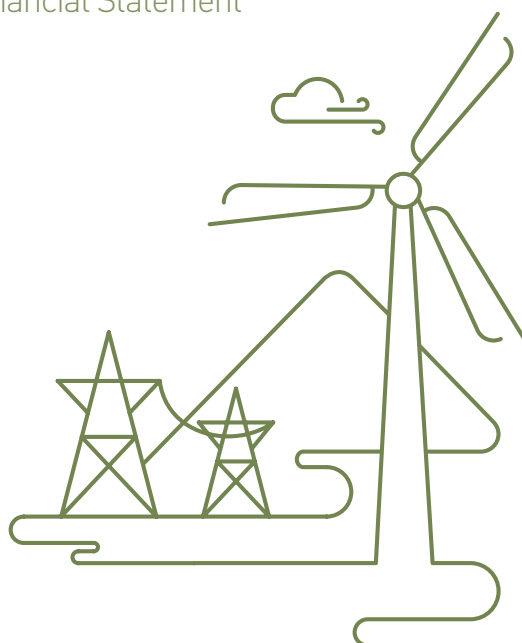


SMART ENERGY
SOLUTIONS
ANNUAL REPORT 2016



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Vision

To be the leader in the alternative energy business with use of an advanced and environmental friendly technology for the best benefit and fairness toward customers, shareholders, partners and employees.

Mission

- To use advanced technology in order to increase production efficiency.
- To support using energy corps as well as natural energy in order to reduce pollution of the environment.
- To support government policies in regard to energy stability of the country.
- To conduct a business based on fairness, build confidence among partners and shareholders.
- To manage human resource for stable and sustainable growth



Message from the Chairman



“

The Company continues to conduct our business adhering to the policy in response and support of government policy on stability of the energy and production of electricity from alternative energy, while carrying on our existing corporate social responsibility.

”

On behalf of the Board, we are pleased to announce our successful business operation performance in year 2016. The business growth steadily, strong performance due to all projects are completed as timeline. The Company's group earned the total income of Baht 10,439.25 million with net profit of Baht 3,251.51 million or increased by 21.01 as compared to the year 2015. The 52.59% of total revenue is from electricity business and 46.96% is from Biodiesel business.

Apart from all projects that completed within timeline, the Company's group also expanded business to battery industry which will be new opportunity and reflect to the demand of energy in future.

On the CSR front-end, the Company Group aim to develop the Company in parallel with community by approaching the opportunity for local communities as their alternative occupations, increase their income under the sustainable development and environmental friendly policy

With regard to the current and future situation, the Company Group continues to conduct our business adhering to the policy to response and support the government policy on stability of the energy and production of electricity from alternative energy, while carrying on our existing corporate social responsibility.

According to the accomplishment of last year, all the success has resulted from the best effort and support of all executives as well as employees to contribute all dedication for the success and expansion of business. We are confident that the conducting business with transparency, consistent with the corporate governance and social responsibility will lead the Company Group to grow sustainability with social responsibility and make a fair return to all stakeholders.

On behalf of the Board of Directors, I would like to express my gratitude to all shareholders, customers, business partners, all public and private agencies, as well as all stakeholders for their continued confidence, trust and great support to the Company Group and hope to receive such great support and trust forever.

Sincerely yours,



(Mr. Somchainuk Engtrakul)
Chairman of the Board

Profile of Directors



1.

1. Mr. Somchainuk Engtrakul

- Chairman of the Board of Directors



2.

2. Mr. Somphote Ahunai

- Director (Authorized Signatory Director)
- Chairman of Executive Committee
- Risk Management Committee
- Chief Executive Officer(CEO)



3.

3. Mr. Amorn Saphaweeikul

- Director (Authorized Signatory Director)
- Executive Committee
- Remuneration Committee
- Risk Management Committee
- Deputy CEO



4.

4. Mr. Wutthilerd Chiannilkulchai

- Director (Authorized Signatory Director)
- Executive Committee
- Risk Management Committee

5.

5. Mr. Sutham Songsiri

- Director
- Executive Committee
- Remuneration Committee
- Corporate Governance Committee

6.

6. ACM. Chainan Thumasujarit

- Independent Director
- Chairman of Audit Committee
- Chairman of Risk Management Committee
- Remuneration Committee
- Nomination Committee
- Corporate Governance Committee

7.

7. Mr. Chaiwat Pongpisitsakul

- Independent Director
- Audit Committee (who has accounting knowledge and experience to review creditability of financial statements)
- Chairman of Corporate Governance Committee
- Chairman of Remuneration Committee
- Nomination Committee



8.

9.

10.

11.

8. M.R. Bravochat Chatchai

- Independent Director
- Audit Committee
- Chairman of Nomination Committee
- Risk Management Committee
- Corporate Governance Committee
- Remuneration Committee

10. Mr. Somboon Ahunai

- Director

9. Pol.Gen. Phatcharavat Wongsuwan

- Independent Director
- Risk Management Committee

11. Mr. Kasidit Ajanant

- Director

Profile of Directors (As at end of the year 2016)

Mr. Somchainuk Engtrakul

72 years

Chairman of the Board of Directors

Date of Appointment as Director : 12 March 2008

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Ph.D. (Honorary Degree) in Public Administration from Sripatum University
- Bachelor of Laws from Sripatum University
- B.A. (Economics) from UPSALA College New Jersey, U.S.A.

Training

- The Role of Chairman Program Class 9/2006 held by Thai Institute of Directors (IOD)
- Directors Accreditation Program Class 98/2012 held by Thai Institute of Directors (IOD)
- Certificate from National Defence College of Thailand (Class 35)

Work Experience during 5 years

2015 - Present Chairman of the Board of Directors
Independent Director
Nok Airlines PCL
Operating as a budget airline (Low-cost carrier) under the brand "Nok Air" providing domestic air transport services (point-to-point routing)

2008 - Present Chairman of the Board of Directors
Energy Absolute PCL (EA)
Manufacturing and distributing Biodiesel products and Glycerol
Renewable Energy generation and distribution

2008 - Present Chairman of the Board of Directors
Vejthani PCL
Hospital

2008 - Present Director
Siam Piwat Co.,Ltd.
Rent and Providing utility services

2004 - Present Chairman of the Board of Directors
Independent Director
Major Cineplex Group PCL
Core business in cinema, bowling, karaoke and retails space

2000 - Present Director
Siam Piwat Holding Co.,Ltd.
Investment in Bank institute and others

1995 - Present Chairman of the Board of Directors
Chairman of the Executive Board of Directors
Chairman of the Independent Directors
Dhipaya Insurance PCL
Operating Non-Life Insurance

Other Listed Company

3 listed companies, i.e.

1. Dhipaya Insurance PCL
Chairman of the Board of Directors
Chairman of the Executive Directors
Chairman of the Independent Directors
2. Major Cineplex Group PCL
Chairman of the Board of Directors
Independent Director
3. Nok Airlines PCL
Chairman of the Board of Directors
Independent Director

Other Non-Listed Company / Other Organization

3 companies, i.e.

1. Vejthani PCL
Chairman of the Board of Directors
2. Siam Piwat Holding Co.,Ltd.
Director
3. Siam Piwat Co.,Ltd.
Director

Subsidiary of EA

-Nil-

Family relationship with other Directors and Management

-Nil-

Number of Attendance / Total meeting held in the year 2016

Board of Directors Meeting 6/6 meetings

Mr. Somphote Ahunai

49 years

Director (Authorized Signatory Director)

Chairman of Executive Committee

Risk Management Committee

Chief Executive Officer

Acting Vice President - Power Business Supervision
Department

Date of appointment as Director : 12 March 2008

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 :
 - Total Shares : 1,525,143,793 shares (40.89%)
 - Held by himself : 1,499,160,186 shares (40.19%)
 - Held by spouse : 25,983,607 shares (0.70%)
- No. of Share held as of the year end 2016 :
 - Total Shares : 1,524,143,793 shares (40.86%)
 - Held by himself : 869,160,186 shares (23.30%)
 - Held by trustee : 630,000,000 shares (16.89%)
 - (Please refer to "Securities and Shareholders Information")
 - Held by spouse : 24,983,607 shares (0.67%)
- Share Increase / (decrease) during the year :
 - (1,000,000) shares (-0.03%)
 - In portion of himself : -Nil-
 - In portion of spouse : (1,000,000) shares (-0.03%)

Education

- MBA from University of Pittsburgh, USA
- Bachelor of Engineering from Chulalongkorn University

Training

- Director Accreditation Program class 60/2006 held by Thai Institute of Directors (IOD)
- Executive Management with Business Development and Investment, Class 2, held by Institute of Business and Industrial Development (IBID)
- Course " Ultra Wealth" (Ultra Waves) Class 1 held by Economics association Chulalongkorn University

Work Experience during 5 years

Present Director (2008 - Present)
 Chairman of Executive Committee
 (2008 - Present)
 Risk Management Committee
 (2014 - Present)
 Chief Executive Officer (2009 - Present)
 Acting Vice President (2015 - Present)
 Power Business Supervision Department

- 2012 - 2014 Acting Chief Marketing Officer
- 2011 - 2013 Vice President (Factory)
 Energy Absolute PCL.
 Manufacturing and distributing Biodiesel
 products and Glycerol Renewable energy
 generation and distribution
- 2009 - Present Director
 Watabak Wind Co., Ltd
 Energy generation and distribution

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization

1 company, i.e. Watabak Wind Co., Ltd - Director

Subsidiary of EA 15 subsidiaries
 (Subsidiaries No. 1-5, 8-16, 17 of section List of
 subsidiaries in this report)

Family relationship with other Directors and Management

- Spouse of Mrs. Blanca Shulan Huang
 (Off duty as Executive Committee Director and
 Management on February 2016 and November 2016
 respectively)
- Brother of Mr. Somboon Ahunai (Director)
- Brother of Ms. Supaporn Ahunai
 (Vice President - Finance Department)

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Executive Committee Meeting : 11/12 meetings
- Risk Management Committee Meeting: 6/6 meetings

Mr. Amorn Saphaweekul

42 years
Director (Authorized Signatory Director)
Executive Committee
Remuneration Committee
Risk Management Committee

Deputy CEO
Acting Vice President - Quality Control Department
Acting Vice President - Strategy Development and
Investment Planning Department
Date of appointment as Director : 30 March 2012

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 :
Total Shares : 119,101,103 shares (3.19%)
Held by himself : 96,868,316 shares (2.59%)
Held by spouse : 22,232,787 shares (0.60%)
- No. of Share held as of the year end 2015 :
Total Shares : 119,101,103 shares (3.19%)
Held by himself : 96,868,316 shares (2.59%)
Held by spouse : 22,232,787 shares (0.60%)
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Science from Chulalongkorn University
- Bachelor of Business Administration
(Finance and Banking) from Thammasat University
- Executive Management with Business Development
and Investment, Class 3, held by Institute of Business
and Industrial Development (IBID)

Training

- Director Accreditation Program Class 98/2012
held by Thai Institute of Directors (IOD)

Work Experience during 5 years

Present
Director (2012 - Present)
Executive Committee (2012 - Present)
Remuneration Committee
(2014 - Present)
Risk Management Committee
(2014 - Present)
Deputy CEO (2014 - Present)
Acting Vice President (2015 - Present)
- Quality Control Department
Acting Vice President (2015 - Present)
- Strategy Development and
Investment Planning Department
Energy Absolute PCL.

Present
Manufacturing and distributing Biodiesel
products and Glycerol Renewable energy
generation and distribution
Director
Watabak Wind Co., Ltd.
Energy generation and distribution

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization
1 company, i.e. Watabak Wind Co., Ltd - Director

Subsidiary of EA 16 subsidiaries
(Subsidiaries No. 1-4,6,8-16,19 and 20 of section
List of subsidiaries in this report)

Family relationship with other Directors and Management
-Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Executive Committee Meeting :10/12 meetings
- Remuneration Committee Meeting : 1/2 meetings
- Risk Management Committee Meeting: 5/6 meetings

Mr. Wutthilerd Chiannilkulchai

46 years
Director (Authorized Signatory Director)
Executive Committee

Risk Management Committee
Date of appointment as Director : 12 March 2008

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 :
Total Shares : 18,497,449 shares (0.49%)
Held by himself : 18,497,449 shares (0.49%)
Held by spouse : -Nil-
- No. of Share held as of the year end 2016 :
Total Shares : 16,032,849 shares (0.43%)
Held by himself : 16,032,849 shares (0.43%)
Held by spouse : -Nil-
- Share Increase / (decrease) during the year :
(2,464,600) shares (-0.06%)
In portion of himself : (2,464,600) shares (-0.06%)
In porting of spouse : -Nil-

Education

- Master of Science Major Computer and Engineering Management from Assumption University
- Bachelor of Accountings from Chulalongkorn

Training

- Director Accreditation Program class 71/2008 held by Thai Institute of Directors (IOD)

Work Experience during 5 years

Present Director (2008 - Present)
Executive Committee (2008 - Present)
Risk Management Committee (2014 - Present)
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2004 - Present Director
Perfect Oil Co., Ltd.
Wholesale of fuel oil

2001 - Present Director
Power 10 Co., Ltd.
Wholesale of fuel oil
Director
Double 10 Co., Ltd.
Wholesale of fuel oil
Director
Famous 10 Co., Ltd.
Wholesale of fuel oil

Mithsiam Oil Co.,Ltd.
Wholesale of Petroleum Products

1995 - Present Director
Chalee Trading Co., Ltd.
Wholesale of fuel oil
Director
Ma Jarearn Co., Ltd.
Wholesale of fuel oil
Director
Sueb Nueng Karn Kha Co., Ltd.
Wholesale of fuel oil
Director
Two Plus One Oil Co., Ltd.
Wholesale of fuel oil

1994 - Present Director
Malee Oil Co., Ltd.
Wholesale of fuel oil
Director
C.C. Oil Co., Ltd.
Wholesale of fuel oil

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization

11 companies : hold Director position of the following companies

1. Perfect Oil Co., Ltd.	2. Power 10 Co., Ltd.
3. Double 10 Co., Ltd.	4. Famous 10 Co., Ltd.
5. Chalee Trading Co., Ltd.	6. Ma Jarearn Co., Ltd.
7. Sueb Nueng Karn Kha Co., Ltd.	8. Two Plus One Oil Co., Ltd.
9. Malee Oil Co., Ltd.	10. C.C. Oil Co., Ltd.
11. Mithsiam Oil Co.,Ltd.	

Subsidiary of EA 15 subsidiaries
(Subsidiaries No. 2,4,7-9,11-16 and 21 of section List of subsidiaries in this report)

Family relationship with other Directors and Management -Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Executive Committee Meeting : 9/12 meetings
- Risk Management Committee Meeting: 4/6 meetings

Mr. Sutham Songsiri

78 years
Director
Executive Committee

Remuneration Committee
Corporate Governance Committee
Date of appointment as Director : 12 March 2009

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 :
Total Shares : 1,800,000 shares (0.048%)
Held by himself : 1,800,000 shares (0.048%)
Held by spouse : -Nil-
- No. of Share held as of the year end 2016 :
Total Shares : 1,900,000 shares (0.050%)
Held by himself : 1,900,000 shares (0.050%)
Held by spouse : -Nil-
- Share Increase / (decrease) during the year : 100,000 shares (0.002%)
In portion of himself : 100,000 shares (0.002%)
In portion of spouse : -Nil-

Education

- Master of Economics from San Francisco State University
- Bachelor of Economics from Lincoln University
- Change Management Course at M. I. T. USA, 2009
- Strategy Formulation and Execution at Columbia University, USA, 2010
- Kaplan -Norton Master Class to Mastering New Management System. Boston, USA, 2010

Training

- Directors Certification Program class 97/2007 held by Thai Institute of Directors (IOD)
- The Role of Chairman Program class 22/2009 held by Thai Institute of Directors (IOD)
- Role of the Nomination and Governance Committee

class 1/2001 held by Thai Institute of Directors (IOD)

Work Experience during 5 years

Present Director (2008 - Present)
Executive Committee (2008 - Present)
Remuneration Committee (2014 - Present)
Corporate Governance Committee (2015 - Present)
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company Nil-

Other Non-Listed Company / Other Organization
-Nil-

Subsidiary of EA 6 subsidiaries
(Subsidiaries No. 4, 10-14 of Section List of subsidiaries in the report)

Family relationship with other Directors and Management
-Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Executive Committee Meeting : 9/12 meetings
- Remuneration Committee Meeting : 2/2 meetings
- Corporate Governance Committee Meeting : 4/4 meetings

ACM. Chainan Thumasujarit

66 years

Independent Director

Chairman of Audit Committee

Chairman of Risk Management Committee

Remuneration Committee

Nomination Committee

Corporate Governance Committee

Date of appointment as Director : 7 August 2012

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Bachelor of Engineering (the 2nd Class Honors) from Chulalongkorn University
- Bachelor of Arts in Political Science from Ramkhamhaeng University
- Bachelor of Business Administration (General Managements) from Ramkhamhaeng University
- Bachelor of Business Administration (General Managements) (the 1st Class Honors) from Sukhothai Thammathirat Open University
- Thailand National Defence College Group (B.E. 2546)
- Royal Thai Navy Staff College from Institute of Advanced Naval Studies
- M. Eng. Asian Institute of Technology (A.I.T.)
- D. Eng. (Candidate) Asian Institute of Technology (A.I.T.)

Training

- Director Accreditation Program class 67/2007 held by Thai Institute of Directors (IOD)
- Audit Committee Program class 22/2008 held by Thai Institute of Directors (IOD)
- Monitoring of the Quality of Financial Reporting class 16/2012 held by Thai Institute of Directors (IOD)
- Seminar 'Drafting, Negotiating & Managing' Successful Construction Contracts Summit 2015 held by Omega World Class Research Institute

Work Experience during 5 years

Present Independent Director (2012 - Present)
Chairman of Audit Committee (2014 - Present)
(Audit Committee 2012 - Present)
Chairman of Risk Management Committee (2014 - Present)
Nomination Committee (2014 - Present)
Corporate Governance Committee (2015 - Present)
Remuneration Committee (10 Aug 2016 - Present)

2007 - Present Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
Chairman of Audit Committee
Chairman of Nomination and Remuneration Committee
Independent Director
Hydrotek PCL
Operating the construction and environmental engineering management business as follows;
1. Water Treatment Plant
2. Wastewater Treatment Plant
3. Solid Waste Treatment Plant
4. Waste to Energy
Present Retired Government Official (2006 - Present)
Freelance Structural Engineer (1974 - Present)
Office of the Permanent Secretary for Defence
Government Organization

Other Listed Company

1 company, i.e. Hydrotek PCL

Chairman of Audit Committee
Chairman of Nomination and Remuneration Committee
Independent Director

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Audit Committee Meeting : 10/10 meetings
- Nomination Committee Meeting : 4/4 meetings
- Corporate Governance Committee Meeting : 4/4 meetings
- Risk Management Committee Meeting : 6/6 meetings
- Remuneration Committee Meeting : 1/1 meeting (be appointed during the year 2016)

Mr. Chaiwat Pongpisitsakul

70 years

Independent Director

Audit Committee (who has accounting knowledge and experience to review creditability of financial statements)

Chairman of Corporate Governance Committee

Chairman of Remuneration Committee

Nomination Committee

Date of appointment as Director : 12 March 2008

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Public Administration from The National Institute of Development Administration (NIDA)
- Bachelor of Accounting and Laws from Thammasat University

Training

- Director Accreditation Program Class 32/2005 held by Thai Institute of Directors (IOD)
- Audit Committee Program Class 41/2012 held by Thai Institute of Directors (IOD)
- Seminar 'Drafting, Negotiating & Managing' Successful Construction Contracts Summit 2015 held by Omega World Class Research Institute
- Course "The UK Experience on Implementing the enhanced Auditor Reporting" held by the Securities and Exchange Commission (SEC)

Work Experience during 5 years

Present Independent Director (2008 - Present)
Audit Committee (12 Mar 2014 - Present)
(Audit Committee who has accounting knowledge and experience to review creditability of financial statements)
(Chairman of Audit Committee : 2008 - 11 March 2014)
Chairman of Remuneration Committee (8 Dec 2016 - Present)
(Remuneration Committee : 2014 - Present)

Nomination Committee (2014 - Present)
Chairman of Corporate Governance Committee (2015 - Present)
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2009 - Present Manager / Auditor
Chaiwat Auditing Office
Provide auditing service

Other Listed Company

-Nil-

Other Non-Listed Company / Other Organization

-Nil-

Subsidiary of EA

-Nil-

Family relationship with other Directors and Management

-Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Audit Committee Meeting : 10/10 meetings
- Remuneration Committee Meeting : 2/2 meetings
- Nomination Committee Meeting : 4/4 meetings
- Corporate Governance Committee Meeting : 4/4 meetings

M.R. Bravochat Chatchai

56 years
Independent Director
Audit Committee
Chairman of Nomination Committee

Risk Management Committee
Corporate Governance Committee
Remuneration Committee
Date of appointment as Director : 26 November 2010

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Arts from Pranakhon Pajabhat University
- Bachelor of Laws from Ramkhamhaeng University

Training

- Director Accreditation Program class 98/2012 held by Thai Institute of Directors (IOD)
- Audit Committee Program class 41/2012 held by Thai Institute of Directors (IOD)
- Role of Nomination and Governance Committee - RNG Class 7/2015 held by Thai Institute of Director (IOD)

Work Experience during 5 years

Present Independent Director (2010 - Present)
Audit Committee (2010 - Present)
Chairman of Nomination Committee (2014 - Present)
Risk Management Committee (2014 - Present)
Corporate Governance Committee (2015 - Present)
Remuneration Committee (10 Aug 2016 - Present)

Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
1999 - Present Director
M.R. Bravochat Laws Office
Providing Legal consultant

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 6/6 meetings
- Audit Committee Meeting : 9/10 meetings
- Nomination Committee Meeting : 4/4 meetings
- Corporate Governance Committee Meeting : 4/4 meetings
- Risk Management Committee Meeting : 6/6 meetings
- Remuneration Committee Meeting : 1/1 meetings (be appointed during the year 2016)

Pol.Gen. Phatcharavat Wongsuwan

67 years

Independent Director

Risk Management Committee

Date of appointment as Director : 18 April 2014

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 :
 - Total Shares : 1,140,000 shares (0.03%)
 - Held by himself : 1,140,000 shares (0.03%)
 - Held by spouse : -Nil-
- No. of Share held as of the year end 2016 :
 - : 1,140,000 shares (0.03%)
 - Held by himself : 1,140,000 shares (0.03%)
 - Held by spouse : -Nil-
- Share Increase / (decrease) during the year 2016 :
 - : -Nil-

Education

- Master of Arts from Kasetsart University
- Royal Police Cadet Academy
- Armed Forces Academies Preparatory School
- St. Gabriel's College

Training

-Nil-

Work Experience during 5 years

Present Independent Director (2014 – Present)
Risk Management Committee
(2014 – Present)
Energy Absolute PCL.
Manufacturing and distributing Biodiesel
products and Glycerol Renewable energy
generation and distribution

2013 – Present Independent Director
CP ALL PCL
Operating the convenience store
business under the 7-Eleven
trademark and franchises to other
retailers in the territory of Thailand
Investing in supporting businesses
Investing in the operations of
membership based Cash & Carry
trade centers under the name "Makro"

Other Listed Company

-Nil-

Other Non-Listed Company / Other Organization

-Nil-

Subsidiary of EA

-Nil-

Family relationship with other Directors and Management

-Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : -/6 meetings
- Risk Management Committee Meeting : 1/6 meetings

Mr. Somboon Ahunai

61 years

Director

Date of appointment as Director : 22 April 2015

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of 30 Apr 2015
 : 23,277,588 shares (0.62%)
 Held by himself : 23,277,588 shares (0.62%)
 Held by spouse : -Nil-
- No. of Share held as of the year end 2016
 : 10,063,951 shares (0.27%)
 Held by himself : 10,063,951 shares (0.27%)
 Held by spouse : -Nil-
- Share Increase / (decrease) during the year 2016
 : (13,213,637) shares (-0.35%)
 In portion of himself : (13,213,637) shares (-0.35%)
 In portion of spouse : -Nil-

Education

- Master of Business Jacksonville State University
- Bachelor of Science in Chemical Engineering (Cum Laude) from University of Alabama

Training

- Directors Accreditation Program (DAP)
 Class 47/2005 held by Thai Institute of Directors (IOD)
- Audit Committee Program (ACP) Class 12/2006 held by Thai Institute of Directors (IOD)

Work Experience during 5 years

Present	Director (2015 – Present) Advisor Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
2011 - 2012	Advisor Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2008 - 2009	Director Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
2004 - 2015	Executive Vice President (Director) Small and Medium Enterprise Development Bank of Thailand Bank
Present	Director (Authorized Signatory Director) Ruammit Panich Co., Ltd. Hotel, Resort and Apartment
Present	Director (Authorized Signatory Director) Songphon Co., Ltd. Real Estate

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization

2 Companies, i.e.	
1. Ruammit Panich Co., Ltd.	Director (Authorized Signatory Director)
2. Songphon Co., Ltd.	Director (Authorized Signatory Director)

Subsidiary of EA -Nil-

Family relationship with other Directors and Management

- Brother of Mr. Somphote Ahunai (Director, Chairman of Executive Committee , Risk Management Committee, and CEO)
- Brother of Ms. Supaporn Ahunai (Vice President - Finance Department)

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 5/6 meetings

Mr. Kasidit Ajanant

36 years
Director
Date of appointment as Director : 10 August 2016

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of 22 Aug 2016 : -Nil-
Held by himself : -Nil-
Held by spouse : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
Held by himself : -Nil-
Held by spouse : -Nil-
- Share Increase / (decrease) during the year 2016 : -Nil-

Education

- Master of Civil Engineering Stanford University, USA
- Bachelor of Civil Engineering Brigham Young University, USA

Training : -Nil-

Work Experience during 5 years

10 Aug 2016 Director (10 Aug 2016 – Present)
– Present
22 Apr 2015 Director
– 8 Dec 2015 Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2012 - Present Director (Authorized Signatory Director)
Audit Committee
Sikarin PCL.
Hospital

Other Listed Company 1 Company, i.e.
Sikarin PCL Director (Authorized
Signatory Director)
Audit Committee

Other Non-Listed Company / Other Organization
-Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management
-Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 2/2 meetings
(being appointed by the Meeting of the Board of Directors on 10 Aug 2016)

Director passed away during the year
Mr. Bannarat Pichyakorn

48 years
Independent Director
Audit Committee
Chairman of Remuneration Committee

Nomination Committee
Corporate Governance Committee
Date of passing away : 24 July 2016
Date of appointment as Director : 12 March 2008

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Business Administration, New Hampshire College, Manchester NH, U.S.A.
- Bachelor of Science, New Hampshire College, Manchester NH, U.S.A
- Associate in Science, Bunker Hill Community College, Boston, MA.

Training

- Director Accreditation Program class 71/2008 held by Thai Institute of Directors (IOD)
- Audit Committee Program class 41/2012 held by Thai Institute of Directors (IOD)
- Strategic Risk Management (SM-06 : Class 1 : 12-13 Feb 2014) held by Thailand Productivity Institute
- Carbon Footprint for Organization : CFO (class 2) held by NSTDA Academy
- Drafting, Negotiating & Managing ' SUCCESSFUL CONSTRUCTION CONTRACTS Summit 2015 held by Omego World Class Institute
- Compensation & Benefits Design : Fundamental & Practical held by Omego World Class Institute
- Course "Techniques in Managing Insider" held by the Securities and Exchange Commission (SEC)

Work Experience during 5 years

2008 – Independent Director
24 July 2016 (2008 - 24 July 2016)
Audit Committee (2008 – 24 July 2016)
Chairman of Remuneration Committee (2014 - 24 July 2016)
Nomination Committee (2014 – 24 July 2016)
Corporate Governance Committee (2015 - 24 July 2016)
Risk Management Committee (26 Feb - 24 Jul 2016)
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Number of Attendance / Total meeting held in the year 2016

- Board of Directors Meeting : 2/2 meetings
- Audit Committee Meeting : 7/7 meetings
- Nomination Committee Meeting : 2/2 meetings
- Remuneration Committee Meeting : 1/1 meeting
- Corporate Governance Committee Meeting : 2/2 meetings
- Risk Management Committee Meeting : 2/2 meetings

Profile of Management (As at end of the year 2016)

Mrs. Dujdao Luksanaviwat

47 years
 Executive Committee Director
 Special Assistant to CEO
 Vice President – Quality, Health, Safety and Environment
 Department

Acting Vice President – Human Resource and
 Administration Department
 Date of appointment : 16 February 2010

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Business Administration, Khon Kaen University
- Certificate “Human Resource and Organization Development” from the National Institute of Development Administration (NIDA)

Training

- The Business & Leadership Management Program from Bangor University
- “Knowledge-Based Economy in the 21st Century” from Llandrillo Menai International, UK

Work Experience during 5 years

Present	Executive Committee Director (2012 – Present) Special Assistant to CEO (2014 – Present) Vice President – Quality, Health, Safety and Environment Department (2015 – Present) Acting Vice President – Human Resource and Administration Department (1 June 2016 – Present) (Acting) Chief of Operations - Factory
2014 - 2015	Vice President – Human Resource and Administrations Department
2010 – 2013	Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management
 -Nil-

Ms. Supaporn Ahunai

40 years

Vice President – Finance Department

Date of appointment : 1 January 2008

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015
Held by herself : 23,197,049 shares (0.622%)
Held by spouse : -Nil-
- No. of Share held as of the year end 2016
Held by herself : 23,197,049 shares (0.622%)
Held by spouse : -Nil-
- Share Increase / (decrease) during the year : -Nil-
In portion of herself : -Nil-
In portion of spouse : -Nil-

Education

- Master of Science Information System, the Pennsylvania State University
- Bachelor's degree from faculty of Commerce and Accountancy, Thammasat University

Training

- Directors Certification Program 71/2008 held by Thai Institute of Directors (IOD)
- Investment Consultant Program, held by SEC

Work Experience during 5 years

2008 - Present Vice President – Finance Department
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA

1 company

(Director in Subsidiary No.1, Please refer to "List of Subsidiaries")

Family relationship with other Directors and Management

- Sister of Mr. Somphote Ahunai (Director, Chairman of Executive Committee, Risk Management Committee and CEO)
- Sister of Mr. Somboon Ahunai (Director)

Mr. Weerasil Sattayapakdeewong

35 years

Vice President – Accounting Department

Date of appointment : 1 May 2012

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Accounting, Chulalongkorn University
- Bachelor of Business Administration (Accounting) from Ramkhamhaeng University)

Training

- Strategic CFO in Capital Markets Program held by Stock Exchange of Thailand
- New Auditor's Report year 2016 held by Federation of Accounting Professions

Work Experience during 5 years

2012 - Present Vice President – Accounting Department
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA

-Nil-

Family relationship with other Directors and Management

-Nil-

Mr. Patipat Sakdawongsiwimol

43 years

Vice President – Sales

and Marketing Department

Date of appointment : 16 August 2012

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Master of Business Administration, Khon Kaen University
- Bachelor of Science in Biology Mahidol University

Training

-Nil-

Work Experience during 5 years

2012 - Present Vice President – Sales and Marketing Department

Energy Absolute PCL.

Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2000 - 2012 Manager (products)

Distribution of Polymer products
PTT Polymer Marketing Co.,Ltd.

Other Listed Company

-Nil-

Other Non-Listed Company / Other Organization

-Nil-

Subsidiary of EA

-Nil-

Family relationship with other Directors and Management

-Nil-

Mr. Pramote Lertpiyayowong

50 years

Vice President – Factory Department (Production Division)

Acting Vice President – Factory Department
(Engineering Division)

Date of appointment : 13 July 2015

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Bachelor of Engineering (Department of Electrical Engineering) from King Monkut's University of Technology

Training

-Nil-

Work Experience during 5 years

1 Oct 2015 - Vice President – Factory Department
Present (Production Division)

Acting Vice President – Factory
Department (Production Division)

2015 – Deputy Vice President – Factory
30 Sep 2016 Department (Engineering Division)

Energy Absolute PCL.

Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2010 - 2015 Division Manager – Production /
Engineering Division

B.N. Brothers Co., Ltd.

Manufacturing and distributing
of color paints

Other Listed Company

-Nil-

Other Non-Listed Company / Other Organization

-Nil-

Subsidiary of EA

-Nil-

Family relationship with other Directors and Management

-Nil-

Ms. Omsin Siri

49 years

Vice President – Corporate Communication Department

Date of appointment : 1 September 2014

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

2010 - 2012 Vice President
The Stock Exchange of Thailand
The national stock exchange of Thailand

Education

- Master of Business Administration, Chulalongkorn University
- Bachelor of Accountancy, Chulalongkorn University

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Training

- Directors Certification Program class 140/2011 held by Thai Institute of Directors (IOD)
- Capital Market Academy, Class 2 (CMA 2)
- TLCA Executive Development Program, Class 5 (EDP 5)

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Work Experience during 5 years

1 June 2016 – Present Vice President – Corporate Communication Department
Secretary of Remuneration Committee

2014 – 8 Dec 2016 Secretary to Remuneration Committee

2014 – 1 June 2016 Vice President – Human Resource and Administration Department
Energy Absolute PCL.
Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

2013 - 2014 Director
Deputy Chief Executive Office
SPCG PCL Holding Company
Holding Company (Energy)

Ms. Wimolmas Wongmakornpan

36 years

Vice President – Social Enterprise Department

Date of appointment : 1 June 2016

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of 1 June 2016 : 45,600 shares
- No. of Share held as of the year end 2016 : 45,600 shares
- Share Increase / (decrease) during the year : -Nil-

Education

- International MBA, Asian Institute of Technology, Thailand
- Master in Management Science, ESCP-EAP, France

Training

- Strategic CFO in Capital Markets Program held by Stock Exchange of Thailand

Work Experience during 5 years

30 May 2016 – Present	Vice President – Social Enterprise Department Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
6 Aug 2012 – 30 May 2016	Deputy Vice President - Strategy Development and Investment Planning
2 Aug 2010 – 30 May 2012	Senior Analyst – Business Development Department Mitr Phol Sugar Corporation Co., Ltd. Manufacturing and distributing of sugar products and Renewable energy

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Mr. Manop Oulandsiripong

48 years

Vice President – Information Technology and System Development Department

Date of appointment : 1 November 2016

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of 1 Nov 2016 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Electronic Engineering, Sripatum University, Thailand

Training -Nil-

Work Experience during 5 years

Nov 2016 – Present	Vice President – Information Technology and System Development Department Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
2013 – Oct 2016	Vice President Section Head Service and Support IT infrastructure Management Department CIMB Thai Bank PCL. Bank
2011 - 2013	Vice President – Head of Information Technology Department Credit Agricole CIB, Bangkok Branch, Thailand Bank

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Management resigned / terminated during the year

Mr. Vichien Yupoonsup

42 years

General Manager / Advisor

Date of resignation : 15 July 2016

Date of appointment : 1 May 2014

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of 2016 : 55,000 shares (0.001%)
 - Held by himself : 55,000 shares (0.001%)
 - Held by spouse : -Nil-
- No. of Share held as of 15 July 2016 : 55,000 shares (0.001%)
 - Held by himself : 55,000 shares (0.001%)
 - Held by spouse : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- MBA Vanderbilt University, Tennessee, USA

Training -Nil-

Work Experience during 5 years

2015 – Advisor
 15 July 2016
 2014 - 2015 General Manager
 Energy Absolute PCL.
 Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Mr. Thanakit Burapanontachai

53 years

Vice President – Factory Department (Production Division)

Date of termination : 30 September 2016

Date of appointment : 4 November 2013

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Bachelor of Chemical Engineering, Prince of Songkla University
- Bachelor of Business Administration
- Bachelor of Science (Public Health) Program in Occupation Health and Safety)

Training -Nil-

Work Experience during 5 years

1 Oct 2016 Deputy Vice President – Factory Department
 - Present (Production Division)
 2015 –
 30 Sep 2016 Vice President – Factory Department
 (Production Division).
 2013 - 2015 Vice President – Factory Department
 Energy Absolute PCL.
 Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
 1997 - 2013 Manager (Manufacturing)
 Manager (Occupational Health and Safety & Environment)
 AGC Chemicals (Thailand) Co.,Ltd
 Manufacturing Caustic Soda and Chlorine

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

Mrs. Blanca Shulan Huang

52 years
Executive Committee Director
Special Assistant to CEO
Vice President – Information Technology and System
Development Department

Date of termination / resignation
From Executive Committee Director : on 26 Feb 2016
From Management : 1 November 2016
Date of appointment : 1 October 2009

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 :
Total Shares : 1,525,143,793 shares (40.89 %)
Held by herself : 25,983,607 shares (0.70%)
Held by spouse : 1,499,160,186 shares (40.19%)
- No. of Share held as of 1 November 2016 :
Total Shares : 1,525,143,793 shares (40.89%)
Held by herself : 24,983,607 shares (0.67%)
Held by spouse : 869,160,186 shares (23.30%)
Held by trustee set up by spouse : 630,000,000 share (16.89%)
- Share Increase / (decrease) during the year : (1,000,000 shares) (-0.03%)
In portion of herself : (1,000,000 shares) (-0.03%) /
In portion of spouse : -Nil-

Education

- Master of Business Administration from University of Pittsburgh, USA
- Bachelor of Art, Major of Business Administration from Northeast Missouri State University, USA

Training

- Certified Project Management Professional (PMP)
- Certified Information Security System Professional (CISSP) Training
- Configuring, managing and Maintaining Windows 2008 based servers
- Maintaining a Microsoft SQL Server 2008 R2
- Microsoft Dynamic AX 2012 Development I
- Microsoft Dynamic AX 2012 Development II
- Microsoft Dynamic AX 2012 Development III
- Microsoft Dynamic AX 2012 Development IV
- Reporting in Microsoft Dynamics AX 2012
- Microsoft Certified System Engineer
- ISO 9001

Work Experience during 5 years

- 2009 – Executive Committee Director
- 1 Nov 2016 Special Assistant to CEO
- 2008 Vice President – Information Technology and System Development Energy Absolute PCL. Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management

- Spouse of Mr. Somphote Ahunai (Director, Chairman of Executive Committee , Risk Management Committee and CEO)

Profile of Corporate Secretary

As at end of the year 2016

Ms. Yaowalug Pukpikul

49 years

Corporate Secretary

Secretary of the Board of Directors

Secretary of Executive Director Committee

Secretary of Corporate Governance Committee

Secretary of Risk Management Committee

Vice President – Corporate Secretary, Compliance and Contract Management Department

Date of appointment as Corporate Secretary

: 14 November 2013

Details of Share held in the Company

(include share held by spouse and minor child)

- No. of Share held as of the year end 2015 : -Nil-
- No. of Share held as of the year end 2016 : -Nil-
- Share Increase / (decrease) during the year : -Nil-

Education

- Bachelor of Laws, Thammasat University
- Certificate “Merchant Marine Management” from Chulalongkorn University
- Certificate “Marine Insurance” from Singapore National Shipping Association, Republic of Singapore

Training

- Company Secretary Program (CSP) Class 56/2014 held by Thai Institute of Directors (IOD)

Work Experience during 5 years

Present Corporate Secretary (2013 – Present)
 Secretary of the Board of Director (2013 – Present)
 Secretary of Executive Director Committee (2013 – Present)
 Secretary of Risk Management Committee (2014 – Present)
 Secretary of Corporate Governance Committee (2015 – Present)
 Vice President – Corporate Secretary, Compliance and Contract Management Department (2015 – Present)

2011 - 2012 Energy Absolute PCL.
 Manufacturing and distributing Biodiesel products and Glycerol Renewable energy generation and distribution
 Manager - Office of Corporate Secretariat (Compliance, Share registrar and Foreign affairs)
 Thai Beverage PCL Holding Company

Other Listed Company -Nil-

Other Non-Listed Company / Other Organization -Nil-

Subsidiary of EA -Nil-

Family relationship with other Directors and Management -Nil-

General Information and Other Information

General Information

Company name	: Energy Absolute Public Company Limited
Stock symbol	: EA
Company registration no.	: 0107551000061
Nature of business	: 1. Manufacturing and distributing Biodiesel products (B100), Pure glycerine and by product 2. Generating and distributing electricity from Renewable Energy (via subsidiaries)
Authorized capital / Paid-up capital	: 373,000,000 Baht
Authorized share capital	: 3,730,000,000 common shares / par value 0.10 Baht each (ten satang)
Address of head office	: 16th Floor, AIA Capital Center Building 89 Ratchadaphisek Road, Dindaeng Sub-district, Dindaneng District, Bangkok 10400 Tel : 0 2248 2488-92, 0 2002 3667-9 Fax : 0 2248 2493 Website : www.energyabsolute.co.th : Investor relations Tel : 0 2248 2488-92, 0 2002 3667-9 ext.10199 Fax : 0 2248 2493 Email : ir@energyabsolute.co.th

Address of factory / Projects :

- 1) Manufacturing and distributing Biodiesel products : 507 Moo.9, Soi 7, Kabinburi Industrial Zone, Kabinburi-Nakornratchasima K.M.12, Nongkee, Kabinburi, Prachinburi Province 25110
- 2) Renewable energy generation and distribution :
 - Solar power plant 8 Megawatts / Lopburi Province
No. 188 Village No. 3, Koktoom-Pasak River Road (Highway no. 3333) Km.21, Pattananikhom Sub-District, Pattananikhom District, Lopburi Province 15140
 - Solar power plant 90 Megawatts / Nakornsawan Province
No. 747 Moo1, Huawai Sub-District, Taklee District, Nakornsawan Province 60140
 - Solar power plant 90 Megawatts / Lampang Province
No. 333 Moo 1, Banouam Sub-District , Muang Lampang District, and Nonglom Sub-District, Hangchai District, Lampang Province
 - Solar power plant 90 Megawatts / Pitsanulok Province
No. 88 Moo11, Matong Sub-District, Prompiram District, Pitsanulok Province 65180
 - Wind power plant project 126 Megawatts / Songkla – Nakornsithammarat Provinces
No. 212 Moo 2, Hua-Sai Sub-District, Hua-Sai District, Nakornsithammarat Province, Ranot District, Sonkla Province
 - Wind power plant project 260 Megawatts / Chaiphum Province
Thebsathit District, Nong Bua Rawe District and Bamnet Narong District, Chaiphum Province

Information of companies which EA holds more than 10% of total shares sold

Company name	Abbreviation	Nature of business	Registered Capital (Baht)	No. of share sold (Share)	Par value (Baht)	Total shares held by EA (Share)	Percentage of shareholding (%)
Subsidiary (direct subsidiary)							
1. Energy Solution Management Co.,Ltd. ¹⁾	ESM	Consulting in the project regarding electric energy from solar and wind power	10,000,000	100,000	100	99,995	99.99
2. Surachai (1997) Co., Ltd. ²⁾	SR (1997)	Investing in Manufacturing and distributing electricity from solar energy	190,500,000	190,500	1,000	190,300	99.90
3. EA Solar Nakhonsawan Co., Ltd. ²⁾	ESN	Manufacturing and distributing electricity from solar energy	5,590,000,000	559,000,000	10	558,999,998	99.99
4. EA Renewable Holding Co., Ltd. ²⁾	ERH	Investing in manufacturing group of electricity energy from solar and wind energy	7,429,200,000	742,920,000	10	742,919,997	99.99
5. Wind Nayaengklak Co., Ltd. ²⁾	WNYK	Investing in manufacturing group of electricity energy from wind energy	1,879,500,000	187,950,000	10	187,949,997	99.99
6. Wind Progressive Co., Ltd. ²⁾	WPGS		1,879,500,000	187,950,000	10	187,949,997	99.99
7. Wind Tossaphum Co., Ltd. ²⁾	WTSP		1,670,000,000	167,000,000	10	166,999,997	99.99
8. Thepsathit Wind Farm Co., Ltd. ²⁾	TWF	Manufacturing and distributing electricity from solar energy (not operate yet)	2,000,000	20,000	100	19,998	99.99
9. EA Solar Co., Ltd. ²⁾	EA SOLAR	Manufacturing and distributing electricity from solar energy	550,000,000	Common shares 4,480,000 Preferred shares 1,020,000	Common shares 100 Preferred shares 100	Held by EA : 2,694,999 Held by SR (1997) SOLAR: 2,805,000	Direct: 49.00 Indirect: 51.00
10. Emma Corporation Co., Ltd. ²⁾	EMMA	Manufacturing and distributing electricity energy (not operate yet)	100,000	1,000	100	500	50.00

Note ¹⁾ Address : 121/46 RS Tower, 11th Floor, Ratchadapisek Road, Dindaeng Sub-District, Dindaeng District, Bangkok 10400 Tel : 0 2642 2233 Fax : 0 2652 2232

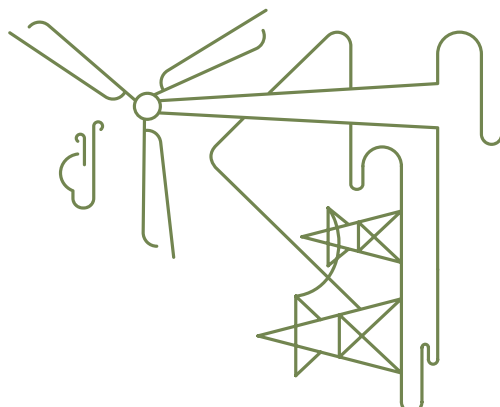
²⁾ Address : 16th Floor, AIA Capital Center Building 89 Ratchadaphisek Road, Dindaeng Sub-district, Dindaeng District, Bangkok 10400 Tel : 0 2248 2488-92, 0 2002 3667-9 Fax : 0 2248 2493

Company name	Abbreviation	Nature of business	Registered Capital (Baht)	No. of share sold (Share)	Par value (Baht)	Total shares held by EA (Share)	Percentage of shareholding (%)
Subsidiary (indirect subsidiary)							
11. Surachai (1997) ³⁾ Solar Co., Ltd.	SR (1997) SOLAR	Investing in manufacturing and distributing electricity from solar energy	179,500,000	179,500	1,000	Held by SR 1997) : 179,498	Indirect: 99.99
12. EA Solar Lampang Co., Ltd. ³⁾	ESL	manufacturing and distributing electricity from solar energy	2,125,000,000	212,500,000	10	Held by ERH : 212,499,997	Indirect: 99.98
13. EA Solar Phitsanulok Co., Ltd. ³⁾	ESP		2,125,000,000	212,500,000	10	Held by ERH : 212,499,997	Indirect: 99.98
14. EA Wind Hadkanghan 1 Co., Ltd. ³⁾	EWKH 1	Manufacturing and distributing electricity from wind power	98,470,000	9,847,000	10	Held by ERH : 9,846,997	Indirect: 99.98
15. EA Wind Hadkanghan 2 Co., Ltd. ³⁾	EWKH 2		123,065,000	12,306,500	10	Held by ERH : 12,306,497	Indirect: 99.98
16. EA Wind Hadkanghan 3 Co., Ltd. ³⁾	EWKH 3		3,120,000,000	312,000,000	10	Held by ERH : 311,999,997	Indirect : 99.98
17. Nayangklak Development Co., Ltd. ³⁾	NYKD		939,000,000	93,900,000	10	Held by WNYK : 93,899,997	Indirect :99.96
18. Nayangklak Wind Power Co., Ltd. ³⁾	NWP		939,000,000	93,900,000	10	Held by WNYK : 93,899,997	Indirect :99.96
19. Benjarat Development Co., Ltd. ³⁾	BJRD		876,000,000	87,600,000	10	Held by WPGS : 87,599,997	Indirect :99.96
20. Pongnok Development Co., Ltd. ³⁾	PND		1,002,000,000	100,200,000	10	Held by WPGS : 100,199,997	Indirect :99.96
21. Banchuan Development Co., Ltd. ³⁾	BCD		1,699,000,000	166,900,000	10	Held by WTSP : 166,899,997	Indirect :99.96
Joint Venture Company							
22. Amita Technologies Inc. ⁴⁾	Amita	Developing and Manufacturing battery (Lithium-Ion Polymer)	1,000,000,000	100,000,000	10	Held by EA : 17,683,289	35.2

Note ³⁾ Address : 16th Floor, AIA Capital Center Building 89 Ratchadaphisek Road, Dindaeng Sub-district, Dindaneng District, Bangkok 10400n Tel : 0 2248 2488-92, 0 2002 3667-9 Fax : 0 2248 2493

⁴⁾ Address : No.6, Chazhuan Rd., Gueishan, Taoyuan County 33349, Taiwan Tel : +886-3-2631212#133 Fax : +886-3-3-3200638 Web Site : www.amitactec.com

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References

Securities Registrar

Thailand Securities Depository Co., Ltd. (TSD)

The Stock Exchange of Thailand Building
93 Ratchadaphisek Road, Dindaeng, Bangkok 10400,
Tel : 0 2009 9999 Fax : 0 2009 9991
SET Contact Center : 0 2009 9999
Website: <http://www.set.or.th/tsd/th/tsd.html>
E-mail: SETContactCenter@set.or.th

Registrar of Debenture

Siam Commercial Bank PCL., Head Office

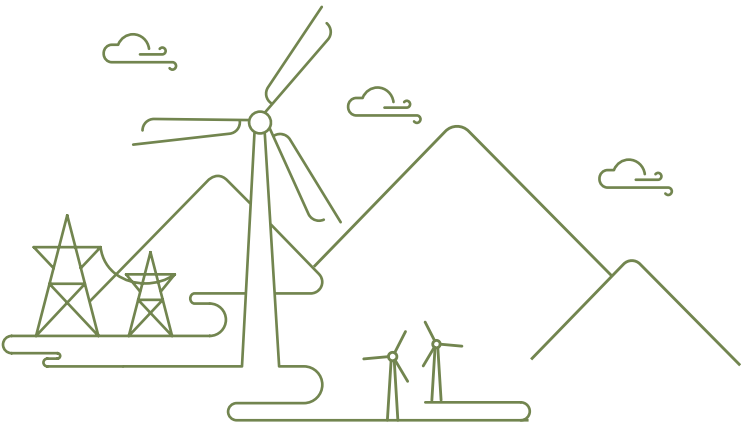
9th Floor, Zone C, 9 Ratchadapisek Road.,
Jatujak Sub-District, Jatujak District, Bangkok, 10900

Contract registrar

Siam Commercial Bank PCL., Chidlom office
Building 2, 3rd Floor, No. 1060 Phetburi Road, Makkasan Sub District,
Ratchathewi District, Bangkok 10400
Tel : 0 2256 2329 Fax : 0 2256 2406
Website: <http://www.scb.co.th/th/home>

Debenture Holders’ Representative

The Bank of Ayudhya Public Company Limited (Head Office)
No. 1222 Rama 3 Road, Bang Phongphang Sub-District,
Yannawa District, Bangkok 10120
Tel : 0 2296 3582 Fax : 0 2683 1298
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Auditor	1. Ms. Amornrat Pearmpoonvatanasuk	Certified Public Accountant No. 4599
	2. Mr. Prasit Yuengsrikul	Certified Public Accountant No. 4174
	3. Mr. Vichien Khingmontri	Certified Public Accountant No. 3977
	Pricewaterhouse Coopers ABAS Limited	
	15th Floor, Bangkok City Tower, 179/74-80 South Sathorn Road,	
	Thungmahamek, Sub-District, Sathorn District, Bangkok, 10120	
	Tel : 0 2344 1000 2344 1000, 0 2824 5000 Fax : 0 2286 5050	
Legal Consultant	S.C Law Office Co.,Ltd.	
	90/42, 16th Floor, Sathorn Thani Building, North Sathorn Road, Silom Sub-	
	District, Bangrak District, Bangkok 10500	
	Tel : 0 2696 9696-97 Fax : 0 2696 9698	

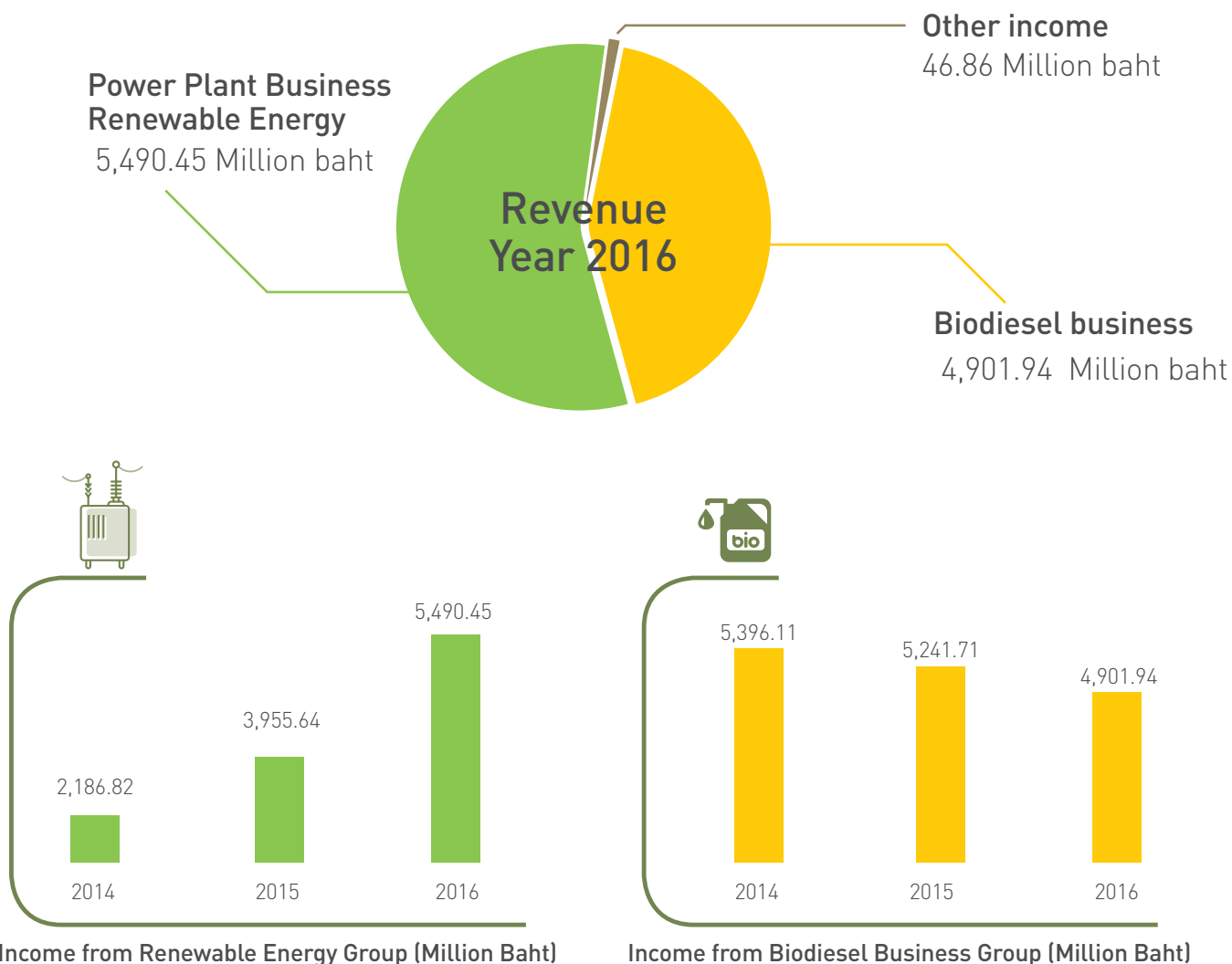
Other information

The Company has been granted by the Securities and Exchange Commission for issuance and offering the debentures (Please refer to. Securities and Shareholders Information)



Important financial information

Revenue type	2014		2015		2016	
	income (Million baht)	%	income (Million baht)	%	income (Million baht)	%
Biodiesel business	5,396.11	70.99	5,241.71	56.89	4,901.94	46.95
1. biodiesel	4,990.94	65.66	5,005.34	54.33	4,721.13	45.22
2. Pure glycerin	231.18	3.04	220.31	2.39	169.49	1.62
3. Raw materials and products.	173.99	2.29	16.06	0.17	11.32	0.11
Renewable Energy Group	2,186.82	28.77	3,955.64	42.95	5,490.45	52.60
4. Solar Power	781.31	10.28	1,360.39	14.77	1,786.31	17.11
5. The subsidy for the electricity purchase price	1,405.51	18.49	2,595.25	28.18	3,704.14	35.49
Total sales revenue	7,582.93	99.76	9,197.35	99.84	10,392.39	99.55
6. Other income	18.34	0.24	14.82	0.16	46.86	0.45
total income	7,601.27	100.00	9,212.17	100.00	10,439.25	100.00



Statement of income	Audited and Consolidated Financial Statements		
	Year 2014 Million Baht	Year 2015 Million Baht	Year 2016 Million Baht
Total revenues from sales	7,582.93	9,197.35	10,392.39
Gross profit	2,255.09	3,751.01	4,801.96
Profit before income tax expense	1,629.96	2,716.24	3,246.98
Profit for the year	1,609.47	2,687.92	3,252.48
Total comprehensive income for the year	1,609.47	2,687.14	3,252.48
Profit attributable to Owners of the parent	1,608.46	2,686.14	3,251.51

Statement of financial position	Audited and Consolidated Financial Statements		
	Ended 31 Dec 2014 Million Baht	Ended 31 Dec 2015 Million Baht	Ended 31 Dec 2016 Million Baht
Total Assets	19,326.76	33,057.23	41,507.39
Total liabilities	13,429.38	24,547.31	30,117.94
Total equity	5,897.38	8,509.92	11,389.45
Issued and paid-up share capital	373	373	373

Significant Financial ratio		Year 2014	Year 2015	Year 2016
Liquidity Ratio	time	0.87	1.04	1.73
Profitability ratio				
Gross Profit Margin	%	29.50%	40.62%	45.76%
Operating Profit Margin	%	25.82%	36.56%	40.82%
Cash ratio	%	107.63%	102.78%	116.73%
Net Profit Margin	%	21.16%	29.17%	31.15%
Return On Equity (ROE)	%	31.35%	37.30%	32.68%
Efficiency ratio				
Return on assets (ROA)	%	10.45%	10.26%	8.72%
Return on fixed assets (ROFA)	%	16.52%	15.59%	14.09%
Assets Turnover	time	0.49	0.35	0.28
Financial policy ratio				
Debt to Equity ratio	time	2.28	2.88	2.64
Interest coverage ratio	time	6.49	5.39	4.97
Basic earnings per share (Baht/share)	%	0.43	0.72	0.87

Policy and Business Overview

Background

Energy Absolute Public Company Limited (“the Company” or “EA”) was registered on 6 March 2006 in original name as Suntech Palm. Oil Co., Ltd., with registered capital of Baht 50 million. In 2008 the Company was transformed into a public limited company and renamed as Energy Absolute Public Company Limited. The registered capital were increased from Baht 50 million to Baht 250 million, Baht 360 million and Baht 373 million in 2008, 2009 and 2012 respectively.

The Company has been a listed company (with 3,730 million ordinary shares at a parvalue of Baht 0.10 (ten satang) per share, totaling Baht 373 million) trading on the Market for Alternative Investment (mai) since 30 January 2013. Later, EA has filed an application requesting the SET to instruct the trading of its ordinary shares on the Stock Exchange of Thailand (SET). On 5th January 2017, the Stock Exchange of Thailand has informed the result of consideration and instruct the trading of EA 3,730 million ordinary shares at a par value of Baht 0.10 per share, totaling Baht 373 million to be traded on the Stock Exchange of Thailand (SET) under Resources Group in Energy & Utilities Sector using the trading name “EA” commencing from 6 January 2017 onwards.

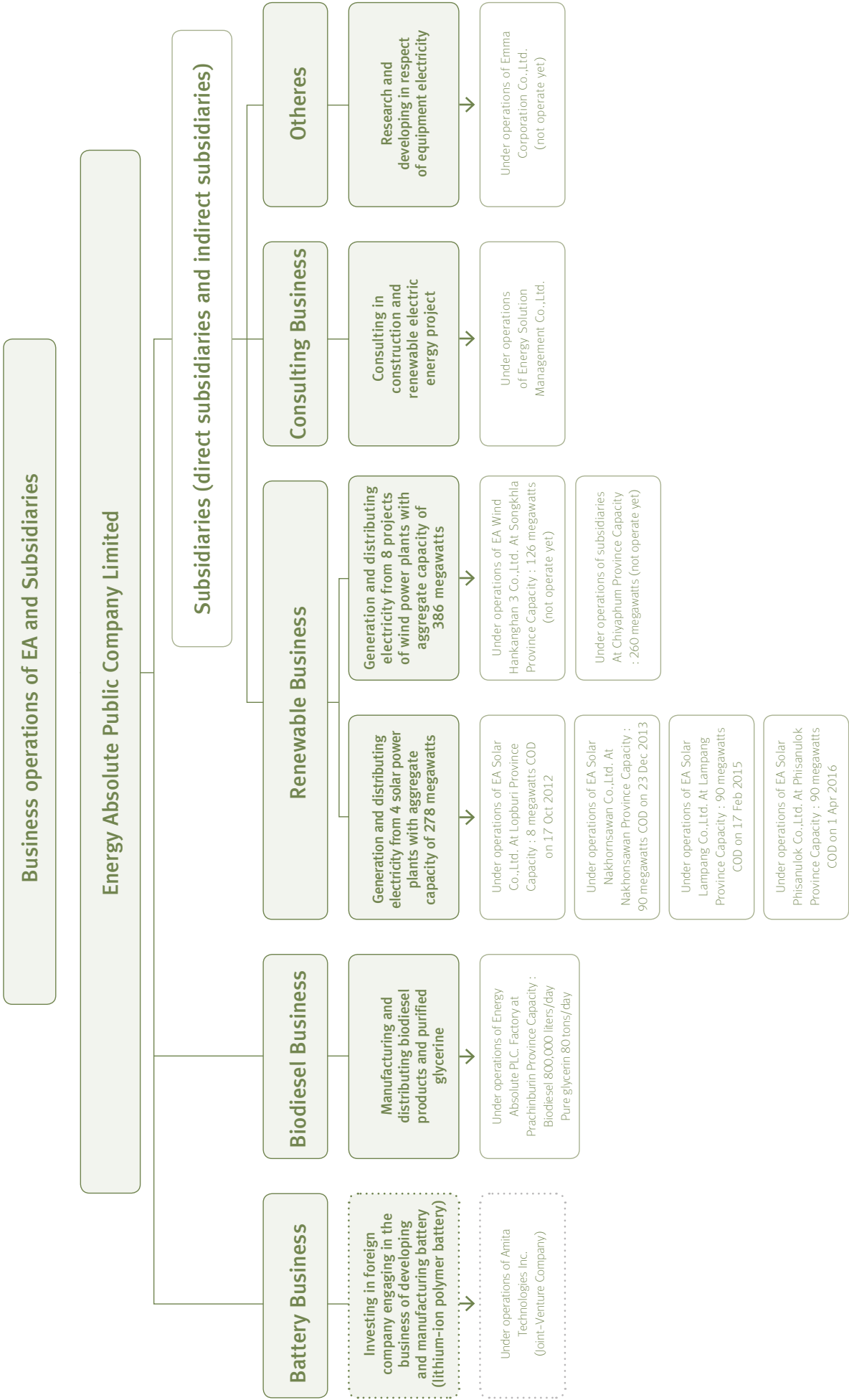
For business of the Company, EA operates the business as the manufacturing and distributing biodiesel (B100), high-speed diesel oil, pure glycerin and byproduct. EA has been granted a licensed of oil trade pursuant to

Section 7 of Fuel Trade Act B.E. 2543 from Ministry of Energy. Presently EA’s biodiesel factory has capacity of 800,000 liter/ day.

The Company expanded the business to business of generating and producing the electricity from Solar power and Wind power. All produced electricity units are purchased by Electricity Generating Authority of Thailand (“EGAT”) and Provincial Electricity Authority (“PEA”). This business is owned and under operations of EA’s subsidiaries

Currently, EA’s group has 4 solar power plants with aggregate capacity of 278 megawatts and 8 wind power projects with aggregate capacity of 386 megawatts.

During the year 2016, in order to expand business and enhance competitiveness of the Company, as well as to comply with the Company’s environmentally friendly business operation policy, EA has invested in newly issued ordinary shares of 35.20% of the total issued and paid-in shares of Amita Technologies Inc. (“Amita”). Amita has been established under the law of Republic of China (Taiwan) and listed in Emerging Stock Market (ESM) of Taipei Stock Exchange, engaging in the business of developing and manufacturing lithium-ion polymer battery.



1. Vision – Mission, Goal of Business operations of EA and Group of EA

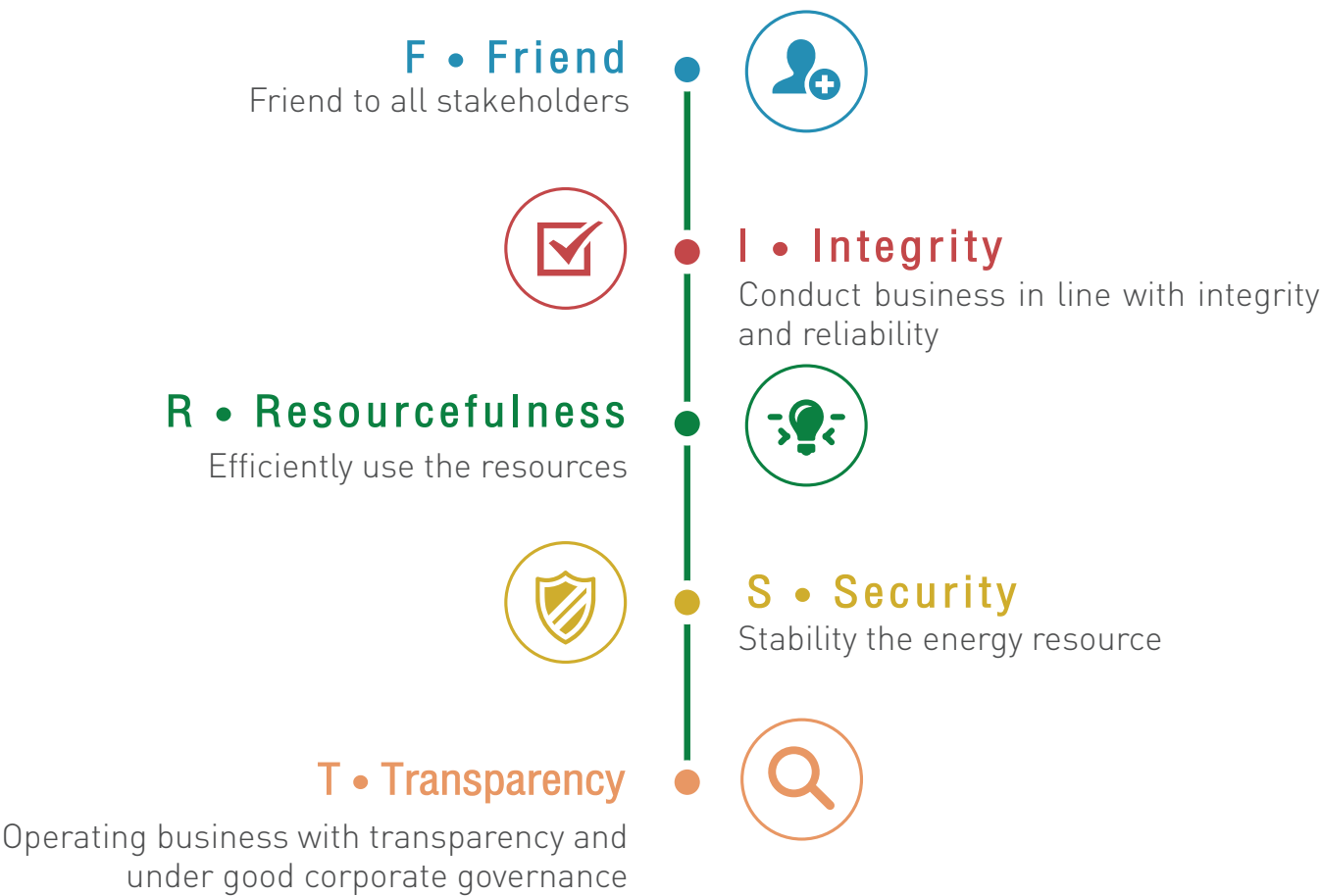
Vision

Company is a leader in the alternative energy business with use of an advanced and environmental-friendly technology for the best benefit and fairness toward customers, shareholders, partners and employees.

Mission

- To use advanced technology in order to increase production efficiency.
- To support using energy corps as well as natural energy in order to reduce pollution of the environment.
- To support government policies in regard to energy stability of the country.
- To conduct a business based on fairness, build confidence among partners and shareholders.
- To manage human resource for stable and sustainable growth

Values



Goal / Strategy

Goal	Increase efficiency	Enhance production capacity
Complete pipeline project and the manage the cost and return on investment to be in line with estimation	Develop and complete the relating systems	Increase production capacity / reduce bottleneck. Increase customer base and increase sales volume of existing customers
Study and research the feasibility and searching for opportunity for new investment	Cash flow management Use financial instrument taking into account of cost, returns and risk	Improve the recruitment of employee, caring and developing human resource
Be prompt in all relating parts	Improve working procedure, increase the efficient, reduce loss and time consume and utilize resourcefulness	Training knowledge, knowhow among employee and prepare the succession plans

2 Major changes and development during the past 5 years

2.1 The control in the Company / the changes of shareholders’ structure / management

Structure of shareholders

Since established the Company, Mr. Somphote Ahunai has been the major shareholder in the 1st rank (excluded shares held by spouse) holding 40.19% of total registered capital shares

During the year 2019, Mr. Somphote Ahunai sold 630 million EA shares to Sotus and Faith # 1 Limited (“Sotus”) in order to set up the Trust. The aforesaid transaction was reported to SEC under forms “the changes in securities holding (Form 59-2)” and “Report of the Acquisition or Disposition of Securities (Form 246-2)”.

Mr. Somphote Ahunai is one of three member of trustee’s Protector Committee. If unanimously resolution is required, he shall have right to control by casting disagree vote (as veto vote). However, he could not control the 2 members of Protector Committee to cast vote same as him.

Nevertheless, due to SEC has considered that Sotus is Ultimate Beneficial Owner, Mr. Somphote Ahunai consequently, has duty to include such sold EA shares with EA shares held by him before the sold transaction occurred.

Management

There is no significant change to the Company and group of the Company as Mr. Somphote Ahunai has been Authorized Director, Chairman of the Executive Committee and CEO of the Company since establishment of the Company.

2.2 Development in capital



1. The meeting of annual shareholders approved to decrease the company registered capital from Baht 360,000,000 to Baht 305,000,000 at the par value of Baht 0.10 by cutting unsubscribed capital shares or unissued capital shares. Later, the Company increased its registered capital from Baht 305,000,000 to Baht 373,000,000 by issuing 680,000,000 new ordinary shares at the par value of Baht 0.10. The allocation of capital increase shares were as follow:

- 560,000,000 shares were allocated to the initial public offering
- 120,000,000 shares were offered to the existing shareholders as per right offering proportion, at the price of Baht 1.50 per share.

Later, the Company increased its registered capital for the portion offered to existing shareholders (Rights Offering) at 120,000,000 shares, hence total paid-up capital was increased from Baht 305,000,000 to Baht 317,000,000. The meeting also approved to be listed and register all ordinary shares for trading on the Market for Alternative Investment (mai)

2. The Company purchased the ordinary shares of Energy Solution Management Co.,Ltd. (ESM) in 99.99% of total registered share capital (shares capital = Baht 10 million) for providing services of consulting maintenance the solar power plant

3. A subsidiary, "EA Solar Nakhornsawan Co.,Ltd." (ESN) was established with registered and paid-up of Baht 1,000,000 divided into 100,000 ordinary shares at par value of Baht 10 for generating and distributing the electricity from solar power with capacity of 90 megawatts. EA holds 99.99% of total registered shares of ESN

4. EA Solar Nakhornsawan Co.,Ltd. increased registered capital from Baht 1,000,000 to Baht 20,000,000 by issuing new ordinary shares of 1,900,000 shares at par value of Baht 10.



1. During 21-23 January 2013, the Company made its initial public offering of 560,000,000 shares at Baht 5.50/share therefore, its paid up registered capital increased from Baht 317,000,000 million to Baht 373,000,000 million

The Company also be granted by the Stock Exchange of Thailand to allow and instruct the common shares of the Company to trade on MAI since 30th January 2013 onwards

2. EA Solar Nakhornsawan increased registered capital from Baht 20,000,000 to Baht 1,690,000,000 by issuing new ordinary shares of 167,000,000 shares at par value of Baht 10.

3. A subsidiary, "EA Solar Lampang Co.,Ltd." (ESL) was established with registered and paid-up of Baht 2,000,000 divided into 200,000 ordinary shares at par value of Baht 10 for generating and distributing the electricity from solar power with capacity of 90 megawatts. EA holds 99.99% of total registered shares of ESN

1. Establishing new subsidiaries as follows:
 - “EA Renewable Holding Co.,Ltd.” (ERH) was established with registered and paid-up of Baht 1,000,000 divided into 100,000 ordinary share at par value to Baht 10 (EA holds 99.99%) for investment in subsidiaries that generate and distribute the electricity from solar and wind power
 - “EA Solar Phisanulok Co.,Ltd.” (ESP) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (ERH holds 99.98%) for generating and distributing the electricity from solar power with capacity of 90 megawatts at Phisanulok
 - “EA Wind Hadkanghan 1 Co.,Ltd.” (EWHK1) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (ERH hold 99.98%) for generating and distributing the electricity from wind power with capacity of 36 megawatts at Songkhla
 - “EA Wind Hadkanghan 2 Co.,Ltd.” (EWHK2) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (ERH hold 99.98%) for generating and distributing the electricity from wind power with capacity of 45 megawatts at Nakhonsithammarat
 - “EA Wind Hadkanghan 3 Co.,Ltd.” (EWK3) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (ERH hold 99.98%) for generating and distributing the electricity from wind power with capacity of 45 megawatts at Nakhonsithammarat
 - “Wind Nayangklak Co.,Ltd.” (WNYK) was established with registered and paid-up of Baht 300,000 dividend into 30,000 ordinary shares at par value of Baht 10 (EA holds 99.99%) for investment in subsidiaries that generate and distribute the electricity from wind power at Chiyaphum
 - “Wind Progressive Co.,Ltd.” (WPGS) was established with registered and paid-up of Baht 300,000 divided into 30,000 ordinary shares at par value of Baht 10 (EA holds 99.99%) for investment in subsidiaries that generate and distribute the electricity from wind power at Chiyaphum
 - “Wind Tossaphum Co.,Ltd.” (WTSP) was established with registered and paid-up of Baht 200,000 divided into 20,000 ordinary shares at par value of Baht 10 (EA holds 99.99%) for investment in subsidiaries that generate and distribute the electricity from wind power at Chiyaphum
 - “Nayangklak Development Co.,Ltd.” (WYKD) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (WNYK holds 99.96%) for generating and distributing the electricity from wind power at Chiyaphum
 - “Nayangklak Wind Power Co.,Ltd.” (NWP) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (WNYK holds 99.96%) for generating and distributing the electricity from wind power at Chiyaphum
 - “Benjarat Development Co.,Ltd.” (BJRD) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (WPGS holds 99.96%) for generating and distributing the electricity from wind power at Chiyaphum
 - “Pongnok Development Co.,Ltd.” (PND) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (WPGS holds 99.96%) for generating and distributing the electricity from wind power at Chiyaphum
 - “Banchuan Development Co.,Ltd.” (BCD) was established with registered and paid-up of Baht 100,000 divided into 10,000 ordinary shares at par value of Baht 10 (WTSP holds 99.96%) for generating and distributing the electricity from wind power at Chiyaphum
2. EA sold 199,999,997 ordinary shares (99.99%) held in EA Solar Lampang Co., Ltd. to its subsidiary, i.e. EA Renewable Holding Co.,Ltd. (ERH) in order to restructure shareholding of group
3. Increased registered capital of subsidiaries as follows:
 - Registered capital of EA Solar Lampang Co.,Ltd.(ESL) was increased from Baht 2,000,000 to Baht 2,000,000,000 by issuing the new 199,800,000 ordinary

- shares at par value of Baht 10 per share
- Registered capital of EA Renewable Holding Co.,Ltd. (ERH) was increased from Baht 1,000,000 to Baht 2,130,000,000 by issuing new 212,900,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EA Solar Lampang Co.,Ltd. (ESL) was increased from Baht 2,000,000,000 to Baht 2,125,000,000 by issuing new 12,500,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EA Renewable Holding Co.,Ltd. (ERH) was increased from Baht 2,130,000,000 to Baht 2,630,000,000 by issuing new 50,000,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EA Solar Phisanulok Co.,Ltd. (ESP) was increased from Baht 100,000 to Baht 155,800,000 by issuing new 15,570,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EAWind Hadkanghan 1 Co.,Ltd. (EWHK1) was increased from Baht 100,000 to Baht 98,470,000 by issuing new 9,837,000 ordinary shares at par value of 10 per share
- Registered capital of EAWind Hadkanghan 2 Co.,Ltd. (EWHK2) was increased from Baht 100,000 to Baht 123,065,000 by issuing new 12,296,500 ordinary shares at par value of Baht 10 per share
- Registered capital of EAWind Hadkanghan 3 Co.,Ltd. (EWHK3) was increased from Baht 100,000 to Baht 123,065,000 by issuing new 12,296,500 ordinary shares at par value of Baht 10 per share



Increased registered capital of subsidiaries as follows:

- Registered capital of EA Renewable Holding Co.,Ltd. (ERH) was increased from Baht 2,630,000,000 to Baht 3,929,200,000 by issuing new 129,920,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EA Solar Phisanulok Co.,Ltd. (ESP) was increased from Baht 155,800,000 to Baht 2,125,000,000 by issuing new 196,920,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EAWind Hadkanghan 3 Co.,Ltd. (EWHK3) was increased from Baht 123,065,000 to Baht 2,457,065,000 by issuing new 233,400,000 ordinary shares at par value of Baht 10 per share
- Registered capital of EA Renewable Holding Co.,Ltd. (ERH) was increased from Baht 3,929,200,000 to Baht 7,429,200,000 by issuing new 350,000,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Wind Nayangklak Co.,Ltd. (WNYK) was increased from Baht 300,000 to Baht 44,300,000 by issuing new 4,400,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Wind Progressive Co.,Ltd. (WPGS) was increased from Baht 300,000 to Baht 50,300,000 by issuing new 5,000,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Wind Tossaphum Co.,Ltd. (WTSP) was increased from Baht 200,000 to Baht 36,200,000 by issuing new 3,600,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Nayangklak Development Co.,Ltd. (NYKD) was increased from Baht 100,000 to Baht 20,100,000 by issuing new 2,000,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Nayangklak Wind Power Co.,Ltd. (NWP) was increased from Baht 100,000 to Baht 20,100,000 by issuing new 2,000,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Benjarat Development Co.,Ltd. (BJRD) was increased from Baht 100,000 to Baht 22,100,000 by issuing new 2,200,000 ordinary shares at par value of Baht 10 per share
- Registered capital of Pongnok Development Co.,Ltd. (PND) was increased from Baht 100,000 to Baht 24,100,000 by issuing new 2,400,000 ordinary shares at par value of 10 per share
- Registered capital of Banchuan Development Co.,Ltd. (BCD) was increased from Baht 100,000 to Baht 32,100,000 by issuing new 3,200,000 ordinary shares at par value of Baht 10 per share

1. The Company invested in Emma Corporation Co.,Ltd. (EMMA) at 50% of total registered and paid-up capital of Baht 100,000 divided into 1,000 ordinary shares at par value of Baht 100 per share for research and developing the generating of electricity
2. Increased registered capital of subsidiaries as follows:
 - Registered capital of Surachai (1997) Co.,Ltd. (SR(1997)) was increased from Baht 12,000,000 to Baht 190,500,000 by issuing new 178,500 ordinary shares at par value of Baht 1,000 per share
 - Registered capital of Surachai (1997) Solar Co.,Ltd. (SR(1997)SOLAR) was increased from Baht 1,000,000 to Baht 179,500,000 by issuing new 178,500 ordinary shares at par value of Baht 1,000 per share
 - Registered capital of EA Solar Co.,Ltd. (EA SOLAR) was increased from Baht 200,000,000 to Baht 550,000,000 by issuing new 3,500,000 ordinary shares at par value of Baht 100 per share
 - Registered capital of EASolar Nakhornsawan Co.,Ltd. (ESN) from Baht 1,690,000,000 to Baht 5,590,000,000 by issuing new 390,000,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Wind Progressive Co.,Ltd. (WPGS) was increased from Baht 50,300,000 to Baht 1,879,500,000 by issuing new 182,920,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Wind Tossaphum Co.,Ltd. (WTSP) was increased from Baht 36,200,000 to Baht 1,670,000,000 by issuing new 163,380,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Benjarat Development Co.,Ltd. (BJRD) was increased from Baht 22,100,000 to Baht 876,000,000 by issuing new 85,390,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Pongnok Co.,Ltd. (PND) was increased from Baht 24,100,000 to Baht 1,002,000,000 by issuing new 97,790,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Banchuan Development Co.,Ltd. (BCD) was increased from Baht 32,100,000 to Baht 1,669,000,000 by issuing new 163,690,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Wind Nayangklak Co.,Ltd. (WNYK) was increased from Baht 44,300,000 to Baht 1,879,500,000 by issuing new 183,520,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Nayangklak Development Co.,Ltd. (NYKD) was increased from Baht 20,100,000 to Baht 939,000,000 by issuing new 91,890,000 ordinary shares at par value of Baht 10 per share
 - Registered capital of Nayanklak Wind Power Co.,Ltd. (NWP) was increased from Baht 20,100,000 to Baht 939,000,000 by issuing new 91,890,000 ordinary shares at par value of Baht 10 per share
3. The annual general shareholders meeting approved the offering and issuance of Debenture for not exceeding of Baht 10,000 million in order to re-finance of solar power plants and to invest in wind power plant project with details as bellows:

Type : All kinds of bonds (with or without collateral)

Offering : to offer one time or several times and / or as a project and /or on a revolving basis, though a public offering and/or private placement offering and /or institutional investor and/or high net worth,

Term of bonds : not exceeding 10 years since the date of each issuance.(Please refer to Other securities)
4. The Company invested in newly issued ordinary shares of 35.20% (NTD 618,915,115) of the total issued and paid-in shares of Amita Technologies Inc. ("Amita"). Amita has been established under the law of Republic of China (Taiwan) and listed in Emerging Stock Market (ESM) of Taipei Stock Exchange and operates battery business
5. The Company submitted the application requesting the SET to instruct the trading of its ordinary shares on the Stock Exchange of Thailand (SET) (move from MAI to SET). SET allowed and instructed the trading of EA 3,737,000 ordinary shares to be traded on the SET under Resources Group in Energy & Utilities Sector using the trading name "EA" commencing from 6 January 2017 onwards.

2.3 Development in respect of Biodiesel business

Year
2012

The Company was certified according to the standard of Roundtable on Sustainable Palm Oil : (RSPO) from by PT.TÜV NORD INDONESIA. The purpose of RSPO is to support sustainable production of palm oil which covers management and legal proceeding, economic, environmental impact as well as social interest under international standard of RSPO.

The Company received ISO 9001 : 2008 (Quality Management Systems) from URS Thailand (United Registrar of Systems (Thailand) Ltd.) (License No. 53866/A/0001/UK/En which is the international standard that concentrate on quality and efficiently of operations of organization

Year
2013

1. The Company increased production capacity by expanding distillation column of pure glycerin to 80 ton/day to enhance higher yield, building more distillation column of pure methanol to separate methanol from B100 biodiesel including distillation column of pure methanol (purity of 99.95%) in order to reuse by-product methanol. After system testing, the production was operated in the second quarter of the year.

2. The Company improved production process of B100 biodiesel for greater performance by adding primary reaction tank, expanding methanol distillation column which is produced from B100 biodiesel

(production capacity of 800,000 liter/day) to support directly B100 biodiesel production at 800,000 liter/day including adding more resin tanks to the final cleaning process (dry wash). All those improvements enhanced the overall production process of B100 biodiesel at 800,000 liter/day to be smooth.

3. The Company received Kosher certification by Thai Kashrut Services Ltd. , a company providing international certification with objective to clarify the quality and source of raw materials, production process, utility usage, use of chemical substances, including transportation to be in line with Kosher's regulations.

Year
2014

1. The Company has changed the company to certify RSPO from PT.TÜV NORD INDONESIA to be TÜV NORD INTEGRA bvba, however all purpose and standard are the same, i.e. to support sustainable production of palm oil which covers management and legal proceeding, economic, environmental impact as well as social interest under international standard of RSPO.

2. The Company started operating production of Glycerolysis which changed PFAD from refinery palm oil process into crude palm oil (CPO).

Year
2015

The Company improved production process of Gly-Trans which changed PFAD from refinery palm oil process into Refinery palm oil (RBD).

The production was started in the fourth quarter of 2014.



1. The Company distributed the biodiesel product (B100/MB) which has been certified according to RSPO standard and reported the results of operations via RSPO e Trance system. The distribution was commenced on 2nd quarter of the year 2016

(Environmental & Occupational Health and Safety Management System) for which it is expected to complete all required standard within the first quarter of the year 2017

2. The Company is under procedure in order to qualify according to the standard of Environmental Management System (EMS) and Occupational Health & Safety (OH&S) ISO 14001 : 2005 & OHSAS 18001 : 2007

3. The Company still maintain the management system according the RSPO standard

4. The Company started selling biodiesel B100 to Shell Thailand Co., Ltd (Shell)

2.4 Development of solar power plant business



1. A subsidiary, i.e. EA Solar Nakhornsawan Co.,Ltd. (ESN) obtained the promotional privileges from the Board of Investment (BOI) for the project of 90-MW solar power plant at Nakhornwan under Section 7.1 : Public utilities and basic services . The key privilege according the Investment Promotion Act,B.E. 2520 is such as the exemption of corporate income tax for net profit for 8 years, from the first date of generate income. And after 8 years,

the exemption of corporate income tax will be reduced to 50% for another 5 years

2. The Company entered into the Power Purchase Agreement (PPA) with the Electricity Authority of Thailand (EGAT) to distribute all electricity generated from the 90 MW solar power plant in Phisanulok to EGAT.



1. The Company entered into the Power Purchase Agreement (PPA) with the Electricity Authority of Thailand (EGAT) for solar power plant at Nakhornsawan and later the Company transferred all duty and rights of PPA to its subsidiary – EA Solar Nakhornsawan Co.,Ltd.

corporate income tax for net profit for 8 years, from the first date of generate income. And after 8 years, the exemption of corporate income tax will be reduced to 50% for another 5 years

2. The Company obtained the promotional privileges from the Board of Investment (BOI) for the project of 90-MW solar power plant at Lampang under Section 7.1 : Public utilities and basic services. The key The key privilege according the Investment Promotion Act,B.E. 2520 is such as the exemption of

3. The 90-MW solar power plant at Nakhornsawan commenced the commercial operation to EGAT on 23 December 2013 and revenue was recognized in the same day onwards.



1. The Company entered into addendum of the Power Purchase Agreement (PPA) with the Electricity Generating Authority of Thailand (EGAT) for solar power plant at Lampang to transfer all duty and right to its subsidiary – EA Solar Lampang Co.,Ltd.

2. The company transferred all BOI privileges in respect of the 90-MW solar power plant at Lampang to its subsidiary – EA Solar Lampang Co.,Ltd. The privileges are as per terms and conditions of BOI Promotion certificate No. 2632(1) /2556



1. The 90-MW solar power plant at Lampang commenced the commercial operation to EGAT on 17 February 2015

2. The Company entered into the Addendum of Power Purchase Agreement (PPA) for solar power plant project at Phisanulok with EGAT in order to transfer all duty and right to its subsidiary – EA Solar Phisanulok Co.,Ltd.

3. A subsidiary – EA Solar Phisanulok Co.,Ltd. obtained the promotional privileges from the Board of Investment (BOI) for 90-MW solar power plant at Phisanulok under Section 7.1 : Public utilities and basic services. The key privilege according the Investment Promotion Act,B.E. 2520 is such as the exemption of corporate income tax for net profit for 8 years, from the first date of generate income. And after 8 years, the

exemption of corporate income tax will be reduced to 50% for another 5 years

4. A subsidiary – EA Solar Nakhornsawan Co.,Ltd. was qualified according to the standard of Environmental Management System from URS Thailand (United Registrar of Systems (Thailand) Ltd.) as follows:

- Quality Management system ISO 9001 : 2008 (License No. 70995/A/0001/UK/En) is the international standard to that concentrate on quality and efficiently of operations of organization
- Environmental Management System ISO 14001 : 2004 (Licenses No. 70995/B/0001/UK/En) concentrate in environment management and reduce waste and energy and comply with legal requirements to enable develop the organization in parallel with environment protection.



1. A subsidiary – EA Solar Co.,Ltd. was qualified according to the standard of Environmental Management System and Quality Management from URS Thailand (United Registrar of Systems (Thailand) Ltd.) as follows:

- Quality Management system ISO 9001 : 2008 (License No. 73337/B/0001/UK/En) is the international standard to that concentrate on quality and efficiently of operations of organization

- Environmental Management System ISO 14001 : 2004 (Licenses No. 73337/A/0001/UK/En) is Environmental Management System according to the international standard to enhance the development of organization and be accepted in both of social and commercial

2. A 90-MW solar power plant at Phisanulok commenced the commercial operations to EGAT on 1 April 2016 and revenue was recognized in the same day onwards

2.5 Development of wind power plant business



The company entered into the Power Purchase Agreement (PPA) with Electricity Generating Authority of Thailand (EGAT)

to distribute all generated electricity units from Hadkanghan 1- 3 projects (aggregate capacity = 126 MW) to EGAT



1. A subsidiary – EA Wind Hadkanghan 3 Co.,Ltd. obtained the promotional privileges from the Board of Investment (BOI) for 3 wind power plant projects at Songkla, Nakhonsithammarat as details bellows:

- Wind power plant project (Hadkanghan 1) capacity 36 MW
- Wind power plant project (Hadkanghan 2) capacity 45 MW
- Wind power plant project (Hadkanghan 3) capacity 45 MW

All above projects are under BOI promotion privileges Section 7.1 : Section 7.1 : Public utilities and basic services. The key privilege according the Investment Promotion Act, B.E. 2520 is such as the exemption of corporate income tax for net profit for 8 years from the first date of generate income. And after 8 years, the exemption of corporate income tax will be reduced to 50% for another 5 years

2. The Company obtained the promotional privileges from the Board of Investment (BOI) for 5 wind power plant projects at Chiyaphum as details bellows :

- Wind power plant project (Hanuman 1) capacity 45 MW
- Wind power plant project (Hanuman 5) capacity 48 MW

- Wind power plant project (Hanuman 8) capacity 45 MW
- Wind power plant project (Hanuman 9) capacity 42 MW
- Wind power plant project (Hanuman 10) capacity 48 MW

All above projects are under BOI promotion privileges Section 7.1 : Section 7.1 : Public utilities and basic services. The key privilege according the Investment Promotion Act, B.E. 2520 amended (No.3) is such as the exemption of corporate income tax for net profit for 8 years from the first date of generate income. And after 8 years, the exemption of corporate income tax will be reduced to 50% for another 5 years

3. The Company entered into the Addendum of Power Purchase Agreement (PPA) with the Electricity Generating Authority of Thailand (EGAT) for wind power plant project (Hadkanghan 1-3) in order to transfer all duty and right to its subsidiary - EA Wind Hadkanghan 3 Co.,Ltd.

4. The Company entered into PPA to sell all electricity units generated from Hanuman1,5,8,9,10 projects (aggregate capacity = 260 MW) with EGAT



Started construction wind power projects – project – Hanuman 1,5,8,9, 10
Hadkanghan 1-3 projects and wind power



The Company received the award “Popular awards year 2013” as the 1st year from the Market for Alternative Investment (mai) held

by Kaohoo business newspaper and the Stock Exchange of Thailand

2.6 Other development



1. The Company received the award “Popular awards year 2014” as the 2nd year from the Market for Alternative Investment (mai) held by Kaohoo business newspaper, the Stock Exchange of Thailand, University of the Thai Chamber of Commerce and Asset Pro Management Co.,Ltd.

2. Voting result during the year 2014 from the magazine – The European, EA was selected as “Renewable Energy Company of

the Year – Asia” and Chief Executive Office – Mr. Somphote Ahunai was selected as “Energy CEO of the Year – Asia”

3. IAA Awards for Listed Companies 2014 announced the excellent management capability and accurate information disclosure of 2 executive management of the Company as follows:Mr. Somphote Ahunai as the Best CEO in mai,Mr. Amorn Saphawee kul as the Best CFO in mai



1. The company received award “Money & Banking Awards 2015” in mai held by Money & Banking Magazine

2. The Company received award “Popular awards year 2015” (MAI) as the 3rd year held by Kaohoon business newspaper, the Stock Exchange of Thailand and the Market for Alternative Investment



1. The Company received award “Thailand Top Company Awards 2016 Fast-growing Company Award” as successful company with the excellent performance in fast-growing held by University of Thai Chamber of Commerce (Business Administration faculty) and the Business magazine

2. The Company received “Popular Award – mai” as the fourth consecutive year held by Kaohoon business newspaper, the Stock Exchange of Thailand and the Market Alternative Investment (mai)

3. The Company received MONEY & BANKING AWARDS 2016 – “The Best list company in mai for the year 2016” as the second consecutive year held by Money & Banking magazine

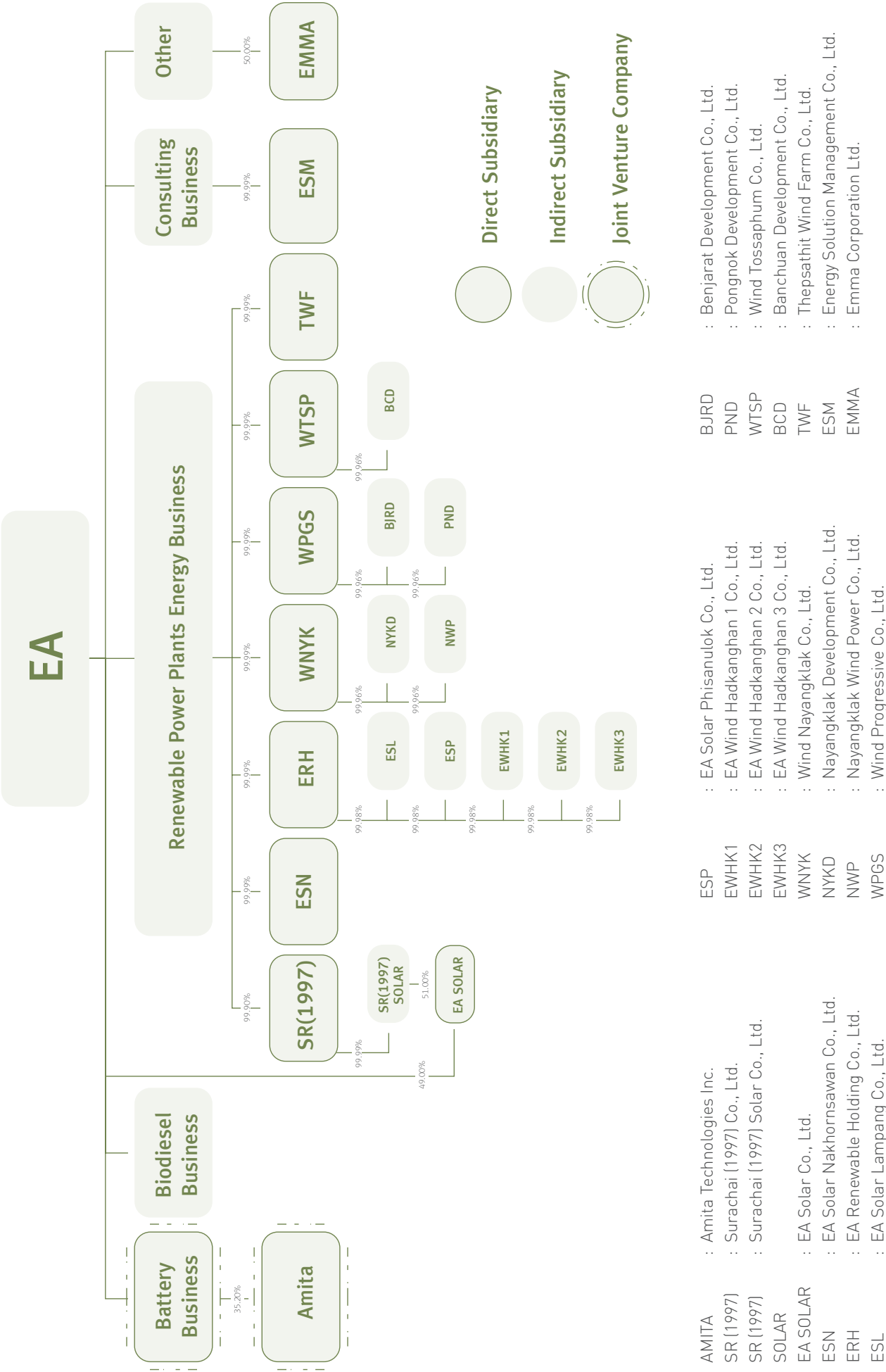
4. The Company received “THE BISS 2016 World Business leader” and Mr. Somphote Ahunai – Chief Executive Officer received

award “THE BIZZ 2016 World leader Businessperson” as the leader in innovation and working system to enhance the successful of the company. The awards was held by World Confederation of Business

5) The Company received awarded “Outstanding Investor Relations Awards” and “Best Investor Relations Awards” at the SET Awards 2016 held by the Stock Exchange of Thailand and the Financial Bank Journal.

6) The “APEA 2016” award. Mr. Amorn Saphawee kul - Director and Deputy CEO of the Company received the award “The Asia Pacific Entrepreneurship Awards - Most Promising Category” from Enterprise Asia. The award given to the executive who has vision, and ability to lead the Company to achieve goals. Enterprise Asia is a regional non-governmental organization (NGO) that can connect to the leader of enterprise in Asia Pacific

EA Group Structure



Nature of business

The Company’s business lines are categorized as following.

Production and distribution of biodiesel

comprises of B100 biodiesel, high speed diesel, purified glycerin and by-products from the said productions. The Company has been granted a license of Oil Trader pursuant to Section 7 of the Fuel Trade B.E. 2543 (trader who has trade volume of each type of fuel or in all types altogether per year equal/over 100,000 metric tons or exceeding 120 million liters) For high speed diesel, due to the impact from fluctuation of crude oil price, the Company is slow down marketing activity

Renewable Energy Power Plant

The Company expand to operate 4 solar power plants with aggregate capacity of 278 megawatts, 8 wind power plant projects with aggregate capacity of 386 megawatts (the projects are in pipeline as of 31 December 2016).

Battery Business

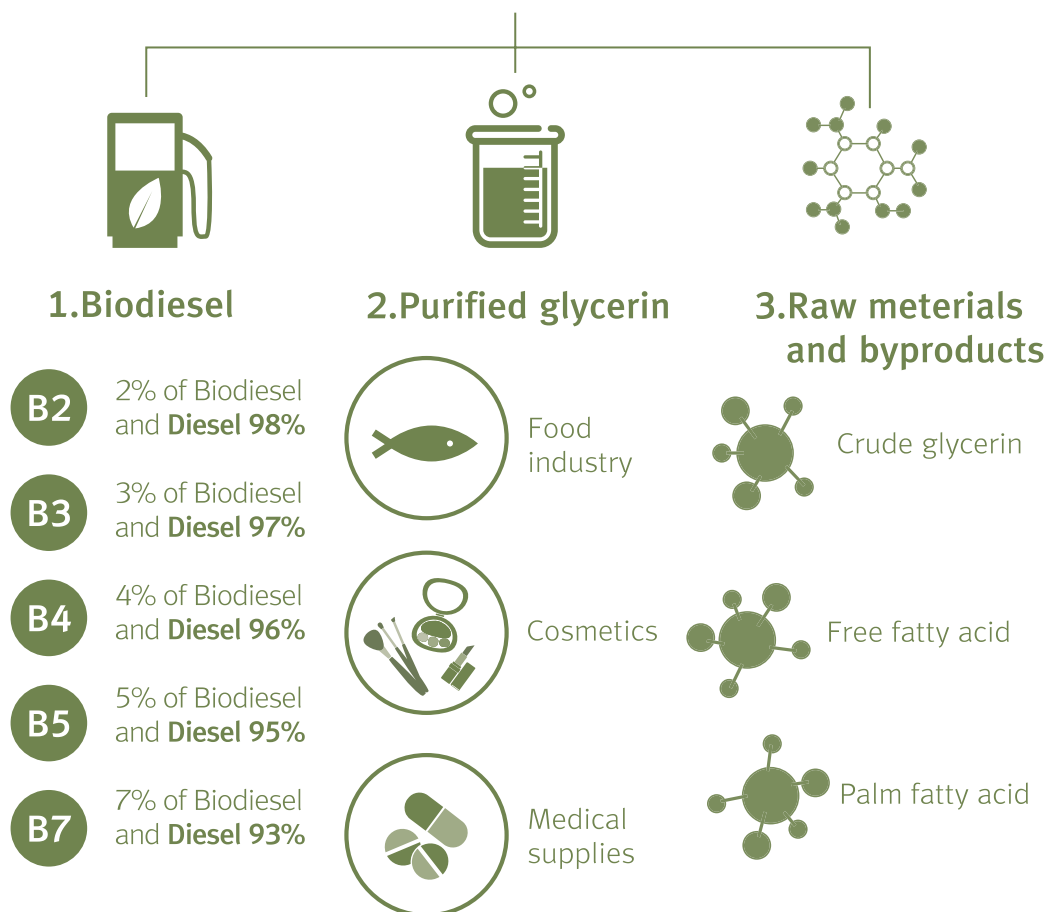
On the 7 December 2016, the Company invested in newly issued ordinary shares of 35.20% of the total issued and paid-in shares of Amita Technologies Inc. (“Amita”). Amita has been established under the law of Republic of China (Taiwan) and listed in Emerging Stock Market (ESM) of Taipei Stock Exchange, engaging in the business of developing and manufacturing lithium-ion polymer battery. The production capacity is approximately 80 MW/year. This investment is for business expansion and enhance competitiveness of the Company, as well as to comply with the Company’s environmentally friendly business operation policy

Structure of income

Type of income	Year 2016		Year 2015		Year 2014	
	Revenue	%	Revenue	%	Revenue	%
	(Million Baht)		(Million Baht)		(Million Baht)	
Biodiesel						
1. Biodiesel oil	4,721.13	45.22	5,005.34	54.33	4,990.94	65.66
2. Purified glycerin	169.49	1.62	220.31	2.39	231.18	3.04
3. Raw materials and byproducts	11.32	0.11	16.06	0.17	173.99	2.29
Renewable Energy Power Plant						
4. Solar Power Plant	1,786.31	17.11	1,360.39	14.77	781.31	10.28
5. Adder payment	3,704.14	35.49	2,595.25	28.18	1,405.51	18.49
Total income from sales	10,392.39	99.55	9,197.35	99.84	7,582.93	99.76
6. Other income	46.86	0.45	14.82	0.16	18.34	0.24
Total income	10,439.25	100.00	9,212.17	100.00	7,601.27	100.00



Biodiesel Business



1 Biodiesel business

1.1 Nature of product

1. Biodiesel (B100)

B100 Biodiesel is a liquid fuel made from vegetable oil and animal fat, such as crude palm oil, refined bleached deodorised palm oil, stearine engaging in a chemical reaction called transesterification process in triglyceride by combining with alcohol such as methanol to generate ester substance. Ester substance has a similar property to diesel fuel that can directly be substituted for diesel fuel which can be called B100 biodiesel. The B100 biodiesel refers to a fuel which contains only biodiesel used as diesel.

High Speed Diesel

High speed diesel (B2, B3, B4, B5) is a B100 biodiesel mixed with diesel oil at different portion i.e.

- B2 high speed diesel is made from High Speed diesel with portion of B100 biodiesel at 2 and 98% respectively. The properties are similar to High Speed diesel and improve performance of engine.
- B3 high speed diesel is made from high Speed diesel with portion of B100 biodiesel at 3 and 97% respectively. The properties is similar to high Speed diesel, enhance complete combustion, easy starting, less carbon and extending lifespan, improve acceleration and is compatible with regular diesel engines.
- B4 high speed diesel is made from high speed diesel with portion of B100 biodiesel and diesel oil at 4 and 96% respectively. The properties is similar to normal high speed diesel.
- B5 high speed diesel is made from high speed diesel with portion of B100 biodiesel and diesel oil at 5 and 95% respectively. The properties are similar to normal

high speed diesel. B5 enhances ignition performance, complete combustion, eliminating smoke exhausts, adding well driving response, stable acceleration in normal driving conditions as well as whileuphill and downhill ride plus energy savings High speed diesel fuel is typically used with high speed diesel engines with performance up to 1,000 rpm or more i.e. diesel engine cars, small trucks, big trucks, tractors, fishing boats, passenger boats, generators in vessels etc.

2. Purified glycerin

Purified glycerin has characteristic of liquid, transparent, colorless, scentless, sweet taste, well-soluble in alcohol and water but not in fats. Since glycerin has various chemical properties, it can be used as a substrate to synthesize with other chemical substances. It is widely used in food, medicin, cosmetics, and soap industries. Purified glycerin is made by refining raw glycerin from biodiesel production process through glycerin refining process. Purified glycerin is one of the Company's products using as an ingredient in many types of products such as cosmetic, medicine and consumer daily products such as toothpaste, etc.

3. Byproducts

In addition to the main 3 products, the Company has income from byproducts from biodiesel production i.e. crude glycerin and free fatty acid (FFA).

The Company's main business is not distribution of raw materials, however, the distribution of palm oil which is considered as a raw material, in the previous was conducted for the purpose of helping manufacturers whom encountering shortage of raw materials. Now, the Company has stopped selling such raw materials as well as FFA as the production process has been developed to use FFA in biodiesel production.

The Company received promotional privelege from the BOI under the Investment Promotion Act B.E. 2520 the details as following:

Type of promotion	Promotion Card No.	Capacity per year	Date of approval
1. Pure glycerin production	1657(2)/2551	24,000 ton/year	12 May 2008
	2037(2)/2554 ¹⁾	124,800 ton/year	11 July 2011
2. Biodiesel production	2182(9)/2551	240 million liter/year	27 October 2008
3. Refined Bleached Deodorized Palm Oil production	1889(2)/2554	158,075 ton/year	23 May 2011

Remark ¹⁾having the same right as production of purified glycerin as per promotion card no. 1657(2)/2551

Incentives of promotional privilege are:

Biodiesel production

- 1) Exemption of import duties on machinery
- 2) 8-year corporate income tax exemption without being subject to a corporate income tax exemption cap, from the date of having income
- 3) Exemption in dividend received without being subject to income tax until the promoted period ends.
- 4) 5-year corporate income tax exemption, accounting for 50% of investment, from the expiration as per article 2.
- 5) Double deduction for transportation, electricity and water costs for 10 years from the date of first revenue derived from the promoted activity
- 6) Deduction from net profit of 25 percent of the project's infrastructure installation or construction costs shall be granted in addition to normal depreciation.

Purified glycerin production

- 1) Exemption of import duties on machinery as approved by the Board of Investment
- 2) 75% reduction of import duties for raw or essential materials for 1-year from the date of first import
- 3) 8-year corporate income tax exemption, accounting for 100% of investment, excluding cost of land and working capital from the date of first revenue derived from the promoted activity
- 4) Exemption in dividend received without being subject to income tax until the promoted period ends.
- 5) 5-year corporate income tax exemption, accounting for 50% of investment, from the expiration as per article 3
- 6) Double deduction for transportation, electricity and water costs for 10 years from the date of first revenue derived from the promoted activity
- 7) Deduction from net profit of 25 percent of the project's infrastructure installation or construction costs shall be granted in addition to normal depreciation.
- 8) Exemption of import duties on raw material and essential material from abroad in order to produce the production for exporting for the period 5 years from first import
- 9) 5-year exemption of import duties for raw or essential materials from the date of first import

Refined Bleached Deodorized Palm Oil production

- 1) Exemption of import duties on machinery.
- 2) 8-year corporate income tax exemption, accounting for 100% of investment, excluding cost of land and working capital from the date of first revenue derived from the promoted activity.
- 3) Exemption in dividend received without being subject to income tax until the promoted period ends.
- 4) 5-year corporate income tax exemption, accounting for 50% of investment, from the expiration as per (2).
- 5) Double deduction for transportation, electricity and

water costs for 10 years from the date of first revenue derived from the promoted activity.

- 6) Deduction from net profit of 25 percent of the project's infrastructure installation or construction costs shall be granted in addition to normal depreciation.

The Company obtained ISO 9001 : 2008 (Quality Management Systems) and becomes the second company in Thailand that receives Roundtable on Sustainable Palm Oil : RSPO. The main purpose of RSPO Certification is to support sustainable production of palm oil which covers management and legal proceeding, economic possibility, environmental impact as well as social interest under international standard of RSPO.

Advantages of criteria and principles of RSPO are:

- To emphasize the importance of sustainability in terms of economic, society and environment management
- To increase quantity and quality of palm oil
- To protect basic rights of the land owners, labors and the local.
- To create opportunity for production competition

1.2 Marketing and competition

• Marketing strategy

1. Product strategy

The Company is manufacturer and distributor the quality of B100 biodiesel meets quality standards as announced by the Department of Energy Business, the Ministry of Energy. The Company concentrates on continual development production technology as well as research and development (R&D) in order to seek for new material with lower price for production of quality biodiesel. All these comprises to creation of competitive performance and adding value to the products in the long term.

Raw materials are examined by collecting sample from all production tanks for quality control where any materials which is not in line with our standard will re-process. All products stored in the ready-made product tanks must pass quality control. The Company also created labs to perform quality testing by random selecting products to ensure the product quality.

2. Pricing strategy

The product prices are stipulated by types of products as follows:

1) Biodiesel (B100)

The price of B100 biodiesel is based on the price announced by the Energy Policy and Planning Office (announced price) on weekly basis, and is also depended on the demand and supply of the particular period of time where the Company has no control over the number. However, the Company set the selling

price of biodiesel at the rate higher than the announced price, deduct with discount which is varied depending on a particular period of time. The Company will offer the selling price which is lower than the announced price to huge customers whose sale contract made with the Company shall come into expiration soon, in order to support customer's decision for contract renewal. However, any selling price cannot be made at lower rate than the announced price without approval from the meeting of the Executive Committee

2) Purified glycerin

The selling price of purified glycerin is based on the ICIS pricing-a standard price for chemical supplies and energy in the world market. The Company has set the policy of selling price of purified glycerin at the rate not lower than ICIS price, deducted by the discount as stipulated by the Company. However, any selling price cannot be made at lower rate than the announced price without approval from the board of management.

3) Byproducts

Byproducts from the biodiesel production is crude glycerin for which the Company set policy to sell byproducts in market price

3. Strategy of sale channel (place)

The Company distributes its biodiesel products directly to major oil distributors through sales and marketing department. Furthermore, the Company may offer more discount to the particular major customers to increase quantity of the products sold and subsequently the cost of production is also reduced (Economies of scale). The customers of purified glycerin are companies that using glycerin as a raw material in their production process or the distributors of chemical supplies, consumer goods etc. Since 2011, the Company has expended its sale channel and customer base for purified glycerin by focusing more on oversea customers i.e. India, Pakistan, Bangladesh.

4. Marketing strategy (Promotion)

The Company concentrates on maintaining product quality to meet standard requirement as well as relationship with existing customers while seeking new customers to expand its customer base.

In regard to service, the Company and customers plan together about the details of transport and deliver i.e. product quantity, date and time of deliver to ensure that our service is performed to meet customers' requirement. In addition, being punctual with services, supports workflow of our internal production and procurement.

Target groups

Target groups of the Company are divided by product types as follows:

1) Biodiesel (B100)

Our main customers are fuel traders as per Section 7 and Section 10 of which mostly are the major oil distributors of Thailand. More than 99% of the biodiesel sale volumes are from these major oil distributors. Most of the sale contracts made with the big customers are for a period of 3-6 months, maximum period is 1 year.

2) Purified glycerin

Purified glycerin can be divided into different grades based on the purity level. The Company produces glycerin at the purity level of 99.50% which is categorized in Industrial Grade applicable for factories where glycerin is used as a raw material (the purity of more than 99.50% is categorized in Pharmaceutical Grade). The target groups are producer and distributors of chemical supplies from both within the country and oversea such as India where glycerin is used as a raw material.

3) Byproducts

Client of the Company are manufacturers and distributors of chemical supplies both inside the country and oversea.

Industry Competition

As of November 2016, Department of Energy Business, Ministry of Energy announced list of approved manufacturer – Fatty acid methyl ester for distribution or stock the biodiesel for sale

Company	Capacity (Liter/day)	Date of Approval	Expiry date of License
New Biodiesel Co., Ltd.	1,000,000	20 Jun B.E. 2557	31 Jul B.E. 2560
Absolute Power P Co., Ltd.	300,000	29 Sep B.E. 2557	25 Sep B.E. 2560
Bio Energy Plus Two Co., Ltd.	200,000	3 Aug B.E. 2558	2 Aug B.E. 2561
Bio Synergy Co.,Ltd	30,000	25 Sep B.E.2558	24 Sep B.E. 2561
Bangchak Biofuel Co., Ltd.	810,000	19 Dec B.E.2558	18 Dec B.E. 2561
Global Green Chemicals Plc.	1,028,600	14 Nov B.E. 2559	17 Feb B.E. 2561
Bangchak Petroleum Plc.	50,000	1 Jun B.E. 2559	6 Jun B.E. 2562
Energy Absolute Plc.	800,000	27 May B.E. 2559	6 Jun B.E. 2562
Patum Vegetable Oil Co., Ltd.	1,400,000	1 Jun B.E. 2559	6 Jun B.E. 2562
GI Green Power Co., Ltd.	200,000	6 Jun B.E. 2559	14 Jun B.E. 2562
AI Energy Plc	500,000	6 Jun B.E. 2559	14 Jun B.E. 2562
Verasuwan Co., Ltd.	200,000	1 Jun B.E. 2559	14 Jun B.E. 2562

Reference : <http://www.doeb.go.th/info/data/dataoil/SaleB100.pdf>

1.3 Procurement of material / products

The Company realizes the important of procurement of raw material for production of biodiesel (B100) as a part of continual development in production process which currently provide biodiesel 800,000 liter/day and glycerin 80 ton/day. The Board of Directors' meeting no. 2/2012 held on 30 March 2012 passed a resolution to appoint the procurement committee which comprises of representative from production, purchase and sale department under supervision of the Executive Committee. The procurement committee is appointed to enhance efficiency of procurement plan to be in line with market situation by information provided from the production department as a supplementary factor. Th Company believes that proper procurement plan enables effective competitiveness in long term. The procurement criteria of the Company are as follows:

1. Crude palm oil (CPO), stearine and refined bleached deodorized palm oil (RBD)

The crude palm oil, stearine and RBD are main raw materials used in production of biodiesel. These materials are supplied to the Company directly by regular suppliers. The Company chooses suppliers

from different regions i.e. south, east, central in order to prevent risk of insufficient supplies. At present, the domestic producers of crude palm oil comprises of more than 100 palm pressing factories. We carefully selected more than 30 suppliers for procurement procedure and have never experience any significant issues. Furthermore, the Company carries on development of production process to enlarge scope of available raw materials to be used as a feedstock to biodiesel production. For instance, palm fatty acid distillate (PFAD) and free fatty acid (FFA) are used as a raw material in production of biodiesel in order to reduce risk of insufficient supplies as a result of price fluctuation.

Nevertheless, the procurement criteria as prescribed above is based on reservation quantity as regulated in Section 7, advanced sale plan, risk of cost of raw materials, situation in the market as well as price announcement from the Energy Policy and Planning Office.

2. Methanol

Methanol is a substance input in transesterification process of which the Company procures from domestic suppliers.

3. Catalyst

Catalyst is a substance used in biodiesel production process which consists of Sodium Methylate to catalyze the reaction in transesterification. The catalyst is supplied by domestic producers and distributors.

4. Activated Carbon

Activated Carbon is used to decolorization of glycerin, supplied by domestic chemical supplies distributors.

Production capacity and Management

The production capacity during the year 2014 – 2016 are categorized by type of product which received promotional privilege from the Board of Investment (BOI) and in part

which does not under BOI privilege. The details are as follows:

Biodiesel	Year 2016			Year 2015			Year 2014		
	Non BOI	BOI	Total	Non BOI	BOI	Total	Non BOI	BOI	Total
Designed Capacity (A)									
: Biodiel (Liter/day)	-	800,000	800,000	-	800,000	800,000	-	800,000	800,000
: Purified Glycerin (Ton/day)	-	80	80	-	80	80	-	80	80
Production quantity									
: Biodiel (Liter/day)	-	417,571	417,571	-	524,714	524,714	-	482,313	482,313
: Purified Glycerin (Ton/day)	-	35	35	-	41.52	41.52	-	34.73	34.73
Capacity Ratio									
: Biodiel (%)	-	52.20	52.20	-	65.59	65.59	-	60.29	60.29
: Purified Glycerin (%)	-	44.33	44.33	-	51.90	51.90	-	43.41	43.41

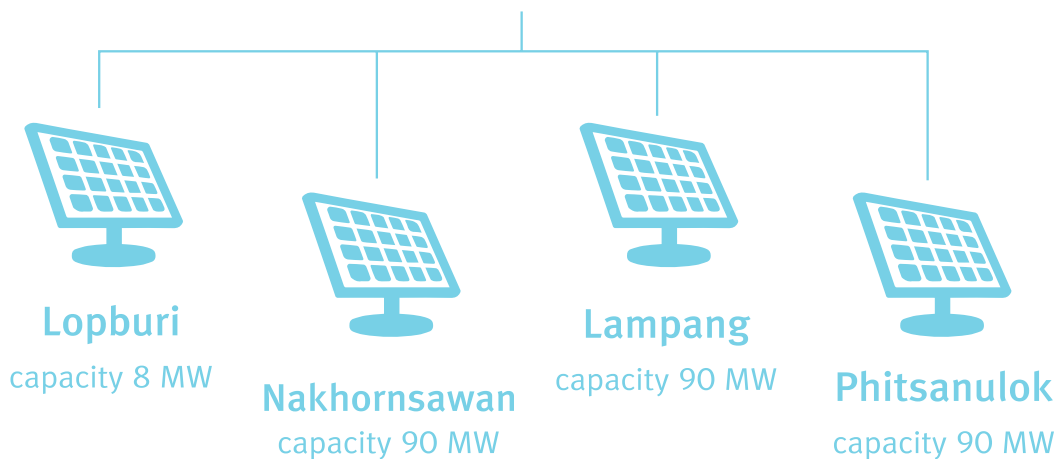
Remark : The rate is calculated from an hour of full capacity

● Undelivery work

-Nil-



Solar Power Plant



Total Production Capacity

278 MW

2 Renewable Energy Power Plant Business

The Company group generate and distribute the electricity from renewable energy for state authorities ie. Provincial Electricity Authority (PEA) and Electricity Authority of Thailand (EGAT).

Solar Power Plant

The Company group generates and distributes the electricity from solar power. There are 4 power plants which already commercial operations (COD) with the aggregate capacity of 278 megawatts. The details are summarized as follows:

Projects	Production Capacity	Status/procedure
(1) Solar Power Plant at Lopburi	8 megawatts	COD on 17 October 2012
(2) Solar Power Plant at Nakhonsawan	90 megawatts	COD on 23 December 2013
(3) Solar Power Plant at Lampang	90 megawatts	COD on 17 February 2015
(4) Solar Power Plant at Phisanulok	90 megawatts	COD on 1 April 2016
Aggregate Capacity	278 megawatts	

1) 8-MW Solar Power plant at Lopburi province

- Being the first solar power plant, of the Company, categorized as a very small power producer, and is under operation of EA Solar Co., Ltd., a subsidiary of the Company .The power plant is located at located at No. 188 Village No. 3, Koktoom-Pasak River Road (Highway no.3333) Km.21, Pattananikhom Sub-District, Pattananikhom District, Lopburi Province, with an area of approximately 315 rais.
- EA Solar Co., Ltd. entered into Power Purchase Agreement (PPA) with the PEA. The contract period is 5 years and will be automatically renewed upon expiration for another 5 year unless the PPA is terminated.
- The COD is on 17 October 2012
- Adder for VSPP-renewable energy is in the rate of Baht 8 /kw-hr for a period of 10 years from COD.
- Under BOI privilege for 8-year corporate income tax exemption, thereafter 50% reduction of corporate income tax for the next 5 years.

2) 90-MW Solar Power plant at Nakhonsawan province

- The 90-MW solar power plant at Nakhonsawan is operated by a subsidiary – EA Solar Nakhonsawan Co., Ltd. which is categorized as Small Power Producer : SPP. The solar power plant is located at No. 747 Moo1, Huawai Sub-District, Taklee District, Nakhonsawan Province, with an area of approximately 1,870 rais.

- EA Solar Nakhonsawan Co., Ltd. entered into Power Purchase Agreement (PPA) with EGAT. The PPA is valid for 5 years with conditions to extend the period of contract for 5 years of each time extension upon the party send notice not less than 30 days prior to the expiry date of PPA
- The COD is on 23 December 2013
- Adder for SPP – renewable energy is in the rate Baht 6.50/kw-hr for a period of 10 years from COD
- Under BOI privilege for 8-year corporate income tax exemption, thereafter 50% reduction of corporate income tax for the next 5 years.

3) 90-MW Solar Power plant at Lampang province

- The 90-MW solar power plant at Lampang is operated by subsidiary – EA Solar Lampang Co.,Ltd. which is categorized as Small Power Producer : SPP. The solar power plant is located at No. 333 Moo 1 Banouam Sub-District , Muang Lampang District, and Nonglom Sub-District, Hangchai District, Lampang Province, with an area of approximately 2,477 rai
- EA Solar Lampang Co.,Ltd. entered into Power Purchase Agreement (PPA) with EGAT. The PPA is valid for 5 years with conditions to extend the period of contract for 5 years of each time extension upon the party send notice not less than 30 days prior to the expiry date of PPA
- The COD is on 17 February 2015
- Adder for SPP – renewable energy is in the rate

Baht 6.50/kw/hr for a period of 10 years from COD

- Under BOI privilege for 8-year corporate income tax exemption, thereafter 50% reduction of corporate income tax for 5 years.

4) 90-MW solar power plant at Phitsanulok province

- The 90-MW solar power plant at Phitsanulok is operated by subsidiary – EA Solar Phisanulok Co.,Ltd. which is catergozied as Small Power Producer : SPP. The solar power plant is located at No.88 Moo11, Matong Sub-District, Prompiram District, Pitsanulok Province, with an area of approximately 2,343 rais

- EA Solar Phisanulok Co.,Ltd. entered into Power Purchase Agreement (PPA) with EGAT. The PPA is valid for 5 years with conditions to extend the period of contract for 5 years of each time extension upon the party send notice not less than 30 days prior to the expiry date of PPA
- The COD is on 1 April 2016
- Adder for SPP – renewable energy is in the rate Baht 6.50/kw/hr for a period of 10 years from COD
- Under BOI privilege for 8-year corporate income tax exemption, thereafter 50% reduction of corporate income tax for 5 years.

The privileges granted by the Board of Investment (BOI)

Type of promotion	Promotion Card No.	Capacity per year	Date of approval
1. Solar Power Plant	2467(1)/2554	8 megawatts	17 November 2011
2. Solar Power Plant	1251(1)/2556	90 megawatts	25 May 2013
3. Solar Power Plant	2076(1)/ .2557	90 megawatts	3 September 2014
4. Solar Power Plant	58-2034-0-00-2-0	90 megawatts	10 July 2015

The privileges granted by BOI under Solar Power Plant Section 7.1 : Public Unitlities and basic services granted by are as follows:

- 1) Exemption of import duties on machinery.
- 2) 8-year corporate income tax exemption, accounting for 100% of investment, excluding cost of land and working capital from the date of first revenue derived from the promoted activity.
- 3) Exemption in dividend recieved without being subject to income tax until the promoted period ends...
- 4) 5-year corporate income tax exemption, accounting for 50% of investment, from the expiration as per (2)
- 5) Double deduction for transportation, electricity and water costs for 10 years from the date of first revenue derived from the promoted activity.
- 6) Deduction from net profit of 25 percent of the project's infrastructure installation or construction costs shall be granted in addition to normal depreciation.

Wind Power Plant

The Company has project plans of wind power production total 8 projects, capacity of 386 megawatts which comprises of the followings:

1) 3 wind power plant projects with the agregate capacity of 126 megawatts (Hadjkanghan 1-3 projects : “the Project”) in Songkhala and Nakhonsithammarat

- The Projects are operated by a subsidiary - EA Wind Hadkanghan 3 Co., Ltd.(EWHK3) The projects are located at Hua-Sai Sub-District, Hua-Sai District, Nakornsithammarat Province, Ranot District, Sonkla Province and categorized as Small Power Producer : SPP
- EWHK3 entered into PPA with EGAT. The PPA is valid for 5 years with conditions to extend the period of contract for 5 years of each time extension upon the party send notice not less than 30 days prior to the expiry date of PPA
- Adder is in the rate Baht 3.50/kw/hr for a period of 10 years from COD
- Under BOI privilege for 8-year corporate income tax exemption, thereafter 50% reduction of corporate income tax for 5 years.
- The Project is expected to operate around during the first quter of year 2017 (as per info. end of the year 2016)

Project	Capacity	Location	Status	Scheduled Commercial Operation Date (SCOD) ^{/1}
Hadkanghan1	36 megawatts	Ranode District, Songkhla Province	Signed a Power Purchase Agreement (PPA)	28 Nove 2016
Hadkanghan 2	45 megawatts	Husai District, Nakhonsithammarat Province	Signed a Power Purchase Agreement (PPA)	30 Nove 2016
Hadkanghan 3	45 megawatts	Pakphanang District, Nakhonsithammarat Province	Signed a Power Purchase Agreement (PPA)	29 Nov 2016
Total	126 megawatts			

Remark : SCOD (Scheduled Commercial Operation Date) is the due date for releasing electricity to power system as stated in the PPA.

2) 5 wind power plant project with aggregate capacity of 260 megawatts (Hanuman 1,5,8,9,10 project : “the Project”) in Chaiphum

- The Projects are operated by 5 indirect subsidiaries. The projects are located at Thebsathit District, Nong Bua Rawe District and Bamnet Narong District, Chaiphum Province and categorized as Small Power Producer : SPP
- indirect subsidiaries entered into PPA with EGAT. The PPA is valid for 5 years with conditions to extend the period of contract for 5 years of each time extension upon the party send notice not

less than 30 days prior to the expiry date of PPA

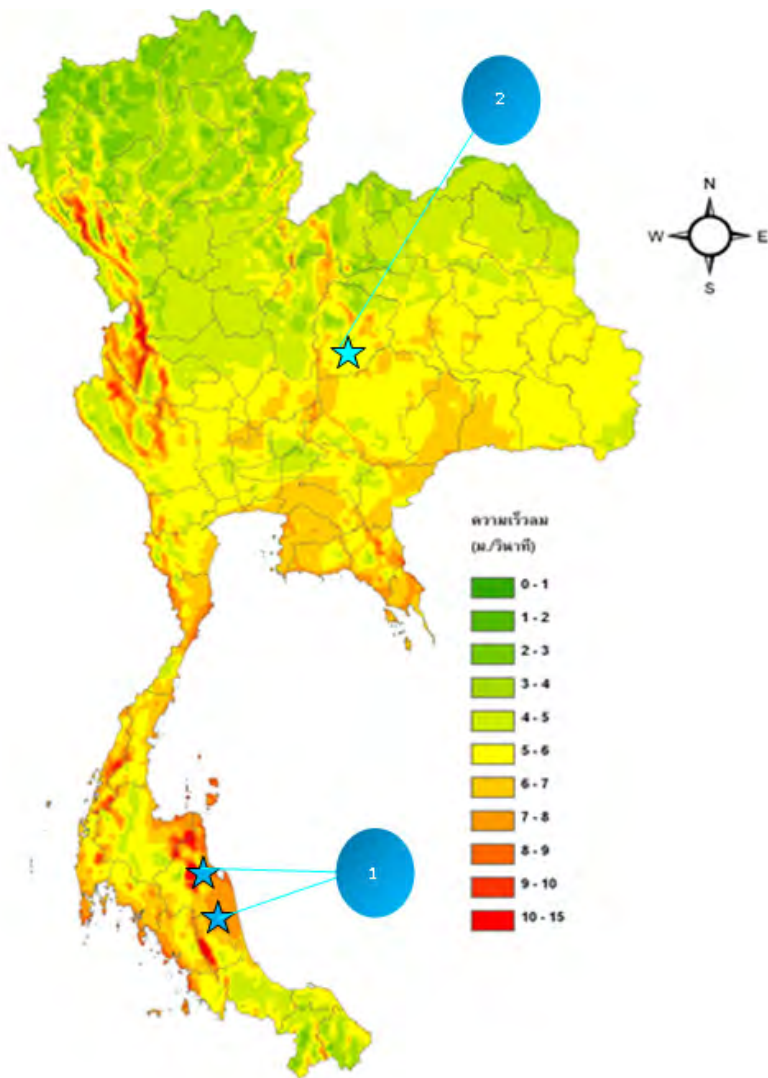
- Adder is in the rate Baht 3.50/kw/hr for a period of 10 years from COD
- Under BOI privilege for 8-year corporate income tax exemption, thereafter 50% reduction of corporate income tax for 5 years.
- The Project is under process to select wind turbine supplier, design, civil work for which it is expected to complete construction and commence commercial operation around mid of the year 2018 (the construction operate around during the first quarter of year 2017 (as per info. end of the year 2016)

Project	Capacity	Location	Status	Scheduled Commercial Operation Date (SCOD) ^{/1}
Hanuman 1	45 megawatts	Nayangklak sub-district, Thebsathit district, Chaiphum province	Signed a Power Purchase Agreement (PPA)	30 April 2018
Hanuman 5	48 megawatts	Pongnok sub-district, Thebsathit district, Chaiphum province	Signed a Power Purchase Agreement (PPA)	30 May 2018
Hanuman 8	45 megawatts	Nayangklak sub-district, Thebsathit district, Chaiphum province	Signed a Power Purchase Agreement (PPA)	30 April 2018
Hanuman 9	42 megawatts	Pongnok sub-district, Thebsathit district, Chaiphum province to Wangtakhe sub-district, Nongbuarawe district Chaiphum province	Signed a Power Purchase Agreement (PPA)	30 May 2018
Hanuman 10	80 megawatts	Banchuan -Kokphet Pattana sub-district, Bamnetnarong district, Chaiphum province	Signed a Power Purchase Agreement (PPA)	29 June 2018
Total	260 megawatts			

Remark : SCOD (Scheduled Commercial Operation Date) is the due date for releasing electricity to power system as stated in the PPA.

Location of Wind Power Plant Projects

(2) Wind Power Plant Projects
(Hanuman 1,5,8,9,10)
5 projects with aggregate capacity
of 260 MW in Chaiyaphum



(1) Wind Power Plant Projects
(Hadkanghan 1-3)
5 projects with aggregate capacity of
126 MW in Songkla and Nakhonsithammarat

Privileges granted by the Board of Investment (BOI) as follows :

Type of promotion	Promotion Card No.	Capacity per year	Date of approval
1. Wind Power Plant (Hadjanghan 1-3)	1702(1)/2558	36 megawatts	12 February 2015
2. Wind Power Plant (Hadjanghan 1-3)	1701(1)/2558	45 megawatts	12 February 2015
3. Wind Power Plant (Hadjanghan 1-3)	1703(1)/2558	45 megawatts	12 February 2015

The privileges granted by BOI under Solar Power Plant Section 7.1 : Public Unitlities and basic services granted by are as follows:

- 1) Exemption of import duties on machinery.
- 2) 8-year corporate income tax exemption, accounting for 100% of investment, excluding cost of land and working capital from the date of first revenue derived from the promoted activity.
- 3) Exemption in dividend recieved without being subject to income tax until the promoted period ends...
- 4) 5-year corporate income tax exemption, accounting for 50% of investment, from the expiration as per (2)
- 5) Double deduction for transportation, electricity and water costs for 10 years from the date of first revenue derived from the promoted activity.
- 6) Deduction from net profit of 25 percent of the project's infrastructure installation or construction costs shall be granted in addition to normal depreciation.

2.2 Marketing and Competition

Marketing Policy

Trend of enewable energy (Alternative Energy)
The growth of Thailand's economy for the first nine months of the year 2016 is 3.3% and the GDP-CVM (Gross Domestic Product-Chain Volume Measures) shall be between 3.0-4.0% (Source : Office of the National Economic and Social Development Board "Thai economy in the 4th quarter of 2016 and outlook of 2016-2017"). The deman of electricity is increased with expectation to grow and exceed the production capacity. It is crucial that state authority will consider expansion of electricity production in response to the increasing demand. Subsequently, the Ministry of Energy has amended the Alternative Energy Development Plant (AEDP) 2036 to enable that the country can generate the electricity from alternative energy with aggregate of 19,634.4 megawatts as follows:

Energy Source	MW
Hydro power	3,282.4
Wind power	3,002.0
Waste to Energy	500.0
Biogas	600.0
Biomass	5,570.0
Solar PV	6,000.0
Others	680.0
Total	19,634.4

Source : Energy Policy and Planning Office

Marketing strategy

Since all the productions are distributed to the state authorities which are the Provincial Electricity Authority (PEA), Electricity Generating Authority of Thailand (EGAT) based on the sale contracts (PPA), the Company has no direct competitors in term of marketing strategy.

The Company has strong determination to be a leading producer of alternative energy by using advanced technology, choosing quality equipment from reliable manufacturers to ensure the smooth and stable performance of the power plants. In addition, the Company and its group, take into account the influence of team work which is an important part of workflow. Through operation of company group, we employ personnel with experience and skills especially, civil work, to design and maintain the solar power plants.

Target groups

The target groups for solar power plant and wind power plants are state authorities i.e.the Provincial Electricity Authority (PEA) is the main customer of 8 megawatt- solar power plant in Lopburi province while the Electricity Generating Authority of Thailand (EGAT) is the main customer of 90 megawatt- solar power plant in Nakhon Sawan, Lampang and Phitsanulok province. The target group of wind power plant are as described below. The sale contract made with state authorities is a part of government policy to support production of alternative energy, to reduce import of energy from abroad in a long term. Total projects of the Company are as follows:

Power plant project	Total production capacity	Target group
1. Solar power plant, Lopburi province	8 megawatts	Provincial Electricity Authority
2. Solar power plant, Nakhon Sawan province	90 megawatts	Electricity Generating Authority of Thailand
3. Solar power plant, Lampang province	90 megawatts	Electricity Generating Authority of Thailand
4. Solar power plant, Phitsanulok rovince	90 megawatts	Electricity Generating Authority of Thailand
5. Wind power plant, Hadkanghan 1, 2, 3	126 megawatts	Electricity Generating Authority of Thailand
6. Wind power plant, Hanuman project 1, 5, 8, 9, 10	260 megawatts	Electricity Generating Authority of Thailand
Total	664 megawatts	

Undelivery Work

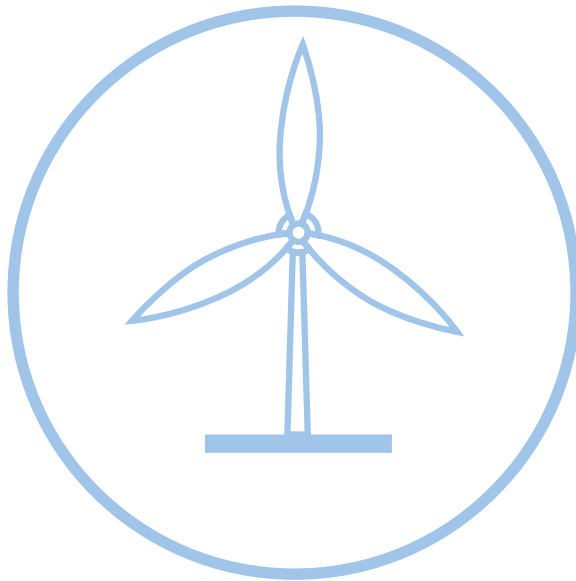
-Nil-

2.3 Battery Business

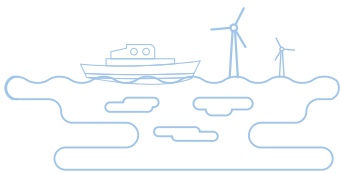
Nature of Business

Amita Technologies Inc. ("Amita") is in in the business of developing and manufacturing battery (Lithium Ion Polymer, Lithium Nickel Manganese Lithium Iron Phosphate (LFP) and Lithium Titanate (LTO)). These kind of battery is for electricity vehical, UPS and Enegy Storage]

Client of Amita based in Taiwan and aboard such as in Asia (Japan,China) and in Europe (German)



Wind Power Plant



Hadkanghan : the total capacity of 128 MW in Nakhon Si Thammarat and Songkhla.



Hadkanghan 1 : 36 MW

Hadkanghan 2 : 45 MW



Hadkanghan 3 : 45 MW



Hanuman : the total capacity of 260 MW in Chiyaphum

Hanuman 1 : 45 MW



Hanuman 5 : 48 MW



Hanuman 8 : 45 MW



Hanuman 9 : 42 MW



Hanuman 10 : 80 MW

Risk Factors

1 Business operation risks

1.1 Risk due to dependancy on major customers

The advantage of dealing business only with major oil distributors in the country is the reliable financial and business relationship. The company believes that potential loss of a major customer is minimal. Company provides attractive offers to maintain relationship with major 6-7 customers i.e. sale agreement (not exceed 30% of total sales). The sales to major customers of Thailand is credible according to their financial status. However, the portion may reduce according to the demand. For selling as sales agreement with period of 3month, maximum 1 year plus discounted rate from the biodiesel price announced by the state authority to customers, discounted price for major customers upon sales contract renewal. Another positive factors supporting biodiesel business is pursuant to Section 7 which states that the oil trader (an oil trader who has trade volume of each type of fuel or in all types altogether per year from 100,000 metric tons or 120 million liters upwards) must use B100 biodiesel as a mixture in high speed biodiesel distribution. For this reason, it is guaranteed that the demand of B100 biodiesel will be increasing.

1.2 Risks from fluctuation of biodiesel price

As demand of oil is rising globally, biodiesel oil is one of the alternative energy that the government supports to use as an alternative choice. For this reason, the demand of oil palm which is used in biodiesel production is likely to increase, subsequently, the price of crude palm oil will increase too. Being in the chain effect, the price of biodiesel as announced by the Energy Policy Executive Committee will be increased inevitably.

During the year 2016, the Department of Energy announce 3 Notifications of the Department of Energy Business : the determination of Characteristics and quality of Diesel Fuel

- No. 7 : B.E. 2016 dated 11 July B.E 2016 : to reduce the biodiesel (methyl esters of fatty acids) blend in Diesel High Speed from 6.5% to 5.0% with effect from 25 July 2016
- No. 8 : B.E. 2016 dated 9 August B.E 2016 : to reduce the biodiesel (methyl esters of fatty acids) blend in Diesel High Speed from 5.0% to 3.0% with effect from 25 August 2016
- No. 9 : B.E. 2016 dated 4 November B.E 2016 : to increase the biodiesel (methyl esters of fatty acids)

blend in Diesel High Speed from 3.0% to 5.0% with effect from 25 November 2016

In overall these announcement has cause to reduce the sales volume of the Company

Besides the above, there is impact of drought occurred during the year 2015 causing the production per rais of raw palm in the year 2016 was reduced 13.09 having compared with 2015 (source : Report on outlook of agricultural products and trend for the year 2017 : December 2016 : Office of Agricultural Economics). The flooding occurred in south of Thailand during end of last year also impact to the transportation of country. To enable to balance the demand and supply as well as to stable the palm oil price for consumer, the government , consequently, adjusted the portion of biodiesel in blending.

1.3 Risks from competition

At present the competition of production and distribution of biodiesel remains intense. Upon the notification the government to support alternative energy business, it is forecast that the Company will encounter higher risk from competition in domestic market.

With awareness toward severe competition, the Company has developed its production process to enlarge scopes of raw materials in order to create differential among other competitors. The Company selected Crude Palm Oil Grade B (CPO-B) as another raw material for biodiesel production. Comparing to Crude Palm Oil Grade A (CPO-A), Crude Palm Oil Grade B (CPO-B) is cheaper and generates more Palm Fatty Acid Distillate (PFAD). Furthermore, our production process is capable of reusing PFAD in the biodiesel production process which is considered as an advantage. Having multiple choices of raw materials enables the Company to reduce cost of production per unit while maintain the product quality in standardized level. The Company also considers improving production process to increase value of byproducts such as purified glycerin.

1.4 Risks from changes of government policies

According to the information of year 2014 until present, the Ministry of Energy has adjusted the portion of B100 biodiesel in diesel oil to be consistent with demand and supply during the particular time as follows:

Period	Portion of B100 biodiesel to diesel oil (percent)
	High speed diesel
	Normal high speed diesel / B5 high speed diesel
1 January 2014 - 16 February 2014	Not less than 6.5% / not more than 7%
17 February 2014 - 13 May 2014	Not less than 3.5% / not more than 7%
14 May 2014 - 31 December 2014	Not less than 6.5% / not more than 7%
1 January 2015 – 21 January 2015	Not less than 6.5% / not more than 7%
22 January 2015 – 15 April 2015	Not less than 3.5% / not more than 7%
16 April 2015 – 2 August 2015	Not less than 6.0% / not more than 7%
3 August 2015 – 24 July 2016	Not less than 6.5% / not more than 7%
25 July 2016 – 24 Aug 2016	Not less than 5.0% / not more than 7%
25 August 2016 2016 - 24 November 2016	Not less than 3.0 % / not more than 7 %
25 November 2016 onwards	Not less than 5.0% / not more than 7%

Source: Notification of the Department of Energy Business

The government has amended the 2011 policy by revising 15 Year Biodiesel Development Plan (2010 – 2022) with enforcement of B2, B3, B4 and B5 distribution nationwide (B10 is excluded) (type of biodiesel available for sale is depended on the government announcement in a particular period). Currently, the Ministry of Energy has adjusted the portion of B100 biodiesel to be B7. Such adjustment is conducted to be consistent with the quantity of palm produced within the country.

However, the risks from changes of government policy is considered as an external factor which is beyond control of the Company. To lower the risks, the Company and group company has expanded its business scope to production and distribution of electricity generated from the solar and wind power.

2 Risks related to products and procurement

2.1 Risks from procurement of raw materials

The government authorities are responsible for considering reserve volume of the palm oil to be sufficient for domestic demand and supply. This will be used as a supplementary information for policy determination concerning biodiesel production. The government also promotes production of biodiesel into high speed biodiesel based on existing reserves for commercial production and distribution nationwide. The shortage of cooking palm oil in last year or oversupply of palm oil had direct impact to raw material procurement of the Company. Fortunately, the Company experiences no issue concerning raw material procurement.. The Company has planned and improved production process to support various raw materials i.e. crude palm oil, stearine, refined bleached deodorized palm oil, palm fatty acid distillate (PFAD) or free fatty acid (FFA).

Currently, the Company procures raw materials from main suppliers which are producers of vegetable oil and palm oil on negotiation basis in each purchase without long term agreements. This might generate risks of shortage in raw materials in the event that suppliers may not be able to supply raw material as per negotiated quantity, date and time or in the event that the supplier will become producer of biodiesel and stop supplying raw materials to the Company. To prevent such risks, the Company has implemented the strategic plan to maintain good relationship with the suppliers and to procure raw materials from suppliers in different regions. This also prevents risk of product shortage in case of natural disaster or various seasonal harvest. For example, the Company purchases crude palm oil from factories in the south while RBD palm oil and stearine are purchased from major vegetable oil factories in central and eastern region. As another option to lower the risks, the Company conducts

research and development to use crude palm oil grade B (CPO-B) which is cheaper than crude palm oil grade A (CPO-A) (using CPO-B generates higher fatty acid than CPO-A), at higher production rate than other producers. The development enables the PFAD, a byproduct from biodiesel production to be reused. So far, the Company has never encountered any risks from raw material procurement, and the Company believes that with constant development and improvement, any risk will be at minimal level.

Located in Prachinburi, biodiesel factory is quite far from the source of raw material. However, the cost of transportation is in the affordable rate and does not cause adverse impact comparing to other biodiesel producers. The Company also takes into account other possible positive factors comprises to increase competition performance i.e. implementation of new technology into production process to reduce cost of production, using coal which is cheap as a heating substance, improve machine performance to be compatible with more portion of CPO-B, a cheap raw material etc.

2.2 Risks from volatile price of raw materials subject to volatility of the world market

The volatility of raw materials required for biodiesel production such as crude palm oil, stearine, RBD palm oil are subjected to the variability of market demand and supply.

The Company realizes the potential risks from volatility of the price of raw materials, to minimize such risks, the purchase program is optimized to be consistent with advanced sale plan. Purchasing material in proper amount also lower risk of raw material price which could change any time. In addition, to manage price risks, the group is engaged in hedging through forward contract with business partners, enlarge scope of raw materials to be used as feedstock to biodiesel production. For instance the Company has developed reuse palm fatty acid, free fatty acid-a byproduct from biodiesel production.

The procurement committee is set up in order to review, select, negotiate purchasing of raw materials in term of quality, quantity and price to be appropriate and enhance rapid performance in production process. The procurement committee is under supervision of the management.

3. Risks from management

3.1 Risks from dependency on the executives

The Company has been developed and grown under management of major shareholders and three main executives-- Mr. Sompote Ahunai, Mr. Amorn

Sapthaweekul and Mr. Wootlert Chiaraninkulchai who are considered as directors authorized to sign on behalf of the Company, executive directors, senior executives and major shareholder. The three persons are competent in deep knowledge, expertise and experience in term of planning, development of technology and production process, procurement program, expansion of sale channel, development of biodiesel quality to meet the requirements of customers or business partners. Their scope of work also covers control and management of commercial operated solar power plants, development of new renewable energy projects which includes research, design, construction control and fund management to be completed in line with the approved plan by the Board of Directors, business expansion in order to create sustainable revenue and growth to the Company. In other word, it is concluded that the three main persons are the driving force of the Company.

To ease the risk of dependence on executives, the Company has organized and improved management structure consisting of decentralized parts of daily management, allocate and assign certain tasks and responsibilities to other executives as well as staffs from each department, implement internal control policies, well organize information and database, including support exchange of necessary information between executives and staffs regularly. The Company takes into account the importance of key personnel to the organization, therefore, our personnel is supported and encouraged to undergo training course to enable them to exercise their knowledge and competency while supporting their inside enhancement and recognizing their leading role. Moreover, the Company has recruited competent employees and management to support plan of business expansion and sustainable revenue and business growth. For this reason, it is crucial that the Company have to be depended under the management of the key personnel.

3.2 Risks from investment in new projects

The Company running total 4 solar power plant projects, with capacity of 278 MW and all 4 solar power plants are already commenced the commercial operation. While wind power plant projects (Hadhkanghun 1,2,3) are expected to commence the commercial operation during the first quarter of year 2017 .. Meantime, the wind power plant projects (Hanuman 1,5,8,9,10 ("Hanuman Projects")) are in planning and be developed. The Hanuman Projects are expected to commence commercial operation around mid of the year 2018.

All these investments are expected to generate long term and stable return, diversify the business risks and

to be in response to government policy regarding the promotion of alternative energy. For the future projects and the projects which are under construction, the company will take all necessary actions to minimize all potential/occurred risks.

3.3 Risks from procurement of land for implementation of power plant projects

Wind power plant Hanuman project 1, 5, 8, 9, 10 are under procedure of land acquisition where the Company is exposed to the risk such as the area / location for wind turbines, substation, electric pole and transmission line for which if the Company could not procure such area, it would cause the delay to the projects. Nevertheless, the Company has conducted the feasibility study before decide to invest in the projects. This includes to study and understanding all relevant rules and regulation as well as the plan to relocate the construction if the Company could not procure area as required

3.4 Risks from documents related to power plant projects

The risks of unstable sale of electricity is minimal as the Company and its subsidiaries have made Power Purchase Agreement (PPA) with the Provincial Electricity Authority (PEA) for the 8-megawatt solar power plant in Lopburi (1 project), Power Purchase Agreement (PPA) with the Electricity Generating Authority of Thailand (EGAT) for the 90 megawatt solar power plants in Nakhonsawan, Lampang and Phitsanulok province (3 projects), as well as wind power plant (Hadjkanghan project 1,2,3). In regard to another projects, despite the EGAT has already approved the sale contract of the wind power plant (Hanuman 1,5,8,9,10) and the PPA is being prepared, the Company is still in the progress of applying for License of Factory Operation (Ror. Ngor. 4) which is required prior to construction of the power plant.

However, the Company is still facing the risks of applying for relevant licenses including the failure to complete the construction within the specified period, the Company may not be able to produce and distribute the power as set out in the PPA made with the Electricity Generating Authority of Thailand (EGAT). However, in order to reduce such risk, the Company manage and monitor all relevant license to enable that all can be renewed / extend before the expiry date.

3.5 Risks from funding for power plant projects

The wind power plant projects (Hanuman 1, 5, 8, 9, 10) require high value investment. It is risk that the Company may not be able to manage the fund in term of capital and loan from the financial institutions within the specific time and such delay may affect the business

operation. However, the Company has looked for financial advisory as to acquire loan from financial institutions (Project Finance) for the Company and subsidiaries projects

The Company plans to acquire fund for construction of the wind power plants, the Hanuman Project with debt per equity ratio of 3:1 (D/E Ratio), from domestic financial institution is estimated at 75% and investment from shareholders is estimated at 25%. The source of funds from the shareholders is derived from cash flow of the Company and cash flow or dividend of the subsidiaries. Currently, the Company contact finance institution both of local and abroad for loan facility within period of project. This includes the increase capital into subsidiaries to reduce risk of funding the project

3.6 Financial risks from implementation of power plant projects

The debt to equity of the solar power plants in Lopburi, Nakhonsawan and Lampang and Phitsanulok and wind power plant of both Hadkanghan and Hanuman are 2.33: 1 and 3:1 respectively. This can result in higher liabilities which the Company must manage and maintain the cash flow to be able to repay the loan within schedule. To reduce such risk, the Company set up the investment and planning to control and for monitoring cash flow of the Company.

3.7 Risks from yield upon investment which may not be on expected level

Cost of construction is considered as a factor that has major impact to the yield upon investment of each project. Construction of both solar and wind power plants requires many necessary equipment and tools which should be imported from abroad (such as solar panels or wind turbines). As the cost of such equipment and tools has high portion comparing to the overall construction cost, the Company is inevitably encountering the risk from fluctuation of the equipment prices as well as exchange rate because the payment is required to be made in foreign currency. To eliminate the risk of equipment price fluctuation, each project is executed with contractor under fixed agreement. In regard to impact of fluctuation of exchange rate, the Company has passed policy to use financial instrument such as Foreign Currencies Exchange Forward Contract (FX Forward) to lower such a risk.

Furthermore, as the cost of production of each project is varied, depending on internal factors such as area and engineer design - the total cost of production as well as yield upon investment for each project is different as well. Unexpected situations such as reduction of electricity rate, variance solar light intensity

which causes different electricity yield or even natural phenomenon's may have domino effect to the overall revenue.

According to the risks mentioned above, the risk of volatile electricity rate and solar light intensity are ranked at minimal level, while the risk from natural disasters, the Company eliminates by applying for insurance to cover the costs of potential damages.

4. Risks of completion of power plant projects

As operation of solar and wind power plant project in Thailand is mainly depended on technology, and the Company is starting its development and commercial operation, therefore, it is necessary that the Company should have personnel with sufficient knowledge and expertise to run the power plants with full efficiency, understanding of used technology, implementing risk prevention plans and strength to achieve success in the business.

In regard to the solar power plant in Lopburi province, which started its commercial operation in October 2012, to prevent risks from the project, the Company has hired independent advisor who is competent in alternative energy business to study the initial possibility of the project, discussed with the contractor to ensure the quantity of electricity produced from the solar power plant for a period of 10 years, to ensure the stability of work (to reduce risk from volatility of the Company's revenue), applied for all types of insurances for contractors since beginning of construction until completion of project and another year after.

In regard to the 90-megawatt solar power plant in Nakhonsawa province which started its operation in December 2013, to minimize the risks from project, the Company has hired consultants for project and insurance as well as contractor with experience and skills for Operation and Maintenance Service (O&M) in power plants, selected solar panels from reputable manufacturers from China, with offering of power output guarantee from the factory for a period of 25 years with 10 year product guarantee, selected inverter which is produced in Italy with 5 year product guarantee,

employed Energy Solution Management Co., Ltd., (the Company's subsidiary) to design, construct and maintain solar power plant to ensure that the Company have competent personnel with experience and expertise in civil work and installation of solar power plant for a long term.

In regard to the solar power plants in Lampang and Phisanulok that both already commenced commercial operation, the Company has hired advisor for project insurance, hired Energy Solution Management Co., Ltd., as a project manager (Operation and Maintenance Service: O&M), selected solar panels from reputable manufacturers from China, with offer of power output guarantee from the factory for a period of 25 years as well as 10 years product guarantee, selected inverter which is produced in Italy and China with 5 year product guarantee.

For wind power plants, i.e. "Hadjkanghan 1,2,3" and "Hanuman 1,5,8,9,10", the Company hired insurance advisory and ESM of Operation and Maintenance Service: O&M especially for each project. In parts of turbine, which requires advanced technology, the project hired manufacturer of turbine to manage the turbine parts especially (Wind Turbine Generator Operation and Maintenance Service).

5. Risks from delay in project completion

The Company is exposed to the risk that wind power plants will be delayed in completion due to several factors i.e. delay in acquisition of land or funding, delay in construction caused by weather condition such as rain, flood, technical issues. Subsequently, the Company may not be able to start its commercial operation as stated in the Scheduled Commercial Operation Date : SCOD. In the event that the Company will be delay with project completion, the Company can apply to extend the time (with reasonable causes as well as with regular progress report of the project to the EGAT) for a period not exceeding 12 months (upon approval) without having risk of breach of contract. In addition, the delay in commercial operation of the project will cause delay in realization of revenue derived from the project as well



Securities and Shareholders Information

Securities and Shareholders Information

Total Authorized Capital and Paid-up Capital

As at 31st December 2016, the Company's issued and paid-up capital was Baht 373,000,000.- divided into 3,730,000,000 common shares with par value of Baht 0.10 (Ten Satang)

Total Authorized Capital and Paid-up Capital

List of Shareholders	Major Shareholders					
	As of year ended 2016		As of year ended 2015		No. of Shares	
	No. of Shares	%	No. of Shares	%	ncrease / (Decrease)	%
1 UBS AG SINGAPORE BRANCH	475,628,593	12.75	-	-	475,628,593	12.75
2 Group of Ahunai	956,104,793	25.63	1,600,018,430	42.90	(643,913,637)	(17.26)
2.1 Mr. Somphote Ahunai	869,160,186	23.30	1,499,160,186	40.19	(630,000,000)	(16.89)
2.2 UBS AG SINGAPORE BRANCH holds shares on behalf of Trustee set up by Mr. Somphote Ahunai	630,000,000	16.89	-	-	630,000,000	16.89
2.3 Mrs. Blanca Shulan Huang	24,983,607	0.67	25,983,607	0.70	(1,000,000)	(0.03)
2.4 Mr. Somboon Ahunai	10,063,951	0.27	23,277,588	0.62	(13,213,637)	(0.35)
2.5 Ms. Supaporn Ahunai	23,197,049	0.62	23,197,049	0.62	-	-
2.6 Mr. Julin Ahunai	19,000,000	0.51	19,000,000	0.51	-	-
2.7 Mrs. Wilai Ahunai	9,700,000	0.26	9,400,000	0.25	300,000	0.01
3 Group of Chiannilkulchai	184,685,992	4.95	187,150,592	5.02	(2,464,600)	(0.07)
3.1 Mrs. Mukda Boonsieng	168,653,143	4.52	168,653,143	4.52	-	-
3.2 Mr. Wuthilerd Chiannilkulchai	16,032,849	0.43	18,497,449	0.50	(2,464,600)	(0.07)
4 Group of Saphaweekul	147,597,809	3.96	151,411,009	4.06	(3,813,200)	(0.10)
4.1 Mr. Amornthep Taweekul	96,868,316	2.60	96,868,316	2.60	-	-
4.2 Mr. Thanathip Subaweeekul	28,496,706	0.76	32,309,906	0.87	(3,813,200)	(0.10)
4.3 Miss Wassa Rimchala	22,232,787	0.60	22,232,787	0.60	-	-
5 Mr. Luchai Phukhuan-Anadha	140,312,408	3.76	137,344,708	3.68	2,967,700	0.08
6 Group of Noprumpa	100,743,300	2.70	100,743,300	2.70	-	-
6.1 Ms.Ploysongsang Noparumpa	70,970,900	1.90	70,970,900	1.90	-	-
6.2 Mr. Tirapol Noparumpa	21,500,000	0.58	21,500,000	0.58	-	-
6.3 Mr. Tim Noparumpa	8,272,400	0.22	8,272,400	0.22	-	-
7. Thai NVDR Co.,Ltd.	91,974,475	2.47	92,294,064	2.47	(319,589)	(0.01)
8. Bualuang Long-Term Equity Fund	66,023,800	1.77	-	-	66,023,800	1.77
9. Mr. Somkiet Thanatchalernkul	49,592,400	1.33	59,870,000	1.61	(10,277,600)	(0.28)
10. Ms. Malinee Boonrak	45,756,000	1.23	45,756,000	1.23	-	-
11. Other shareholders	841,580,430	22.56	1,355,411,897	36.34	(513,831,467.00)	(13.78)
Totoal shares	3,730,000,000	100.00	3,730,000,000	100.00		
Total shareholders	5,571	shareholders	7,427	shareholders		

* Please refer to "The control in the Company / the changes of shareholders' structure / management"

2. Issuance of Debenture

The Company has been approved by the Securities and Exchange Commission (SEC) to issue and offer the debenture as details summarized below:

Summary of Debentures			
Type of Debenture	1) Tranche 1 : Name-Registered, Unsubordinated and Secured Debentures with Debenture Holders' Representative. 2) Tranche 2 & Tranche 3 : Named-Registered, Unsubordinated, Secured with Debenture Holders' Representative and issuer has right to redeem prior to the maturity date		
Currency	Thai Baht		
Offering type	PP (II&HNW)		
Value / Amount of offered Debentures	Value of offered Debentures		Amount of offered Debentures
	Tranche 1	Not exceeding Baht 1,000,000,000.- (One Thousand Million Baht)	Not exceeding 1,000,000.-units (One Million Units)
	Tranche 2	Not exceeding Baht 3,000,000,000.- (Three Thousand Million Baht)	Not exceeding Baht 3,000,000.-units (Three Million Units)
	Tranche 2	Not exceeding 4,000,000,000.- (Four Thousand Million Baht)	Not exceeding 4,000,000.-Units (Four Million Units)
	The aggregate value of offered Debenture is not exceeding Baht 8,000,000,000.- (Eight Thousand Million Baht)		The aggregate units of offered Debentures is not exceeding 8,000,000.- Units (Eight Million Units)
Par Value	Baht 1,000.-	Offering Price per unit	Baht 1,000.-
Interest Rate	✓ Fixed Rate (1) Tranche 1 : Fixed rate of Interest at 2.36% per annum (2) Tranche 2 : Fixed rate of Interest at 2.22% per annum (3) Tranche 3 : Fixed rate of Interest at 2.37% per annum The interest of the Debentures shall be calculated on the outstanding principal on the basis of 365 days per year and the actual number of days elapsed in each relevant period of interest. The calculation shall be made from (including) the issuing date of the Debenture or the preceding interest payment date (as the case may be) unit (but not excluding) the interest payment date in that period or the maturity date (as the case may be).		
Redemption prior to the maturity date	(1) Tranche 1 : Nil (2) Tranche 2 & 3 : The right to redeem Debenture tranche 2 and /or tranche 3 Prior to the maturity date is for issuer only. The issuer has right to redeem Debenture tranche 2 and / or tranche 3 in partial or as the total at the anniversary 3 (three) years from the date of issuance or any date of payment of interest thereafter according to the guideline of Debenture holder. Debenture holder has no right to request issuance to redeem the Debenture prior to the maturity date		
Issuing date	22 nd July 2016	Date to offer	21 st July 2016
Maturity Date / Term of Debenture	(1) Tranche 1 : 22 nd July 2019 / 3 years (2) Tranche 2 : 22 nd July 2020 / 4 years (3) Tranche 3 : 22 nd July 2021 / 5 years		
Periodic coupon payments	Debenture issuer is obligated to pay periodic coupon payment of every 6 (six) months at 22 nd January and 22 nd July of every year until maturity		
First payment of interest	22 nd January 2017		

Guarantor	The Siam Commercial Bank Public Company Limited
Underwriter	The Siam Commercial Bank Public Company Limited
Registrar of Debenture	The Siam Commercial Bank Public Company Limited or any person who shall be appointed to perform the duty of registrar of Debenture
Debenture Holders' Representative	Bank of Ayudhya Public Company Limited or any person who shall be appointed to perform the duty of Debenture Holders' Representative
Restriction of transfer	Due to Debenture issuer has offered the new issued Debenture to Institution Investor ("II") and / or High Net Worth ("HNW") according to the notification of the Securities and Exchange Commission in respect of filling for approval and the approval for offering the new issued Debenture. Therefore, Debenture Issuer and /or Debenture Registrar shall not register the transfer of Debentures to anyone who is not II or HNW except the heritage transfer
Requirements to maintain financial ratio (if any)	<p>Debenture Issuer has to maintain Net Debt to Equity Ratio according to the Consolidated Financial Statement which reviewed or audited by the auditor at ratio</p> <p>(A) Not exceeding 3.5 : 1 as of end of the period closing account of the Debenture Issuer for the year 2016, year 2017 and year 2018; and</p> <p>(B) Not exceeding 3 : 1 as of end of the period closing account of the Debenture Issuer for the year 2019, year 2020 and year 2021</p>



Dividend Policies

Dividend policy of the Company

The Company pays out dividend to its shareholders at no less than 30% of its net profits after deduction of income tax and all kind of reserves as specified by law and the Company. The dividend policy can be amended depend on situation of cash flow, investment plan, terms and conditions stated in agreements binding the Company, including law provision, necessity and other reasonable cause(s) in the future. In addition, the resolution of the Board of Directors approving the dividend payment is subjected to approval from the shareholders' meeting except for

interim dividend payment where the Board of Directors can approve such payment and report to the next shareholders' meeting.

Dividend policy of subsidiaries

The dividend for subsidiaries is paid according to the article of the Company as well relevant laws. For subsidiaries set up for solar power plants, those must comply with terms and condition of loan agreement in respect of the Debt Service Coverage Ratio : DSCR, i.e. to maintain DSCR at 1.1

The comparison paid-out dividend during 2012 – 2015

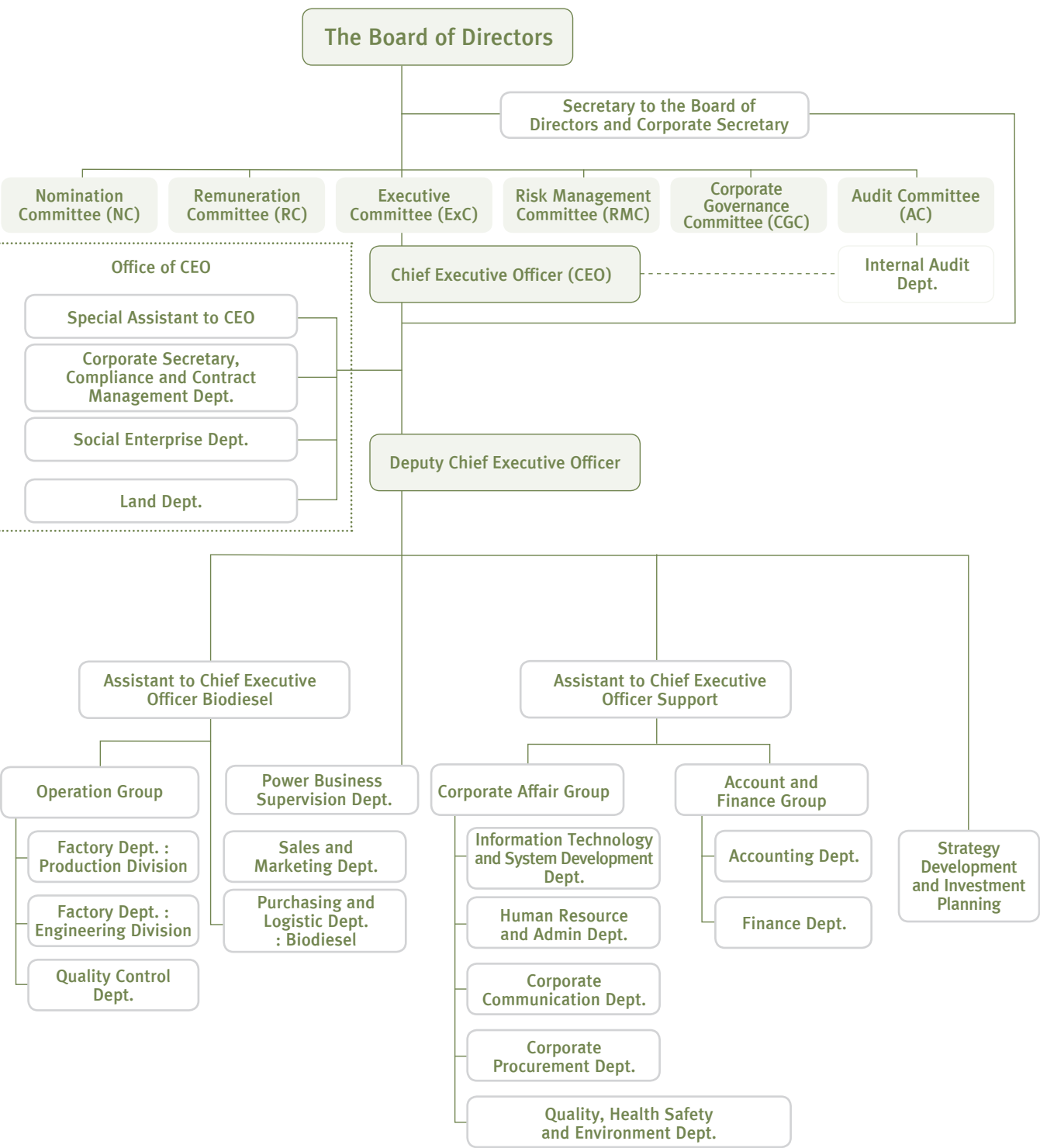
Details	Year 2015	Year 2014	Year 2013	Year 2012
Earning Per Share (EPS)	0.61	0.35	0.05	0.03
Dividend Payout per share	0.10	0.02	0.02	0.01
Paid-out Dividend / Net Profile (%)	16.35	5.75	36.67	35.51



Management Structure

Management structure of Energy Absolute Public Company Limited as of 31 December 2016 comprises with the Board of Directors and 6 Sub-Committee, i.e. the Executive Committee, the Audit Committee, the Nomination Committee, the Remuneration Committee, the Corporate Governance Committee, and the Risk Management Committee

Organization Chart Energy Absolute Public Company Limited



1 The Board of Directors

1.1 Composition of the Board of Directors

As of 31 December 2016, the Board of Directors comprises with 11 Directors , i.e.

9 Non Executive Directors (4 of them are Independent Directors)

2 Executive Directors

Name	Name	Date of Appointment	No. of attendance / total meeting
1. Mr. Somchainuk Engtrakul	Chairman of the Board of Directors	12 March 2008	6/6
2. Mr. Somphote Ahunai	Director (Authorized Director and Executive Director)	12 March 2008	6/6
3. Mr. Amorn Saphaweeikul	Director (Authorized Director and Executive Director)	30 March 2012	6/6
4. Mr. Wuthilerd Chiannilkulchai	Director (Authorized Director)	12 March 2008	6/6
5. Mr. Sutham Songsiri	Director	12 March 2008	6/6
6. ACM Chainan Thumasujarit	Director	7 August 2013	6/6
7. Mr. Chaiwat Pongpisitsakul	Director	12 March 2008	6/6
8. M.R. Bravochat Chatchai	Director	26 November 2010	6/6
9. POL. GEN Phatcharavat Wongsuwan	Director	18 April 2014	-/6
10.Mr. Somboon Ahunai	Director	22 April 2015	5/6
11.Mr. Kasidit Ajanant ¹⁾	Director	10 August 2016	2/2
Ms. Yaowalug Pukpikul	Corporate Secretary and Secretary of the Board of Directors		

Ceased Director during the year	Position	Date of ceasing from position	No. of attendance / total meeting
Mr. Bannarat Pichyakorn /2	Independent Director	24 July 2016	3/3

Notes

¹⁾ Mr. Kasidit Ajanant was appointed as Director in place of Mr. Bannarat Pichyakorn according to the Board of Directors' meeting held on 10 August 2016

²⁾ Mr. Bannarat Pichyakorn passed away on 24 July 2016

1.2 Authorized Directors to sign behalf and bind the Company

Mr. Somphote Ahunai / Mr. Wutthilerd Chiannikulchai / Mr. Amorn Saphthaweeikul, any two of three directors jointly sign and affix with the Company's seal.

1.3 Scope of duties and responsibilities of the Board of Directors

- To perform their duties under applicable laws, objectives, regulations, and resolutions of shareholders' meetings with honesty and consideration on the interest of the Company.
- To determine policy and business direction of the Company, control and monitor whether the management's performance is effectively and efficiently conducted in line with regulations and policies in order to maximize economic value to the shareholders and achieve the sustainable growth.
- To consider the important matters i.e. business policy and plan, large investments, acquisition and disposal, management authority and other transactions as stipulated by law.
- To evaluate work performance and to determine Management's remuneration.
- To assure that the Company operations and work performance of the Management will be executed with duly care and caution.
- To provide reliable accounting system, financial reporting including auditing and to set up and supervise appropriate internal control, effective and efficient internal audit, risk management and follow up with the performance and results.
- To prevent conflict of interest between the Company's stakeholders
- To ensure that corporate governance is conducted with integrity.
- To provide financial report, the auditor's report appearing in the Company's annual report which covers important issues under good practices for the directors of the listed companies in the SET.

The Board of Directors may delegate one or more of the directors or other person(s) to perform a certain task on behalf of the Board under the condition that such delegation or sub-delegation will not entitle the director(s) or delegated person(s) the right to approve any transaction which he/she may involve in, or have interest of conflict or in conflict with the Company or its subsidiary (if any) except the transaction which is in compliance with the policy, criteria approved by the resolution of the shareholders' meeting.

1.4 Duties and responsibilities of the Chairman of the Board. The separation between the Chairman of the Board of Directors and Chief Executive Director

The Company's Chairman of the Board and CEO could not be held by the same person. There is separated between the position of Chairman of the Board of Directors and Chief Executive Director in order to separate duty / responsibility and function of management

Roles and duties of Chairman

The Chairman is responsible for overseeing the implementation of the policy. And strategic management practices of the management. Include advice and support to the management of the business. But no part of the management of the company and encourage all directors to participate the meeting as well as control the board of directors meeting be carried out effectively

Duties of Chairman

- Responsible for leading the board in overseeing the administration of the Executive Committee and other sub-committees to achieve the planned objectives
- Being Chairman in the meeting of Board of Directors and Shareholders' meeting
- Cast the vote if the Board of Directors meeting. Have a vote and the votes are two equal

2 Management Team

2.1 List of management (according the definition of SEC)

As of 31 December 2016, there are 11 managements as details bellows:

Name	Position
Mr. Somphote Ahunai	<ul style="list-style-type: none"> Chief Executive Officer Acting Vice President – Power Business Supervision Department
Mr. Amorn Saphaweekul	<ul style="list-style-type: none"> Deputy CEO Acting Vice President – Quality Control Department Acting Vice President – Strategy Development and Investment Planning Department
Mrs. Dujdao Luksanaviwat	<ul style="list-style-type: none"> Special Assistant to CEO Vice President – Quality, Health, Safety and Environment Department Acting Vice President – Human Resource and Administration Department
Ms. Supaporn Ahunai	<ul style="list-style-type: none"> Vice President – Finance Department
Mr. Weerasil Sattayapakdeewong	<ul style="list-style-type: none"> Vice President – Accounting Department
Mr. Patipat Sakdawongsiwimol	<ul style="list-style-type: none"> Vice President – Sales and Marketing Department
Ms. Yaowalug Pukpikul	<ul style="list-style-type: none"> Vice President – Corporate Secretary, Compliance and Contract Management Department Corporate Secretary Secretary of the Board of Directors
Ms. Omsin Siri	<ul style="list-style-type: none"> Vice President – Corporate Communication Department
Mr. Pramote Lertpiyayowong	<ul style="list-style-type: none"> Vice President – Factory Department (Production Division) Acting Vice President – Factory Department (Engineering Division)
Ms. Wimolmas Wongmakornpan	<ul style="list-style-type: none"> Vice President – Social Enterprise Department
Mr. Manop Oulandsiripong	<ul style="list-style-type: none"> Director, Information Technology and Systems Development
Management resigned / terminated from position during the year	from position
Ms. Omsin Siri	<ul style="list-style-type: none"> Vice President – Human Resource and Administration Department
Mr. Vichien Yupoonsup	<ul style="list-style-type: none"> General Manager / Advisor
Mrs. Blanca Shulan Huang	<ul style="list-style-type: none"> Special Assistant to CEO Vice President – Information Technology and System Development Department
Mr. Thanakit Burapanontachai	<ul style="list-style-type: none"> Vice President – Factory Department (Production Division)

NOTES

- Mrs. Dujdao Luksanaviwat : be appointed as acting VP – Human Resource and Administration Department on 1 June 2016
- Ms. Omsin Siri : ceased from VP – Human Resource and Administration Department on 1 June 2016 and be appointed as VP -Corporate Communication Department 30 May 2016
- Ms. Wimolmas Wongmakornpan : be appointed as VP - Social Enterprise Department 30 May 2016
- Mr. Manop Oulandsiripong : be appointed as VP - Information Technology and System Development Department on 1 November 2016
- Mr. Vichien Yupoonsup : resigned from General Manager / Advisor 15 July 2016
- Mrs. Blanca Shulan Huang : resigned from VP - Information Technology and System Development Department on 31 October 2016
- Mr. Thanakit Burapanontachai : ceased from VP - Factory Department (Production Division) on 30 September 2016

2.2 Scope of duties and responsibilities of the Chief Executive Officer (CEO)

- To operate the business of the Company under applicable laws, objectives, regulations, resolutions of shareholders' meetings, policies, rules, provisions including resolution of the Board of Directors.
- To perform their duties with honesty and take into account the interest of the Company.
- To formulate annual business plan, budget and targets, including improve and maintain such operative plan during the year if considered as necessary to be in compliance with the current situation together with propose to the Board of Directors for approval.
- To ensure the implementation of the business and budget plan approved by the Board of Directors
- To report operative result as well as financial status of the Company in quarterly an annually including other reports which will be considered important to the business operation to the Board of Directors for acknowledgement or approval.
- To create or amend the organization chart, to determine authority, responsibilities of the subordinate executives, including propose such matters to the Board of Directors for approval.
- To ensure the general administration is performed efficiently, to monitor that the employees follow the policy, rules and regulations, orders as well as resolution of the Board of Directors strictly.
- To approve or execute different matters as stipulated in the schedule of assignment by the Board of Directors. The authority to approve cannot be executed in the event that such person may conflict (as defined in the notification of the SEC and SET), share interest or interest of conflict with the Company or its subsidiary except the approval on general business transaction with general trading terms and such transaction has been approved as per securities and Stock exchange law provision.
- To perform any other duties as assigned by the Board of Directors.

The power of CEO as well as delegation of such power to any person as considered appropriate by CEO shall exclude the power or delegation to approve any transaction where CEO or related person that may has

conflict, interest or has conflict of interest in any other aspect, or in conflict with interest of the Company or its subsidiary (if any), or the transaction which is irrelevant to general business transaction of the Company, the approval for such transaction must be proposed to the Board of Directors' meeting and/or the shareholders' meeting for consideration and approval as stipulated by the Company's regulations or applicable law.

3 Corporate Secretary

The Corporate Secretary is appointed by the Board of Directors pursuant to Section 89/15 of the Securities and Stock Exchange Act B.E. 2535 and amendment, to create and maintain important documents of the Company which are Registration of the Board of directors, Board of Directors' Meeting Schedule, Minutes of the Board of Directors' meeting, Company's Annual Reports, Notice of the shareholders' meeting, Minutes of the shareholders' meeting, report of interest by the directors or executives, including any other matters as notified by the SEC regarding the applicable law of Securities and Stock Exchange (the details of the Company Secretary is shown in the enclosure 1).

In 2013, the Board of Directors' meeting no. 7/2013 on 14 November 2013 appointed Ms. Yaowalug Pukpikul as a Corporate Secretary as well as the Board of Directors' Secretary with effect from 14 November 2013 onwards. (Please refer the details under item "Profile of Corporate Secretary)

4 Remuneration of Directors and Management

The policy for remuneration of director is set as per resolution of the shareholders' meeting. The criteria to determinate director's remuneration considers from the reasonable and reflect the scope duties and responsibilities of director, the financial status of the Company in comparing with the good practice of other companies in the same size and same sector. The remuneration of directors are comprised with the monthly remuneration , the attendance meeting fees, and bonus for the year.

In the Annual Shareholders' Meeting for the year 2016 held on 29 April 2016 approved the remuneration of Directors as details bellows:

Details	Year 2016
Monthly remuneration of Directors	
• Chairman of the Board of Director	Baht 50,000.-/month
• Each of Director	Baht 40,000.- /month
Remuneration of sub-committees	
• The Executive Committee	The attendance Meeting fees : Baht 20,000.- / meeting The payment will be made only for member who has not received any monthly salary or consulting fees
• The Audit Committee	The total attendance meeting fees : in the amount for not exceeding of Baht 680,000.- / year
• The Remuneration Committee	The total attendance meeting fees : in the amount for not exceeding of Baht 170,000.- / year
• The Nomination Committee	The total attendance meeting fees : in the amount for not exceeding of Baht 170,000.- / year
• The Risk Management Committee	The total attendance meeting fees : in the amount for not exceeding of Baht 750,000.- / year
• The Corporate Governance Committee	The total attendance meeting fees : in the amount for not exceeding of Baht 420,000.- / year
Bonus for company directors	
• Chairman of the Board of Director	Not exceeding Baht 2,000,000.-/year
• Each of Director	Not exceeding Baht 1,500,000.-/year



4.1 Directors' remuneration (in cash)

(1) The remuneration of directors are comprised with the monthly remuneration , bonus for the year and the attendance meeting fees

Directors	Remuneration (Baht)								Total (Baht)			
	(1) Bonus for the year 52016	(2) Monthly remuneration for the Board of Directors	(3) Meeting allowance									
			Audit Committee	Executive Committee	Remuneration Committee	Nomination Committee	Corporate Governance Committee	Risk Management Committee				
1. Mr. Somchainuk Engtrakul	2,000,000	x	600,000							2,600,000		
2. Mr. Somphote Ahunai	1,500,000	✓	480,000	x	-				✓	120,000	2,100,000	
3. Mr. Amorn Sapthaweekul	1,500,000	✓	480,000	✓	-	20,000			✓	100,000	2,100,000	
4. Mr. Wuthilerd Chiannilkulchai	1,500,000	✓	480,000	✓	-				✓	60,000	2,040,000	
5. Mr. Sutham Songsiri	1,500,000	✓	480,000	✓	-	36,190	✓	80,000			2,096,190	
6. ACM Chainan Thumasujarit	1,500,000	✓	480,000	x	200,000	✓	16,190	✓	40,000	x	150,000	2,466,190
7. Mr. Chaiwat Pongpitsakul	1,500,000	✓	480,000	✓	160,000	x	40,240	✓	40,000	x	100,000	2,320,240
8. M.R. Bravochat Chatchai	1,500,000	✓	480,000	✓	160,000	✓	16,190	x	50,000	✓	80,000	2,406,190
9. POL. GEN Phatcharavat Wongsuwan	1,500,000	✓	480,000							✓	20,000	2,000,000
10.Mr. Somboon Ahunai	1,500,000	✓	480,000									1,980,000
12. Mr. Kasidit Ajanant Be appointed as director on 10 Aug 2016	591,780	✓	188,000									779,780
Mr. Bannarat Pichyakorn Passed away on 24 July 2016	842,465	✓	280,000	✓	140,000	x	25,000	✓	20,000	✓	40,000	1,387,465

Notes

X = president

✓ = Director, Member of Subcommittee

2) Remuneration of the management

In 2016 the Company paid remuneration which consists of salary and bonus for 11 managements and management ceased during the year in the amount of Baht 76.65 million.

4.2 Other remuneration

1) Remuneration to directors : -Nil-

2) Remuneration to management :

• Provident Funds

The Company provides Provident Fund with its contributions at 3, 5, and 7% of the salary. During the year 2016, the Company paid the provident fund

for 11 managements and management ceased during the year in the amount of Baht 3.88 million

• Benefit after retirement -Nil-

5 Staff & Employees

5.1 Number of staffs, remuneration and its forms

As at 31 December 2019

• The Company has total 218 employees (excluded management and advisor). In 2016, total value of Baht 96.58 million was paid to the employees in forms of salary, bonus, over time allowance, social security, provident fund and other welfares.

Note : the Company has set up the Provident Fund provided by K Master Pooled Fund, Kasikorn Thai Asset Management Co., Ltd., on 15 October 2010 as an additional welfare for employees and subsidiaries. The Company made its contribution at 3, 5 and 7% of the salary, depending on seniority of each employee.

Total 218 staff & employees of the Company (excluded management) is divided into department as details bellows :

As of 31 December 2016	Part-time (person)	Full-time (person)	Total (person)
1. Corporate Secretary, Compliance and Contract Management Dept.	-	2	2
2. Social Enterprise Dept.	-	3	3
3. Land Dept.	13	3	16
4. Internal Audit Dept.	-	1	1
5. Accounting Dept.	-	7	7
6. Finance Dept.	-	4	4
7. Strategy Development and Investment Planning	1	4	5
8. Information Technology and System Development Dept.	-	4	4
9. Human Resource and Admin Dept.	-	13	13
10. Corporate Communication Dept.	-	1	1
11. Corporate Procurement Dept.	-	1	1
12. Quality, Health Safety and Environment Dept.	-	1	1
13. Power Business Supervision Dept.	[subsidiary is in-charged]		
14. Sales and Marketing Dept.	-	3	3
15. Purchasing and Logistic Dept. : Biodiesel	-	6	6
16. Factory Dept. : Production Division	} 21	120	141
17. Factory Dept. : Engineering Division			
18. Quality Control Dept.	4	6	10
Total	39	179	218

Note : The Company and subsidiaries hired Dharmniti Auditing Co., Ltd. as Internal Audit

There are 21 subsidiaries with aggregate staff & employee 158 person (the remunerations is the same as remuneration to staff & employee of the Company. Total amount of Baht 66.11 million is paid to staff & employees as bellows :

Management / Staff & Employee of subsidiaries as of 31 December 2016	Part-time (person)	Full-time (person)	Total (person)
Management	-	5	5
Staff	-	153	153
Total	-	158	158

The labor dispute in respect labor during the past 3 years
 -Nil-

5.2 Personnel Development Policy

The Company provides continuous training and development to for its personnel and subsidiaries to improve work performance of management and operative staffs, including assignment work position to suit employee’s skill and expertise to have effective performance, achieve targets, vision and plan of Management. Our personnel development plan focuses on effective performance in each position. Therefore, the performance assessment is held at least once a year to assess development and skills of employees in order to conduct further analysis of knowledge, skill and improvement of each position.

All in all, the Company’s Human Resource Management and Development plan is as following:

- 1) To optimize the number of employees: the Company has policy to recruit more employees for factory, sales and planning, marketing, finance and investment department and business department related to solar and wind power plants.
- 2) To increase personnel, especially, in factory, sales and Marketing dept., Strategy Development and Investment Planning dept. and Power Business Supervision Dept (Solar and Wind Power).
- 3) To optimize the work positions,
- 4) Training course to enhance work performance: At least 60% or 100% of the employees or administrative staffs are committed to attend at least 1 training course per year.
- 5) Annual Performance Assessment / Evaluation
- 6) Skill Development Plan for middle-range-executives whom considered as the major driving force of the Company



Report of the Audit Committee

To All shareholders

The audit Committee of Energy Absolute Public Company Limited comprises of 3 Independent Directors, 1 of them is Independent Director who has accounting knowledge and experience to review creditability of financial statements. Therefore, the overall structure of the Audit Committee is qualified and duly meet all requirements as stipulated by the Securities Exchange of Thailand. The Audit Committee is independent to perform its duties in accordance with the Charter of Audit Committee.

The Audit Committee consists of

- | | |
|-------------------------------|--|
| 1. ACM Chainan Thammasujarit | Chairman of Audit Committee and Independent Director |
| 2. Mr. Chaiwat Pongpisitsakul | Audit Committee and Independent Director |
| 3. M.R. Bravochat Chatchai | Audit Committee and Independent Director |

In 2016, the Audit Committee held 10 meetings with 97.50% attendance of all members.

The executives, the Internal Audit and external Auditor were invited to the meetings to clarify in related agenda, submit relevant documents/report and result of audit including supplementary documents of each quarter.

In addition, the Audit Committee held a meeting with external auditor, without the executive / management joined the meetings. The Audit Committee strictly complied with the charter rules.

The minutes of the meeting is summarized with suggestions as a guideline for the Management and reported to the Board of Directors. The key factors were:

1. The Audit Committee reviewed the 2016 Company's quarter and annual financial statements as well as the consolidated financial statements prior submitting to the Board of Directors to ensure accuracy and sufficiency in accordance with the accounting standards and applicable law. The note to the financial statements has been provided adequately with observations and suggestions of improvement for the benefit of the Company.
2. The Audit Committee has reviewed the adequacy of internal control and internal audit. In our opinion, the control is effective and efficient, without significant defects found. The internal audit department performed their duties with independency. Company also approved 2016 internal audit plan which organize audit based on level of risk exposed. The plan concentrates on practical implementation which will result as effectiveness and efficiency. The Company constantly improves and develops its internal control to ensure its effectiveness.
3. The Audit Committee has reviewed the compliance with law related to securities and Stock Exchange, regulations of the Stock Exchange and law related to the Company's business. In our opinion, the Company has complied with the law in appropriate manner. In regard to the connected transactions or the transaction that may have conflict of interest, in our opinion, all transactions were executed for the highest benefit of the Company, in line with law and regulations of the Stock Exchange of Thailand. The transactions have been disclosed in the note to the financial statement.
4. The Audit Committee has reviewed risk management, audit report, notes to the evaluation of the internal control, and also exchanged opinion with top executives. The Executive Committee's meeting is held on monthly basis, while the Board of Directors' meeting is held on quarterly basis. In the meeting, the Audit Committee discussed about work performance, potential risk factors and following impacts as well as given suggestions to prevent or lower the potential risks. The work procedures toward risk management performed by delegated person were also reported on continual basis. In our opinion, the risk management strategy set forth by the Company is effective and adequate, covers scope of business operation containing high risk and is consistent to the current business operation.

5. The Company’s internal control system was sufficient and in line with regulations stipulated by the Stock Exchange Commission and the Stock Exchange of Thailand.
6. The selection of auditors based on transparency and good corporate governance. In addition, the Company takes into consideration the auditors’ previous work, reputation, reliability and capability to audit and certify the financial statement on timely manner. The Audit Committee has proposed candidate to the Board of Directors for submission to the General Annual Meeting of the Shareholders of the year 2017 for approval as follows:
 - To appoint the auditors from Price Water House Coopers ABAS Company Limited as follows:

Ms. Amornrat Pearmpoonvatanasuk	(The Company’s Auditor in the year 2016)
	CPA (Thailand) No.4599 and /or
Mr. Prasit Yuengsrikul	CPA (Thailand) No.4174 and /or
Mr. Pongthawee Ratanakoses	CPA (Thailand) No. 7795

As auditors of the Company for the accounting period of the year 2017 with the audit fees of Baht1,570,000. - and other expenses in the amount not exceeding 2% of the aggregate audit fees of the Group of Company.Plus non-audit fees for certification purposes by BOI of Baht 50,000 per certificate.

- To appoint the auditors from Price Water House Coopers ABAS Company Limited as follows:

Ms. Amornrat Pearmpoonvatanasuk	(The Company’s Auditor in the year 2016)
	CPA (Thailand) No.4599 and /or
Mr. Prasit Yuengsrikul	CPA (Thailand) No.4174 and /or
Mr. Pongthawee Ratanakoses	CPA (Thailand) No. 7795

As auditors of 21 subsidiaries and a joint venture company for the accounting period of the year 2017 with the audit fees of Baht 6,368,500.- and other expenses in the amount not exceeding 2% of the aggregate audit fees of the Group of Company. Plus non-audit fees for certification purposes by BOI of Baht 50,000 per certificate.

The Comparison of Audit fees

(Unit :Baht)

Audit fees	Accounting year 2016	Accounting year 2017	Increase (decrease)
Energy Absolute PCL: Consolidated and Separate F/S	1,490,000.-	1,570,000.-	80,000.-
21 Subsidiaries and a jv.company : in the year 2016	4,175,000.-	6,368,500.-	2,143,500.-
Total	5,665,000.-	7,938,500.-	2,223,500.-

7. Review Charter of the Audit Committee and are of the opinion that Charter of the Audit Committee is adequate and comply with rules and regulation of the Stock Exchange of Thailand as well as the good practice of corporate governance
8. The Audit Committee has conduct self-assessment (across the board and individual member) for the year 2016. The result of board self-assessment is 96.21% in average while the individual self-assessment is 98.67% in average

Energy Absolute Public Company Limited

ACM



(Chainan Thammasujarit)

Chairman of the Audit Committee



WORLD CONFEDERATION OF BUSINESSES

The Company received 2 awards from WORLD CONFEDERATION OF BUSINESSES; WORLD BUSINESS LEADER for the Company and WORLD LEADER BUSINESS PERSON for the CEO of the Company. We are praised to be the leader in applying the innovation, knowledge, and operation systematically resulting in the high achievement of the Company.

Report of the Nomination Committee

To All shareholders

The Nomination Committee of Energy Absolute Public Co., Ltd., consists of 3 Independent Directors whose duties are to support the Board of Directors in nominating and proposing a qualified persons with knowledge and skills, who will suit to the position of directors and top executives. At present, the Nomination Committee members are as follows:

1. M.R. Bravchat Chatchai	Chairman of Nomination Committee and Independent Director
2. Mr. Chaiwat Pongpisitsakul	Nomination Director and Independent Director
3. ACM Chainan Thummasujarit	Nomination Director and Independent Director

During the year 2016, the Nomination Committee has performed their duties as assigned by the Board of Directors.

The meeting was held 4 times in order to consider the matters as follows:

- To review the charter rules of the Nomination Committee, its duties and responsibilities, composition, qualifications and term of office, meeting schedule in order to formulate into written guideline of practice.
- To consider the opportunity for minor shareholders to propose the qualified candidates for the election of directors in the Shareholders' Annual General Meeting 2017. The invitation to propose as foresaid was from 7 October 2016 to 15 January 2017 via SET communication system. The criteria and form to nominate the qualified candidate for election as director are available on website of the Company for which all shareholders can access. And according to the result, there was no candidate proposed.
- To consider the new director to replace the ceased directors before completion of term and proposed some of retiring directors to the Board of Directors for re-election for another term in the Shareholders' Annual General Meeting of year 2017.
- The Nomination Committee has conduct self-assessment (across the board and individual member) for the year 2016. The result of board self-assessment is 95.61% in average while the individual self-assessment is 97.22% in average

Energy Absolute Public Company Limited



(M.R. Bravonchat Chatchai)
Chairman of the Nomination Committee

Report of the Remuneration Committee

To All shareholders

The Board of Directors of Energy Absolute Public Company Limited, appointed the Remuneration Committee in order to support the Board to set the policy, form and criteria of the remuneration to directors, sub-committees and chief of executive officer of the Company and propose the same to the meeting of the Board of Directors for consider and further approval by the shareholders' meeting. The main objective is for consideration of remuneration with transparency, fair and be competitive with other company in the same size and industry to enable that the Company retain the qualified directors and high executive who have major roles in driving the business operation toward goal.

The Remuneration Committee comprises to :

- | | |
|-------------------------------|---|
| 1. Mr. Chaiwat Pongpisitsakul | Chairman of Remuneration Committee and Independent Director |
| 2. ACM Chainan Thammasujarit | Remuneration Committee and Independent Director |
| 3. M.R. Bravo Chat Chatchai | Remuneration Committee and Independent Director |
| 4. Mr. Sutham Songsiri | Remuneration Committee and Independent Director |
| 5. Mr. Amorn Sapthaweeikul | Remuneration Committee and Independent Director |

During the year 2016, the Remuneration Committee meeting is held twice as following:

1. To consider and propose the bonus for the performance of last year by referring to the result of the self-assessment compared with the business plan.
2. To consider and propose the remuneration of directors and sub-committees, then propose to the Board of Directors for considering and for further approval of the shareholders' meeting.
3. To consider the performance of Chief Executive Office and propose his increment and bonus for the year.
4. Set KPI of Chief Executive Office according to goal and planning of the Company. The criterial for evaluation the performance of CEO is as per SET's form

Energy Absolute Public Company Limited



(Mr. Chaiwat Pongpisitsakul)
Chairman of the Remuneration Committee

Report of the Risk Management Committee

To All shareholders

The Risk Management Committee of Energy Absolute Public Company Limited consists of 6 directors, 3 of them are Independent Directors. All members are qualified. Their knowledge and expertise are cover to conduct risk management for the benefit of the Company.

The members of Risk Management Committee are as follows :

- | | |
|----------------------------------|--|
| 1. ACM Chainan Thammasujarit | Chairman of the Risk Management Committee and Independent Director |
| 2. M.R. Bravochat Chatchai | Risk Management Committee and Independent Director |
| 3. Pol.Gen Pracharavat Wongsuwan | Risk Management Committee and Independent Director |
| 4. Mr. Somphote Ahunai | Risk Management Committee and Executive Director |
| 5. Mr. Wutthilerd Chiannikulchai | Risk Management Committee |
| 6. Mr. Amorn Saphaweeul | Risk Management Committee and Executive Director |

The Risk Management Committee conducted duty assigned by the Board of Directors and according their Charter. In 2016, the Risk Management Committee held 6 meetings. The summaries are as follows:

- To review the charter rules, its duties and responsibilities, composition, qualifications and term of office, meeting schedule in order to formulate into written guideline of practice.
- To determine the guideline of risk management, level and chance of occurring as well as the impact.
- To monitor the projects of the Company group and provide the advice in order to reduce or avoid risk
- To conduct self-assessment (across the board and individual member) for the year 2016. The result of board self-assessment is 96.82% in average while the individual self-assessment is 96.39% in average

The Risk Management Committee aim to provide an adequate risk management control along with the efficient business operation.

Energy Absolute Public Company Limited

Air Chief Marshal 
(Chainan Thammasujarit)
Chairman of the Risk Management Committee

Report of the Corporate Governance Committee

To All shareholders

The Corporate Governance Committee ("the Committee") of Energy Absolute Public Company Limited responsibility is to support the Board of Directors to determine criteria and good practices in respect of corporate governance and social responsibility

The Committee comprises of 4 directors (3 of 4 are Independent Directors) as follows:

- | | |
|-------------------------------|--|
| 1. Mr. Chaiwat Pongpisitsakul | Chairman of the Corporate Governance Committee
and Independent Director |
| 2. ACM Chainan Thammasujarit | Corporate Governance Committee and Independent Director |
| 3. M.R. Bravochat Chatchai | Corporate Governance Committee and Independent Director |
| 4. Mr. Sutham Songsiri | Corporate Governance Committee |

In 2016, the Committee performed duties assigned by the Board of Directors and held 6 meetings for considering the following subjects:

- To review the charter rules, its duties and responsibilities, composition, qualifications and term of office, meeting schedule in order to formulate into written guideline of practice.
- To supervise the enhancement of good practice for Corporate Governance (CG), the Corporate Governance Committee has supervised the improvement of good practice for corporate governance. For the year 2016, the CG assessment conducted by the Stock Exchange of Thailand (SET) and Thai Institution of Directors (IOD). And CG Score of the Company is 87% which higher than the average CG Score of Listed Companies and SET 100 Index, however, lower than the average CG Score of SET 50 Index (the average CG Score SET 50 is 88%)
- To conduct self-assessment (across the board and individual member) for the year 2016. The result of board self-assessment is 97.91% in average while the individual self-assessment is 98.61% in average

The Committee aim to approach the good corporate governance in parallel with the expansion of the Company.

Energy Absolute Public Company Limited

(Mr. Chaiwat Pongpisitsakul)
Chairman of the Corporate
Governance Committee

Corporate Governance

Corporate Governance Policy

The Board of Directors understand the importance of implementing “Good Corporate Governance 2006” (as announced by Stock Exchange of Thailand), and therefore, implemented such “Good Corporate Governance” as a guideline to enable effective and transparent management which will ensure trust and confidence among shareholders, investors, stakeholders and all related parties. Good Corporate Governance can be divided into 5 areas as follows:

Section 1. Rights of shareholders

The Company supports right practice as well as right protection of the shareholders as follows:

1. Rights of shareholders

- Right of holding Company's shares
- Right to acquire, dispose and transfer the shares
- Right to acknowledge complete information and news related to the Company
- Right to attend and vote in the shareholders' meeting
- Right to appoint or dismiss the Company's directors
- Right to receive dividend from the Company
- Right to take part in making decision and acknowledge the decision of the Company concerning changes of internal infrastructure which are:-
 - 1) Disposal or transfer as a whole or important part to other person
 - 2) Acquisition or receive business of other companies under ownership of the Company
 - 3) Covenant, amend or terminate of agreements concerning all leasing business of the Company, as a whole or important part, delegate other person to operate the Company's business, or consolidate with other person with intention to share the profit/ loss
 - 4) Change details in memorandum of association or articles of association or other regulations of the same nature
 - 5) Increase or reduce the Company's capital
 - 6) To merge or liquidation of the Company
 - 7) To issue debenture stock
 - 8) To execute special transactions which are not normal transaction

- Right to propose matter as the agenda in the general meeting of the shareholders
- Right to propose a person as a director of the Company in the shareholders' meeting

2. Shareholder's meeting

Shareholders have right to attend and vote in Shareholders' meeting with equal treatment. The Company shall refrain from any action that may limit the right to access the Company's information or to attend the meeting. The Company undertakes procedures regarding each meeting as follows:

- The Company provides all necessary information such as date, time, location and an agenda of the meeting, including supporting documents for each agenda in prior to the meeting date to allow shareholders to study supporting information for their vote, without additional agenda other than specified in the notice of the meeting or changes of important information without prior notice to the shareholders.
- The notification of the shareholders' meeting as well as supporting details to be available 30 days prior to the date of the meeting by publishing on the Company website: www.energyabsolute.co.th
- Rules and regulations of the shareholder's meeting as well as voting procedure to be clearly stated in the notice of the meeting .
- The Company allows shareholders to send their questions as well as name and contact details to the company prior to the meeting date through following methods:

Energy Absolute Public Co., Ltd.

Attention : Corporate Secretary

89 AIA Capital Center Building, Ratchadaphisek Road., Dindaeng, Bangkok 10400

Tel : 0 2248 2488-92, 0 2002 3667-9 (Ext.10702, 10726)

Fax : 0 2248 2493

- The shareholders can enquire, express their opinion and ask for clarification from the Board of Directors, committee or the Management in regard to meeting agenda, policy, operation result, annual audit result from the independent auditor, remuneration policy of the directors and executives or other related matters.
- In the event that the shareholder is not able to attend the meeting, he/she can use proxy. The shareholders to be allowed to appoint an

independent director or other person as considered an appropriate as well as their proxy on which he/she can specify their vote. Appointment of the proxy must be clearly specified.

- Shareholders to be allowed to vote in election of qualified director to undertake responsibilities of maintaining benefit of the shareholders.
- The Company held meetings in a timely manner, and support shareholders to express their opinion and ask for more information.
- The Company encourages directors, executives and auditors to attend the meeting for the advantage of answering questions of the shareholders.
- The Company Secretary provided minutes of meetings with accurate, complete and clear details and submitted to the SET, SEC as well as disseminated through the Company website within 14 days after the date of meeting.

Section 2. Equal treatment of shareholders

All shareholders, investors, corporate investors both within the country and abroad, received equal treatment as specified in the Right of Shareholder Section. The Company has stipulated the policy to protect right of shareholders to ensure that everyone is being treated equally and fairly.

1. Use of internal information for purchase and sale of the Company's securities

The Board of Directors has set the protection of internal information and purchase and sale of the Company's securities to ensure equality and justice to all shareholders and to retrain directors and related executives from illegally purchase-sale the securities for their own interest.

- Control of internal information:
All directors, executives and employees are not allowed to use internal information which has not been disclosed to the public domain for interest of their own or others. In addition, any third party who is involved or may have access to the important internal information of the Company, must sign in the non-disclosure agreement to ensure that the particular person will use the information with full caution and keep such information as confidential in the same manner as the executives and employees would practice.
- Holding the Company's securities:
All directors, executives and employees have freedom to purchase-sale securities of the Company. However, to prevent conflict of interest, directors, executives and employees, including their spouse and minor child are prohibited to

purchase-sale securities of the Company 1 month prior to the date of disclosure of the financial statement to the public. Any acquisition-disposition, transfer-receive of the Company's securities held in their account must be reported and disclosed to the related authority.

Besides the above, The Company also reports the changes in securities holding of the directors in quarterly to the Board of Directors

Incompliance with the use of internal information aforesaid shall be deemed as default of the Company's regulations. In addition, if such default is considered violation of Section 241, the violator may be subjected to Section 242

2. Conflict of interest

The Company operated business with honesty, integrity, transparency and fairness. Directors, executives and all employees are not allowed to engage in any business that compete with the Company or execute any business transaction which involves themselves or related person/juristic person that may lead to conflict of interest. It is responsibilities of the

Board of Directors to monitor and ensure that everyone strictly comply with the rules and regulations of disclosing related transaction as stipulated by law or relevant authorities.

In case it is necessary to enter into a connected transaction, such transaction must be under general trade conditions as approved by the Board, with transparency and fairness, and executed in a manner as if to external party, and conduct for the full benefit of the Company. However, the connected transaction which is not based on the general trade conditions may lead to conflict of interest and must be reviewed and considered by the audit committee prior to being proposed to the Board or shareholders for approval.

3. Report on the interest of directors and related persons

It is responsibility of directors and executives to report interest of directors and related persons regarding the management of the Company as regulations and conditions set forth by the SEC. The Company Secretary is responsible for collecting and submitting report of interest to the Chairman of the Board of Directors and the Chairman of the Audit Committee within 7 days from the date of receiving report.

Section 3. Roles of stakeholders

The Company supports conduct of business based on fairness and shared benefit between the Company and stakeholders. All related policies and measures are set forth as follows:

1. Treatment to stakeholders : Stakeholders of the Company are categorized as follows:

- Shareholder: The Company determines to create quality and stable business growth for the full and sustainable benefit of the shareholders based on the effective work performance ,excellent turnover, equal access to necessary information, disclosure of actual information, conducting business with honesty, integrity, transparency and fairness.
- Customer : The Company provides excellent service system to ensure that all customers receive appropriate response and complete-accurate information as required. The Company also has survey forms to take customers feedback as a guideline for continual improvement and development.
- Partners : The Company treats trading partners with fairness based on shared benefit, develops and maintains long term relationship, as well as creates trust between each other and strictly complies with the procurement regulations.
- Creditor: The Company strictly complies with the conditions agreed with creditors, manages to return loans plus interest in timely manner.
- Employees : The Company treats its employees with fairness and appropriate manner in term of opportunity and compensation, appointment, skill development and safe working condition. The Company welcomes any opinion and suggestions from employees and treats everyone with fairness and equality.
- Competitor: The Company determines to conduct business under fair competition environment, not seeking competitor's confidential information dishonestly or inappropriately, not executing any action that violates their intellectual property.
- Community and Society: The Company maintains its participation in society by complying with the law and/or approved regulations, coordinates with government authorities, ensures that business operation will not cause any damage to community, society and environment, supports and develop society in terms of life quality development, education development, energy saving and environmental care.

2. Risk Management Policy

- Risk management is an integral to the whole

business where responsibility is adjacent to employees of all levels. With awareness toward risks adhered to their work and within department, everyone is assigned to ensure that an appropriate balance between risk and its control is achieved.

- To define risk management procedures in line with international standards, integrate same risk management to whole organization, implement risk management as a part of planning, strategy and business operation of the Company, as well as to achieve the target, vision, mission and strategy set forth in order to create success and confidence among stakeholders.
- To define prevention and minimize risks from business operation in order to avoid damage or loss, as well as to follow up and assess the risk management result regularly.

3. Safety and hygiene of workplace environment

The Company realizes that safety and hygiene of workplace and environment is the basic responsibility of organization and is an important and necessary factor for our business operation. To become a leading organization, all departments are constantly supported and developed under safety, hygiene of workplace as follows:

- Prevent accidents, injury and sickness what may be incur from operation under strict compliance of everyone, as well as limit and control work that exposes to higher risk
- Coordinate with government authorities and private companies to minimize emergency cases or accidents incur from work
- Comply with applicable laws, regulations and provisions regarding safety strictly, and implement safety standard to business operation
- Provide equipment, tools, regulations, work plan and training course for employees of all levels to ensure they understand and receive sufficient information about safety at work and to prevent accidents or diseases incur from work.
- To review safety policy and conduct assessment regularly.

4. Society and Environment policy

The Company realizes important of taking part in society and environment

- Determine, reduce and prevent pollution
- Strictly comply with the applicable laws, regulations and related practices.
- Develop and improve work standards to be in compliance with environmental standards
- Whistle-blowing

5. Whistle-blowing Policy

To encourage and support all stakeholders both inside and outside the organization to take part in

corporate governance, the Company has set whistle-blowing policy for receiving claim of any incompliance, illegal actions. All information or claim can be reported directly to the Chairman of the Audit Committee.

- Conditions and consideration on complaints
 - 1) The complaint must be true and contain enough information to conduct an investigation.
 - 2) To protect whistle-blower, he/she may choose not reveal their name.
 - 3) The information received by the Chairman of the Audit Committee is kept as confidential and disclosed as deemed necessary, as the safety of whistle-blower is the main concern.
 - 4) Upon fact-finding and investigation process, the complaint will be reported to the Board of Directors for appropriate execution.
 - 5) The whistle-blower will be equally protected whether he is an employee or the third party.

6) Right Protection for employee, contractors or temporary staff

The Company refrains from any unfair treatment toward its employees, contractors or temporary staffs such as change of position, work scope, or place of work, suspend work, threatening, disturbing, dismissal or any other action defined as unfair treatment based on the ground that:

- such person provides information, coordination or assistance whatsoever to the executive committee, government or related authorities
- Giving statement, submitting evidence document or assistance whatsoever to the executive committee, government or related authorities in support of consideration or examination on violation of incompliance with the laws, regulations, provisions or good corporate governance.

Section 4. Information disclosure and transparency

1. Information disclosure

The Board of Directors places attention on disclosure of reliable, accurate, complete, transparent and timely released information for financial and non-financial matters. To investors and all stakeholders for their decision and confidence. The Office of Company Secretary and Corporate Communication are responsible for communicate and disseminate information necessary for individual investors, corporate investors, analyst and individuals within the country and abroad through different channels i.e. the Company's website, announcement of quarterly results, business operation plan. Important information being disclosed to the public are such

as annual statement (form 56-1), annual report (form 56-2), financial information, information related to major shareholders and rights of voting, information related to directors and committee, information disclosed to SET, corporate governance policy, business ethic, activities and operative plan etc.

2. Auditor and quality of financial report

The financial reports of the Company and its subsidiaries to be reviewed and audited by an independent auditor with knowledge and qualifications approved by SEC to ensure accuracy to the Board of Directors and shareholders. Nevertheless, the Company has policy to change independent auditor on 5 years basis where new auditor from the same accounting firm may be appointed. The same auditor may be re-appointed after at least, 2 years after his last audit completion. The Board of Directors places importance and responsibility on the financial statement of the Company and its subsidiaries based on general accounting standards, with full caution, accuracy and completeness to reflect actual operative result of the Company. The Board of Directors provided operative result and information disclosure with transparency and sufficiency to related authorities such as SEC and SET regularly by taking into account the benefit of shareholders and investors. Furthermore, the Audit Committee is appointed by the Board of Directors to verify and examine reliability and accuracy of the financial report and internal control system.

Section 5. Responsibilities of the Board of Directors

1. Structure of the Board of Directors

- The Board of Directors consists of at least 5 directors, and at least half of the directors must have domicile within the Kingdom.
- The Board of Directors consists of at least one third (1/3) of total numbers of directors on board and/or contain at least 3 directors.
- The amount excludes independent directors and must in accordance to fair pro rata of investment of each shareholder group.
- The Chairman of the Board of Directors and the Chairman of the Executive Officers must not be the same person to separate clear duties and responsibilities and to balance the power.

2. Qualifications of directors

- Qualified, not being prohibited to run Public Company, Securities and Stock Exchange, law, including other applicable laws and good corporate governance of the Company.
- Having competent knowledge and good professional background, independent,

performing duties' honest, moral, ethical and regularly attend the meetings

- Having one or more specific knowledge in a particular field which will generate benefit to the Company which are:
 - (1) Production and distribution of biodiesel oil
 - (2) Production and distribution of alternative energy
 - (3) And good corporate governance
- Holding position as a director in the maximum of 4 listed companies, and not hold any position in the entity deemed as the Company's competitor
- Qualifications of Independent Directors are as follows:
 - (1) Hold no more than 1% of total paid up shares in the Company, holding company, subsidiaries, joint ventures or controlling parties of the Company, which shall be inclusive of the shares held by related persons.
 - (2) Never or not holding position of director with duty involving management, employee, staff, advisor who receives monthly salary or controlling party of the Company, holding company, subsidiary, joint-venture, joint-venture of the same level or juristic person which may have conflict, except the position that has been dismissed for at least 2 years prior to the date of appointment . The prohibited characters exclude the position in government authority or advisor for government authority which is a major shareholder or controlling party of the Company or its subsidiaries.
 - (3) Not related by blood or registered as being parents, spouses, siblings, or spouses of the children of the executives, major shareholders, controlling party, or persons to be nominated as executives or controlling party in the Company or its subsidiaries.
 - (4) Have no business relations with the Company, holding company, its subsidiaries, its joint ventures, or juristic persons which may be in conflict with the Company in ways that might impair their independent judgment, is not or has not been shareholder, director which is not independent director or executive of the persons who might have relationship with the Company, holding company, its subsidiaries, joint ventures, or juristic persons in potential conflict with the Company, unless such association ended no less than 2 years prior to the date of appointment.
 - (5) Is not or was an auditor of the Company, holding company, its subsidiaries, its joint

ventures, or juristic persons in potential conflict, and is not a major shareholder, director which is not independent director, executive or managing partner of the auditing office where the auditor of the Company, holding company, its subsidiaries, joint ventures, or juristic persons in potential conflict with, unless such association ended no less than 2 years prior to the date of appointment.

- (6) Is not and have not been a professional advisor especially in legal or financial fields who receives service fee more than two million baht a year from the Company, holding company, subsidiaries, joint ventures, or juristic person with conflict. In addition, the juristic person shall include the position of major shareholder, director who not serve as an independent director, executive or managing partner in that entity, unless such an independent director has not been a person referred to above for at least two years.
- (7) Is not director appointed as representatives of directors, major shareholders or shareholders of the company related to the major shareholders of the Company.
- (8) Do not operate the same and competitive business with the business of the Company, or its subsidiaries, or is not a significant partner of the partnership, or is not an executive director, employee, staff, advisor who receives salary, nor holds shares exceeding one percent of total voting shares of any other companies which operate the same and competitive business with the business of the Company, or its subsidiaries
- (9) Is not any otherwise which is unable to have an independent opinion regarding the business operation of the Company.

3. Term of directors

At the Annual General Meeting of Shareholders (AGM), one- third of all directors shall resign by rotation. In case the number of resigned directors cannot be proceeding, the similar amount to one third shall be applied. The resigning directors may be re-elected.

In addition to due term of office, the directors may vacate the position upon following situation:

- Death
- Resign
- Unqualified or having prohibited character as stipulated by law or the regulations of the Company.

- Resigned by resolution of the shareholders' meeting
- Resigned by virtue of the court

4. Meeting of the Board of Directors

- The meeting of the Board of Directors is held on quarterly basis, with advance schedule of total meeting per annum. Meeting with special agenda may be held as necessary.
- At least half of the directors attending the meeting shall constitute the quorum.
- Chairman of the Board of Directors and Chairman of the Executive Officers (CEO) or President jointly consider the agenda to the meeting where each director can propose the matter to bring as an agenda in the meeting.
- The Company Secretary is responsible for submission of supporting document with complete information at least 7 days prior to the meeting date (except the urgent case or confidential). Additional information can be enquired from the management.
- The Chairman of the Board of Directors should allocate appropriate time to enable directors to discuss important matters in each agenda.
- The Company Secretary and Legal Department is in charge of recording and arranging the minutes of meeting to be completed within 14 days (unless any other urgent matter) from the date of meeting, keeping minutes of meeting and supporting documents, follow up to ensure the directors comply with the law, regulations and resolution of the shareholder's meeting, as well as coordinating with related parties.

5. Duty of Care, Duty of Obedience, Duty of Loyalty and Duty of Disclosure

- To perform their duties under applicable laws, objectives, regulations of the Company and resolutions of shareholders' meetings with duty of loyalty, duty of care, accountability, be respective to the law and regulations of the Company, as well as full benefit of all shareholders.
- To determine policy and business direction of the Company, control and monitor whether the

management's performance is effectively and efficiently conducted in line with regulations and policies in order to maximize economic value to the shareholders and achieve the sustainable growth.

- Disclose information to shareholders, investors and all groups of stakeholders with accuracy, standard, transparency and in timely manner.
- To provide efficient internal control and audit system
- To provide efficient risk management and regularly follow-up
- To implement good corporate governance and regularly follow up the result
- To recruit the company Secretary to be responsible for arranging activities of the Board of Directors and to support the Board of Directors and the Company to comply with the law and related regulations.
- To implement business ethics for directors, executives and employees as a standard of work within the organization.
- It is duty of the independent directors to review the internal control system, management, application of resource, appointment of directors and to determine standards of business conduct with their independent discreet, as well as to oppose the action of management or other directors in regard to the conflict which impact equality of shareholders.
- The Board of Directors may seek for professional opinion in regard to business operation, from external advisor at own cost of the Company.

2 Sub-Committees

2.1 Appointment of Sub-Committee

The Board of Directors appointed sub-committees to oversee and filter important issues and to report to the Board. Sub-Committees are as follows:

- The Executive Committee
- The Remuneration Committee
- The Audit Committee
- The Risk Management Committee
- The Nomination Committee
- The Corporate Governance Committee

Structure of Committee



Details of Sub-Committees

Executive Committee

Scope of duties and responsibilities of the Executive Committee which is appointed by the Board of Directors are as follows:

Scope of duties and responsibilities of the Executive Directors

- 1) To consider and review direction of business operation, business plan and strategy for approval of the Board of Directors
- 2) To control the business operation of the Company to ensure the compliance with strategic business plan and the budget approved by the Board of Directors and to report result to the Board of Directors for consideration.
- 3) To review the code of conduct, handbooks for different departments to ensure compliance with the regulations stipulated by related government authority
- 4) To set efficient internal control system and risk management system as well as monitoring system and to ensure work procedures are completed in line with law, regulations and good corporate governance.
- 5) To consider and propose accounting policy, investment, removal of bad debt, or removal of asset disposal to the Board of Directors for consideration and approval
- 6) To consider and approve work procedures as assigned by the Board of Directors
- 7) To perform or act as a representative of the Board

of Directors on behalf of the Company in coordination with government authorities such as SEC and SET.

- 8) To consider and approve budget for normal transaction of the Company, which maximum value is THB 250 million.
- 9) To consider and approve employment, shifts, dismissal, approve Remuneration of the executives, as well as to determine punishment, indemnification, and approve on executive's resignation, unless the Nomination and Remuneration has been appointed.
- 10) The meeting is held on a monthly basis where half of the directors attending the meeting shall constitute the quorum.

Nonetheless, the power of the executive committee including authorization to other person as considered appropriate by the executive committee shall not constitute power of proxy to approve transactions that he or potentially conflicted persons may involve or any involvement causing conflicts of interest to the Company or any conflict with the Company or its subsidiaries (if any) or the transaction which is not under normal business transaction of the Company. To approve such transaction, the matter must be proposed to the meeting of the Board of Directors and/or shareholders for consideration and approval as stipulated by the regulations of the Company or related law.

As at 31 December 2016 : the Executive Committee consists of:

Name	Position	No. of attendance / total meeting
Mr. Somphote Ahunai	Chairman of the Executive Committee	11/12
Mr. Amorn Saphaweekul	Executive Committee member	10/12
Mr. Wutthilerd Chiannilkulchai	Executive Committee member	9/12
Mr. Sutham Songsiri	Executive Committee member	9/12
Mrs. Dujdao Luksanaviwat	Executive Committee member	11/12
Ms. Yaowaluag Pukpikul	Secretary of Executive Committee	

Member ceased during the year	Position	No. of attendance / total meeting
Mrs. Blanca Shulan Huang	Executive Committee member	1/1

Mrs. Blanca Shulan Huang ceased from member of Executive Committee on 3March 2016

Audit Committee

The Audit Committee which is appointed by the Board of Directors consists of at least 3 Independent Directors, and at least 1 Independent Director has sufficient experience to review the reliability of the financial statement.

Duties of the Audit Committee are:

1) Financial Report

- To review an annual financial and consider completeness of the information acknowledged and assess the appropriateness of accounting principles applied to the financial report
- To review accounting matters and significant financial report, including complicated or irregular transaction and the transaction which requires discretion
- To enquire management and auditors in regard to auditing result of the important risk concerning financial report and plan to reduce such risk
- To review efficiency of the internal control in regard to procedure of creating financial statement

2) Internal control

- Review to ensure that the Management has set the internal control system as well as internal control of the proper technology implemented, communication channels, important of the internal control and risk management through the whole organization
- Review to ensure that the advice regarding internal control suggested by the internal audit and auditor has been amended and improved

3) Internal Audit

- Review and approve annual internal audit plan, as well as personnel and resources required
- Review activities and performance of the Internal Audit to ensure independency
- Review efficiency of the Internal Audit performance to ensure that the internal audit standard has been implemented

4) Control compliance to law and regulations

- Consider changes of law, regulations proposed by the Internal Audit which has impact to the business operation of the Company regularly
- Review the facts found by controlling authority,

follow up, improve, as well as report to the Board of Directors

- Review efficiency of system which implemented to monitor compliance with the law, regulations, as well as correct in case the matter has not been followed

5) Risk Management

- Review to ensure efficiency of control on policy and duties related to risk management of the Company and its group
- Review the efficiency of risk management system of the Company and its group

6) Consider and ensure accuracy and completeness of the information disclosure of the Company in case there is connected transaction or conflict of interest

- Select, propose, appoint and consider remuneration of the Auditors
- Responsible for selection, appointment and proposal of the remuneration of the Auditors

7) Compliance to the morality and ethic of the executives and employees

- Review to ensure that business ethics and morality of the executives and employees, prevention policy on conflict of interest are made in written form and acknowledged by all executives and employees
- Support compliance with morality, ethic and prevention policy on conflict of interest

8) Provide report of activities of the Audit Committee by disclosure such information in the annual report of the Company which will be signed with affixed name by Chairman of Audit Committee

9) Other responsibilities

- Otherwise act as assigned by the Board of Directors
- Review and assess charter of the Audit Committee on regular basis, as well as propose to Board of Directors for approval in case of amendment
- Provide self-assessment on annual basis, and report the result to the Board of Directors

Name	Position	No. of attendance / total meeting
ACM Chainan Thumasujarit	Chairman of the Audit Committee and Independent Director	10/10
Mr. Chaiwat Pongpisitsakul	Audit Committee and Independent Director	10/10
M.R. Bravochat Chatchai	Audit Committee and Independent Director	9/10
Ms. Pimvara Laemsuwanchuen	Secretary of Audit Committee	
Member ceased during the year	Position	No. of attendance / total meeting (as of the ceasing date)
Mr. Bannarat Pichyakorn	Audit Committee and Independent Director	7/7

Note : Mr. Bannarat Pichyakorn passed away on 24 July 2016

Nomination Committee

The Nomination Committee which is appointed by the Board of Directors comprises of at least 3 Directors, all must be Independent Directors. The duties are as follows:

- 1) Consider policy of nomination of directors and top executives, nominate, select and propose qualified person with morality, ethics and qualification suitable to the position
- 2) Review and assess the work performance of the directors and executives
- 3) Supervise the nomination plan for specific position of the top executives
- 4) Provide succession plan, revise the development

- plant of the Chairman of the Executive Officers or top executives as a prepared plan in the event that the CEO or top executives in particular position will retire or will be unable to perform their duties to assure smooth and continual business operation
- 5) Provide development plant for directors to ensure that the current directors and new directors understand the business of the Company and their roles, including important development such as industry situation, rules or law related to the business of the Company

As at 31 December 2016: The Nomination Committee consists of:

Name	Position	No. of attendance / total meeting
M.R. Bravochat Chatchai	Chairman of Nomination Committee and Independent Director	4/4
ACM Chainan Thumasujarit	Nomination Committee and Independent Director	4/4
Mr. Chaiwat Pongpisitsakul	Nomination Committee and Independent Director	4/4
Ms. Pimvara Laemsuwanchuen	Secretary of Nomination Committee	
Member ceased during the year	Position	No. of attendance / total meeting (as of the ceasing date)
Mr. Bannarat Pichyakorn	Nomination Committee and Independent Director	2/2

Note : Mr. Bannarat Pichyakorn passed away on 24 July 2016

Remuneration Committee

The Remuneration Committee consists of at least 4 directors and shall have independent directors at least half of member. Member of Remuneration Committee elect member to be Chairman of committee

The Remuneration Committee has duty and responsibilities according to Charter which approved by the Board of Directors. The details are as follows:

- 1) To consider the policy and structure of directors remuneration and sub-committee of the Company and propose to the Board of Directors for consideration and further propose to the meeting of shareholders for approval
- 2) To consider the remuneration of the chief executive officer who is the top of executive and propose to the Board of Directors for further consideration

To perform the duty, the Remuneration Committee considers from the reasonable and reflects the scope duties and responsibilities of director, the financial status of the Company in comparing with the good practice of other companies in the same size and same sector. The remuneration of directors shall be proposed to the Board of Directors for further approval from the shareholders' meeting.

As of 31 December 2016, the Remuneration Committee consists of 5 members and more than of member is independent directors . The details of member are as details bellows:

Name	Position	No. of attendance / total meeting
Mr. Chaiwat Pongpisitsakul	Chairman of Remuneration Committee and Independent Director	2/2
ACM Chainan Thumasujarit	Remuneration Committee and Independent Director	1/1
M.R. Bravochat Chatchai	Remuneration Committee and Independent Director	1/1
Mr. Sutham Songsiri	Remuneration Committee	2/2
Amorn Saphthaweekul	Remuneration Committee and Executive Director	1/2
Ms. Pimvara Laemsuwanchuen	Secretary of Remuneration Committee	

Member ceased during the year	Position	No. of attendance / total meeting (as of the ceasing date)
Mr. Bannarat Pichyakorn	Chairman of Remuneration Committee and Independent Director	1/1

Notes :

- ACM Chainan Thumasujarit : be appointed as member of the Remuneration Committee from the Board of Directors on 10 August 2016
- M.R. Bravochat Chatchai : be appointed as member of the Remuneration Committee from the Board of Directors on 10 August 2016
- Mr. Bannarat Pichyakorn passed away on 24 July 2016
- Ms. Omsin Siri : ceased from the secretary of the Remuneration Committee on 8 December 2016
- Ms. Pimvara Laemsuwanchuen was appointed as secretry of the Remuneration Committee on 8 December 2016

The criteria to determine the remuneration are as follows

1. Remuneration of Directors comprise with the monthly remuneration due the Company considers that the duty and responsibility of directors is at all the time during their directors' term
2. Remuneration of Sub-Committees shall be the attendance meeting fees for which this remuneration shall be proposed and obtain the approval from shareholders' meeting as the budget every year. Each sub-committee will set their working plan for the year as assigned by the board of directors
3. Bonus for the year is proposed as budget for shareholders meeting approval in advance. The bonus budget is considered from overall performance of the Company. However, the board of directors also conducts the self-assessment both of the whole board and each of director as well.
4. Remuneration of CEO, the Remuneration Committee considers and set KPI of Chief Executive Office according to goal and planning of the Company and as per assignment from the Board of Director. The evaluation, in comparing with the KPI and remuneration of CEO of the company in the same size and sector of the Company , is conducted at the end of the year. The remuneration of CEO is proposed to the Board of Directors for approval

Risk Management Committee

The Risk Management Committee consists of: at least 5 directors. Their duty is to propose and support to the Board of Directors. At least half of the members must have competent knowledge in finance, accounting, law or specific skill at business operation of the Company or risk management. The duties of the Risk Management Committee are as follows:

- 1) To determine and measure the acceptable risk level
- 2) Follow up the implementation, review the report of risk management, ensure the appropriateness and

sufficiency of the risk management, ensure the risk management remains in the acceptable level, and to ensure that the risk management has been continuously applied.

- 3) Regularly coordinate with the Audit Committee by exchanging knowledge and information regarding risk and internal control which impacts or may impact the Company, encourage to have culture of risk management and proper internal control:

As of 31 December 2016, the Risk Management Committee consists of 6 members and half of them are independent directors. The details are as follows

Name	Position	No. of attendance / total meeting
Mr. Chaiwat Pongpisitsakul	Chairman of Risk Management Committee and Independent Director	6/6
M.R. Bravochat Chatchai	Risk Management Committee and Independent Director	6/6
POL. GEN Phatcharavat Wongsuwan	Risk Management Committee and Independent Director	1/6
Mr. Somphote Ahunai	Risk Management Committee	6/6
Mr. Amorn Saphaweeikul	Risk Management Committee	5/6
Mr. Wutthilerd Chiannilkulchai	Risk Management Committee	3/6
Ms. Yaowalug Pukpikul	Secretary of the Risk Management Committee	

Member ceased during the year	Position	No. of attendance / total meeting (as of the ceasing date)
Mr. Bannarat Pichyakorn	Risk Management Committee	2/2

Note : Mr. Bannarat Pichyakorn was appointed to be member of the Risk Management Committee by the Board of directors on 26 February 2016 and passed away on 24 July 2016

● **Corporate Governance Committee**

The Corporate Governance Committee consists of: at least 3 directors and shall have independent directors for not less than half of committee members.

The duty of Corporate Governance Committee is:

- 1) to determine and review policy, regulations and work approach to be in line with good corporate governance, determine and plan about corporate social responsibilities

- 2) to supervise the progress of corporate governance plan as well as corporate social responsibilities, as well as to give advice and support as necessary
- 3) to conduct internal assessment based on corporate governance principles in order to seek for improvement
- 4) to act as representative of the Company in communication and conduct corporate governance with the executives, employees and external agencies.

As at 31 December 2016 :

the Corporate Governance Committee consists of: 4 directors and 3 of them are Independent Directors

Name	Position	No. of attendance / total meeting
Mr. Chaiwat Pongpisitsakul	Chairman of Corporate Governance Committee and Independent Director	4/4
ACM Chainan Thumasujarit	Corporate Governance Committee and Independent Director	4/4
M.R. Bravochat Chatchai	Corporate Governance Committee and Independent Director	4/4
Mr. Sutham Songsiri	Corporate Governance Committee	4/4
Ms. Yaowalug Pukpikul	Secretary of the Corporate Governance Committee	

Member ceased during the year	Position	No. of attendance / total meeting
Mr. Bannarat Pichyakorn	Corporate Governance Committee and Independent Director	2/2

Note : Mr. Bannarat Pichyakorn passed away on 24 July 2016

3. Evaluation of the Board of Directors' performance

The Board of Directors jointly determines criteria and evaluates their own performance which consists of group and self- evaluation on annual basis. Evaluation results are used to improve and develop directors and work processes.

For the year 2016, the result of Board self-assessment is as follows:

The Board self-assessment : 99.72%

Self-assessment of each director: 100.00%

4. Directors' remuneration

The Board of Directors, being screened and reviewed by the Remuneration Committee, determines clear policy and criteria of remuneration, and proposes to the shareholders for approval. The remuneration of each year is considered with transparency, appropriateness and consistent to the responsibility and benefit from each director.

5. Training and Development Course for Directors

Newly appointed director will be given information, regulations and business information crucial to his duties. The Company provides opportunity of skills development of directors through continual training courses to support directors to perform the corporate governance with full efficiency and effectiveness.

6. Succession Plan

The Board of Directors formulates the succession plan of Chairman of the Board of Directors and top executives to ensure confidence among investors, companies and employees of continued performances. The succession plan is reviewed on annual basis.

• Succession Plan Policy

Succession Plan Policy The succession plan is executed with transparency and adequacy to assure that the Company will have professional and high potential executive. The details of our succession plan are as follows:

1. Chairman of the Executive Committee or equal position

Once the Chairman of the Executive Committee or equal position becomes vacant or unable to perform his duties, the Company may assign the duties to other executive in the similar or lower position as an acting person until the qualified person will be elected. The person elected to replace the vacant position should have great vision, competent knowledge and skills as well as an experience which suits to the culture of organization.

2. Executive

Once the executive position – rank from director upward, becomes vacant or person holding such position is unable to perform his duties, the Company may propose the elected successor to the Board of Executive Committee. The procedures are as follows:

- Analyze the business operation, strategy, policy, investment plan, expansion plan, and

evaluation of personnel readiness to be consistent with both short-term and long-term strategy of the Company.

- Formulate plan to prepare readiness of personnel by improving existing personnel to nominating for new replacement.
- Formulate recruitment program, employee training and development prior to the retirement or early resignation.
- Determine competencies-knowledge, skill, personality and expected attitude of the particular position, as well as to formulate development plan for individual person (Individual Development Plan).
- Select, evaluate on performance and competency of the applicant
- conduct testing and evaluating of applicant to analysis their competency.
- Specify the successor based on the evaluation, analysis of competency and performance, as well as to give notice to the applicant in advance to be prepared and acknowledge the position details, and to specify the alternative successor.
- Develop and evaluate applicant whom expected to be successor to see his development and potential to achieve target, applicant who not meet the requirement will be replaced.

7. Nomination and appointment of the directors and top executive Qualifications of Independent Committee*

Definition of qualification of Independent Directors should involve in dependency as follow:

- 1) Hold no more than 1% of total paid up shares in the Company, holding company, subsidiaries, joint ventures or controlling parties of the Company, which shall be inclusive of the shares held by related persons.
- 2) Never or not holding position of director with duty involving management, employee, staff, advisor who receives monthly salary or controlling party of the Company, holding company, subsidiary, joint-venture, joint-venture of the same level or juristic person which may have conflict, except the position that has been dismissed for at least 2 years prior to the date of appointment . The prohibited characters exclude the position in government authority or advisor for government authority which is a major shareholder or controlling party of the Company or its subsidiaries.
- 3) Not related by blood or registered as being parents, spouses, siblings, or spouses of the children of the executives, major shareholders, controlling party, or persons to be nominated as executives or controlling party in the Company or its subsidiaries.
- 4) Have no business relations with the Company, holding company, its subsidiaries, its joint ventures, or juristic persons which may be in conflict with the Company in ways that might impair their independent judgment, is not or has not been shareholder, director which is not independent director or executive of the persons who might have relationship with the Company, holding company, its subsidiaries, joint ventures, or juristic persons in potential conflict with the Company, unless such association ended no less than 2 years prior to the date of appointment.
- 5) Is not or was an auditor of the Company, holding company, its subsidiaries, its joint ventures, or juristic persons in potential conflict, and is not a major shareholder, director which is not independent director, executive or managing partner of the auditing office where the auditor of the Company, holding company, its subsidiaries, joint ventures, or juristic persons in potential conflict with, unless such association ended no less than 2 years prior to the date of appointment.
- 6) Is not and have not been a professional advisor especially in legal or financial fields who receives service fee more than two million baht a year from the Company, holding company, subsidiaries, joint ventures, or juristic person with conflict. In addition, the juristic person shall include the position of major shareholder, director who not serve as an independent director, executive or managing partner in that entity, unless such an independent director has not been a person referred to above for at least two years.
- 7) Is not director appointed as representatives of directors, major shareholders or shareholders of the company related to the major shareholders of the Company.
- 8) Do not operate the same and competitive business with the business of the Company, or its subsidiaries, or is not a significant partner of the partnership, or is not an executive director, employee, staff, advisor who receives salary, nor holds shares exceeding one percent of total voting shares of any other companies which operate the same and competitive business with the business of the Company, or its subsidiaries
- 9) Is not any otherwise which is unable to have an independent opinion regarding the business operation of the Company.

Note : The qualifications of Independent Directors are as prescribed in 16(2) of the Notification from SEC No. Thor.Jor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares and the Notification of the Office of the Securities and Exchange Commission

● Criteria and Procedure to nominate directors

1. The Company has Nomination Committee to select and propose the qualified person with morality, ethics and meets the requirements as prescribed in Section 68 of the Public Company Act B.E. 2535 and as stated in the related Notifications of the SEC and SET. The consideration also based on experience, knowledge, skills relevant to the business of the Company. Then the lists of selected applicant will be submitted to the Board of Directors for further proposal to the shareholders' meeting for selection and appointment.

Currently, the Board of Directors consists of 11 directors, i.e 4 of them are Independent Directors, 2 Executive Directors, and 5 non-executive directors

2) At the Annual General Meeting of Shareholders (AGM), one-third of all directors shall resign by rotation. In case the number of resigned directors cannot be proceeded, the similar amount to one third of the directors to resign during the first year. In second year after registration of the company, the ballot papers will be provided for seeking director to resign. Later years, the directors who hold longest term shall be resigned. The resigning directors may be re-elected.

3) The shareholders' meeting appoints directors based on majority vote and requirements as follows:

- Shareholder has the right to vote as per number of shares hold.
- Each shareholder must cast all their votes as referred above for one or more candidates as they choose but cannot divide their voting rights.
- Candidates with highest amount of votes will be elected as director. In the case more than one candidate has received an equal number of votes, and there are not enough vacant positions, the chairman of the meeting will cast the vote.

4) In the event that the positions on the Board becomes vacant for some other reason than the normal expiration of a director's term, the Committee may elect a qualified person who does not have prohibited characters as stated in the Public Company law, as a replacement to fill that position only for the remaining term, unless the remaining period is less than two months. The resolution of the designation shall receive votes of not less than three-fourths (3/4) of the remaining directors.

5) By resolution, the shareholders' meeting may have resolution to resign a director(s) prior to the term expiration with the votes of not less than three-fourths (3/4) of the attending shareholders with total shares no less than total shares hold by the attending shareholders in the meeting.

8. Nomination / Supporting Factors and Qualifications of the Committee

● Audit Committee:

The Audit Committee consist of directors from the Board of Directors, appointed by the Board of Directors, with qualifications as stated by the Securities and Stock Exchange law, notifications, regulations and/or the rules stipulated by the Stock Exchange. The Audit Committee consist of: at least 3 Independent Directors, at least 1 director should have competent knowledge in accounting and finance.

Qualifications of the Audit Committee

- 1) Has never been assigned by the Board to make decision in business operation of the Company, holding company, subsidiaries, and joint ventures, subsidiaries in the same level, major shareholders or controlling parties of the Company.
- 2) and is not holding directorship in the holding company, subsidiaries or subsidiaries in the same level only the listed company.
- 3) Have sufficient knowledge and skill to perform duties as Audit Committee. However, at least one committee should have competent knowledge to review the accountability of the financial statement.
- 4) Having the same duties as prescribed in the notification of the Stock Exchange of Thailand Re: Qualifications and Scope of Work of the Audit Committee

● Executive Committee:

The Executive Committee must elect from the members of Board of Directors and/or executives, and is appointed by the Board of Directors. The numbers of Executive Committee is as considered appropriate by the Board of Directors. The Chairman of the Executive Committee is also elected by the Board of Directors.

● Nomination Committee:

The Board of Directors appoints Nomination Committee to support the Board in determination of policy, criteria and procedures in seeking qualified person to undertake the directorship, committee, including top executives and the person as assigned by the Board of Directors in line with the nomination procedure stipulated, and to suggest opinion to the Board of Directors.

Nomination Committee consists of:

- 1) at least 3 independent directors
- 2) the Chairman of the Nomination Committee is elected by resolution of the meeting of Nomination Committee

(Top executive : means Chief Executive Officer (CEO) or Managing Director (MD) or equal position of the Company and subsidiaries),

- **Remuneration Committee:**

The Board of Directors appoints Remuneration Committee to support the Board in determination of policy, package and criteria of Remuneration for the Board of Directors, Committee, Executives and person assigned by the Board of Directors, to propose to the Board of Directors for approval.

Remuneration Committee consists of:

- 1) at least 4 directors from the Board
- 2) at least half of the members are the Independent Committee
- 3) the Chairman of the Remuneration Committee is by resolution of the meeting of Nomination Committee.

(Executives : means Chief Executive Officer (CEO) or Managing Director (MD) or equal position of the Company and subsidiaries)

- **Risk Management Committee:**

The Board of Directors appoints Risk Management Committee to support the Board in determination if risk management policy covers whole organization, to implement risk management system or procedure to reduce/minimize impact on the business of the company group efficiently by formulating factors, scope of authority, duties, responsibilities to ensure the Risk Management Committee perform their duties with full effect.

The Risk Management consists of

- 1) at least 5 directors from the Board
- 2) half member are Independent Committee. At least half of the members must have competent knowledge in finance, accounting, legal, or risk management or skill or expertise related to business operation of the Company.
- 3) the Chairman of the Risk Management Committee is elected by resolution of the meeting of Risk Management

- **Corporate Governance Committee:**

The Corporate Governance Committee is appointed by the Board, consist of at least 3 directors elected from the Board. Their duties are to determine and review policy, regulations and work approach to be in line with good corporate governance, determine and plan about corporate social responsibilities, hold a meeting to follow up progress of corporate governance plan as well as corporate social responsibilities, as well as to give advice and support as necessary, to conduct internal assessment based on corporate governance principles in order to seek for improvement, to act as representative of the Company in communication and conduct corporate governance with the executives, employees and external agencies.

9. The Control of the subsidiaries

- 1) Mechanism to control and manage work performance of the subsidiaries : To control and oversee work operation of the subsidiaries, the Company sends its representative to undertake different position such as director, executive or controlling party in the subsidiaries at least in proportion of shareholding. The duty of such representatives is to ensure the best performance of the subsidiaries. Moreover, the representatives must ensure the subsidiaries has regulations of connected transactions or acquisition or disposal of the assets or any significant transaction to be accurate, apply criteria related to information disclosure and transaction mentioned above to be in line with the regulations of the Company, to ensure the information storage and accounting record of the subsidiaries can be reviewed and collected to enable delivering financial statement in timely manner.
- 2) The agreement between the Company and other shareholders in management of subsidiaries and joint venture (shareholder's agreement): The Company has no agreement with other shareholders in management of subsidiaries and joint venture.

10. Use of Internal Information

The Company has implemented policy and protection approach for misuse of internal information for personal interest and securities sale-purchase as follows:

- 1) All directors, executives and employees including their spouse and minor child, including related person as per Section 258 are not allowed to use internal information which has not been disclosed to the public domain, to purchase, sale, transfer or receive securities of the Company.
- 2) Any purchase, sell, transfer or receive asset of the Company by directors, executive, including their spouse and minor child and related person as per Section 258 of the Securities and Stock Exchange B.E. 2535 Any purchase, sell, transfer or receive asset of the Company by directors, executive, including their spouse and minor child and related person as per Section 258 of the Securities and Stock Exchange B.E. 2535 must be report to the SEC and SET within 3 days from the date of transaction. Violation or failure to comply with the regulation issued in accordance with Section 275 be liable to a fine not exceeding THB 500,000 and a further fine not exceeding THB 10,000 for every day during which the contravention continues. A copy of transaction report must be submitted to the Company as an evidence.

- 3) Directors, executives and employees of the Company who have access to the internal information shall not use such information prior to disclosure to the public, and shall not purchase, sell, transfer or receive asset of the Company within a period of one month prior to, and 1 day subsequent to the quarterly and annual financial statement will be disclosed to the public. The materiality content of the

information is prohibited be disclosed to any other parties

- 4) Report shareholding of director to the Board of Directors quarterly.

11. Audit fees

- Audit fees : for the year 2016, the audit fees of the Company and subsidiaries as details bellows: Corporate Governance Practice

Audit fees : for the year 2016

Name	Audit fees for the year 2016	Audit fees for the year 2017 (the proposed year)
Energy Absolute PLC	1,490,000.00	1,570,000.00
Subsidiaries and Joint venture	4,175,000.00	6,368,500.00
Total	5,665,000.00	7,938,500.00

Notes :Year 2016 : there are 20 subsidiaries

Year 2017 : there are 21 subsidiaries and 1 Joint venture

Non-Audit fee : for certification purposes by BOI

Name	Audit fees for the year 2016	Audit fees for the year 2017 (the proposed year)
Energy Absolute PLC	200,000.00	200,000.00
Subsidiaries and Joint venture	200,000.00	350,000.00
Total	400,000.00	550,000.00

12. Corporate Governance Practice

In business operation, the Company realizes that all shareholders are an owner of the Company. Hence, to assure and confide the shareholders that their investment made with is worthy, by having policy that retains the basic rights of shareholders on fair basis as stipulated by law and to be compliance with the good corporate governance for the listed companies year 2006 notified by the Stock Exchange of Thailand. The Company has applied 5 principles as a guideline for code of conduct which are rights of shareholders, fair treatment to shareholders, roles of stakeholders, disclosure of information and transparency and responsibilities of the board of directors to facilitate the effectiveness, transparency and audibility of its management system, which will create confidence and assurance among shareholders, investors,

stakeholders and all related parties. The main subjects of the corporate governance operation are as follow:

Section 1 : Rights of Shareholders

The Company facilitated all shareholders to receive basic rights both as an investor of securities and owner of the Company under the acceptable and reliable approach and standards by entitling right to acquire, dispose, transfer securities hold freely, receive share of profit from the Company in accordance with the policy approved by the shareholders' meeting, attend the shareholders' meeting, submit the questions prior to the meeting date, freely express their opinion in the meeting, participate in decision making toward important matters of the Company such as election of directors, amendment of the articles and memorandum of association. However, all shareholders are entitled

to vote in accordance with the portion of shares held where one share represents one vote; all shares are equal.

In addition to all basic rights aforesaid, the Company has provided additional matters to support and facilitate right exercise of shareholders as follow:

1. Provide important and necessary information to shareholders related to business operation clearly via the communication of the Stock Exchange of Thailand and the Company's website
2. All shareholders received supplementary information for meeting agenda one month prior to the shareholders' meeting date on the Company website. The Company sent related document in 7 days for normal agenda and 14 days for agenda which requires extraordinary resolution in advance. Furthermore, the rights of shareholders in the meeting and rights to vote of shareholders are clarified clearly in the document sent to shareholders.
3. The annual general meeting of shareholders 2015 did not contain any agenda that requires extraordinary resolution. However, the Company sent the invitation letter 14 days prior to the date of meeting to provide shareholders an opportunity to study the key information within sufficient length of time.
4. In the event that the shareholder is unable to attend the meeting, the Company has provided an alternative for shareholders to propose an independent director or any person to attend the meeting through Proxy form A, B and C which sent together with the invitation letter. The Proxy form B allows shareholders to determine their vote direction as stipulated by the Ministry of Commerce.
5. In year 2016, the annual general meeting of shareholders was held on 29 April 2016, attended by the Board of Directors, Chairman of the Audit Committee and Chairman of the Executive Committee including Chief of Executive Officer in order to answer and provided information to shareholders.
6. In the meeting date, the registration is performed through Bar-code system to facilitate shareholders at best convenience.

The Company Secretary explained rules and methods of voting for each agenda where the vote of each agenda is collected through ballot of shareholders which disagree and abstain to deduct from total votes. For agenda which related to re-election of the director who resign due to their term, the Company encourages to

consider an election by person where ballot is given to each shareholder represented the vote as agree, disagree and abstain.

7. In the annual general meeting of shareholder year 2015, there was one third of the director who resign upon completion of their term. The election of director is made individually where each ballot is the vote for each candidate- agree, disagree and abstain.
8. During the meeting, shareholders were allowed to freely express their opinions and raise their questions in each agenda before setting resolution to enhance shareholders of sufficient information in relation to the particular matters.
9. The Company determines to have agenda related to remuneration of directors to clarify to shareholders of types of remuneration received by each set of committee per annum.
10. In the annual general meeting of shareholders year 2016, the Company considered each agenda in order as specified in the invitation letter sent to shareholders in advance without any changes in such agenda, and the Company did not ask for any other matters out of as appeared in the invitation letter sent to shareholders.

Section 2: Equitable Treatment of Shareholders

Equitable treatment among all groups of shareholders whether minor or major shareholders, institution investors or foreign investors is the issue which the Company takes into account and put its best effort to create true fairness especially to the minor shareholders. During year 2015, the Company has supported the equitable treatment of shareholders as follow:

1. Provide information prior to the meeting of shareholders

- The Company publicizes meeting schedule as well as its agenda, opinion of the board of directors to the stock exchange on the Company's website prior to the annual meeting of shareholders.
- During the previous meetings of shareholders, the Company has provided information in the invitation letter to shareholders in Thai and English language and publicized/sent the invitation letters in both languages to the shareholders 14 days in advance. The detail pertaining to the invitation letter are as follow:-
 - 1) Articles of association related to the shareholders' meeting, practice guides, regulations and rules applied to the meeting, procedure of voting and resolution, including voting right to the shares in the annual

- general meeting of shareholders.
- 2) Document and evidence showing right to attend the meeting
- 3) Proxy and procedures/ Proxy form A. B. C.
- 4) Voting and counting procedures/ procedures of attending the general meeting of shareholders
- 5) Information of the Independent Committee of whom the shareholders may elect as his proxy holder
- 6) Map and location of the shareholders' meeting

2. Protection of rights of minor shareholders

- The Company stipulates the criteria to enable shareholders to propose additional agenda to the meeting prior to the date of the shareholders' meeting by informing through the Stock Exchange of Thailand of which the form can be downloaded from the Company's website. The additional agenda is open for proposal in advance from 7 Oct 2016 to 15 Jan 2017 for the purpose of transparency and fairness.
- The Company determines criteria and pattern to enable minor shareholders to propose a list of candidate for director position as well as to approve the list of proposed candidates. The proposal is opened for 3 months prior to the date of the shareholders' meeting when the Nomination Committee will consider the pattern for proposing list of candidates for director position.
- The Company gives an opportunity to shareholders to send their questions related to the general meeting of shareholders 3 months prior to the date of the shareholders' meeting.
- In the general meeting of shareholders 2015, there was no additional agenda which had not been informed to the shareholders in advance.
- In the annual general meeting of shareholder year 2015, in regard to the agenda concerned election of the director, the Company supported individual election, and the ballot is used to vote for each candidate.

3. Control of internal information

The Board of Directors has stipulated the measures to prevent misconduct of internal information (Insider Trading) of related person which included the Board of Directors, executives and employees whose duties involved with the information thereof, as well as their spouses and minor child of such person, as following:

- Related person is exempted from buying and selling securities of the Company within 1 month prior to the disclosure of quarterly and annual financial statement , and at least one day after the date of such disclosure.

- In case the related person have access to information of which has not been disclosed which may affect the securities price of the Company, he must not buy, sell the securities of the Company until such information will be disclosed to the public domain completely.
- The securities under possession of the directors and executives are disclosed in the annual report of the Company.

4. Prevention on the conflict of interest

- The Company has structure of shareholding which is explicit, transparent without cross-shareholding with major shareholders that may cause conflict of interest to a particular party. The structure of shareholding of the Company and subsidiaries is disclosed in the annual report with full details.
- The duties of the Board of Directors, executives and shareholders are clearly classified, therefore, there is no issue concerning intervening each other's duties.
- The Company determines that the directors and executives are responsible for providing report of stake holding as to review the related transactions.

Section 3 : Roles of Stakeholders

The Company conducts its business adhering to responsibilities to all stakeholders. The Board of Directors controls over the management system to ensure that such right have been protected and treated equally and strictly. During the previous year, the Company has reviewed and improved, as well as determined policy on treatment to stakeholders as a practice guideline for good corporate governance as following:

1. Treatment to stakeholders

Stakeholders of the Company are categorized as follows:

- Shareholder: The Company determines to create quality and stable business growth for the full and sustainable benefit of the shareholder, respect to rights of shareholders by providing necessary information fairly, while disclosing accurate information, conduct business with honesty, integrity, transparency and justice.
- Customer: The Company continues its mission to provide excellent service system to ensure that all customers receive appropriate response and treatment, and complete- accurate information as required without distortion. The Company also has survey forms to take customers feedback as a guideline for continual improvement and development. The practice guideline to customers and product quality/ marketing communication are as follows:
 - 1) Advertise products and services of the

- Company based on true fact, refraining from misleading, against morality and culture, and does not cause conflict to society.
- 2) Deliver products and service in accordance with the agreement made with customers
 - 3) Maintain its standards, product/service quality to ensure confidence and satisfaction among customers
 - 4) Willing to listen to claim from customers and take immediate action to improve. In case such improvement is limited or require longer period of time, the issue must be noticed to customer. Furthermore, status of the procedure must be reported to customers within timely manner from time to time.
 - 5) Not require for money, material or any benefit which indicate unfaithful action from customers
- **Creditor:** The Company strictly complies with the conditions agreed with creditors, and manages to return loans plus interest in timely manner, as well as to duly comply with the loan conditions.
 - **Trading partner:** The Company continues to treat its trading partners whom deemed as business partner with equity and based on the mutual benefit, develop and maintain long-term relationship with trading partners, while creating trust between each other. The Company has complies with the procurement regulations which the procedures and practice guides are clearly stated.
 - **Treatment to contract parties (trading partner and creditors):**
 - 1) Comply with regulations, agreement or contract strictly. In case of inability to comply, the Company shall immediately inform/discuss with the contract party for remedy and solution with fairness.
 - 2) Conduct the procurement with transparency, equally treat all stakeholders, clearly, completely, fair and auditability.
 - 3) Conduct a procurement from entrepreneurs who complies with the law or does not involve with labour, production process which might be against the law and morality.
 - 4) Consider quality and safety of the products and services procured which may effect health of users, employees, communities, societies and environment.
 - 5) Not use the information acquired from performing procurement to generate benefit for themselves or irrelevant party.
 - 6) Negotiate and enter into a contract with fairness, not taking advantage over the contract party by considering reputation and image of the Company
 - **Employees:** The Company carries on to take care and treat its employees with fairness and appropriateness in respect to opportunity, compensation, appointment, relocation, skill development, including control and management of working environment to be safe for life and properties of employees in all levels with justice and equity.
 - **Competitors:** The Company determines to conduct business under fair competition environment; not seeking competitor's confidential information dishonestly or inappropriately; not executing any actions that violate intellectual property or other person or its competitors. The practice guideline to competitors is stipulated as follow:
 - 1) Refrain from damaging reputation of competitors by accusing in negative way.
 - 2) Refrain from seeking information, trade secret of competitors by dishonest method
 - 3) Support fair competition and adhere to the competition rules strictly
 - 4) Not enter into any agreement with competitors or any person which reduce or limit the competitiveness
 - 5) Consider the equality and honesty in conduct of business and mutual benefit with the trading partners
 - 6) Conduct business with morality
 - **Community, Society, Environment, Health and Safety:**
The Company maintains its participation in society by complying with the law and/or applicable regulations, regularly coordinates with government authorities, ensures that business operation will not cause any damage to life quality of community, society and environment, supports and develop society in terms of life quality development, education support, energy saving and environmental care with fairness to the community as a whole. The practice guideline toward communities, societies, environment, health and safety are set forth as follows:
 - 1) Comply with related laws correctly, completely and consistent to the management manual, and to support implementation of management system which in line with international standard to business management within organization.
 - 2) Review, monitor and evaluate work performance to lower impact to environment, hygiene, safety of communities and environment
 - 3) Communicate for better understanding, participate in providing information to

communities and societies, investors, shareholders and general people with latest situation related to status and facts of the business operation of the Company without hiding any facts.

- 4) Strive to participate in development and support social activities, environment care and development on life quality of local communities in accordance with sustainable development for the harmonized society.

2. Policy on non-violation on information, IT and intellectual property

The Company determines policy against violation on information, IT and intellectual property of the Company and subsidiaries, and to comply with applicable law related to intellectual property or copyright, as well as not to support violation on intellectual property of other person. The details are as follow:

- Any works resulted from performing duties is deemed as intellectual property of the Company
- After discharging from employee status, all intellectual properties including products of invention must be returned to the Company
- To use software and computer programs, user must receive permission from owner of copyright and the Company will permit to the extent of the Company's necessity.
- To bring works or information of which a copyright of external party to use within the Company, art work must be reviewed to ensure that the application will not violate the intellectual property of other person.

3. Create good relationship with communities where the Company's office is located

Realizing the importance of relationship with surrounding communities, the Company has determined its practice to support knowledge and develop occupation of the surrounding communities such as inviting the Local Administrative Office, community leaders and nearby school to visit the solar power plants, sparing parts of the land into model plot of non-toxic vegetable growing, growing of vetiver grass to protect land collapse, raising animals. School nearby are invited to visit for learning and practice.

4. Provide project or approach against corruption. Corruption includes support of compliance with laws and related regulations.

With intention to conduct business with ethics adhering to social responsibilities and all stakeholders, in compliance with good corporate

governance and ethics, in year end of 2013, the Company joined "Alliance of Private Sectors Against Corruption" to express its explicit intention and determination against corruption in all forms. In addition, to ensure that the Company has formulated appropriate policy on responsibilities, practice guideline and regulations to prevent corruption in all activities of the Company, and to assure that all decisions and business operation which may contain risk of corruption will be reviewed and executed carefully, the Company has imposed "Anti-Corruption Policy" in written form as a clear guideline for business operation and development to organization of sustainability.

Practice guideline to support anti-corruption

1. The Board of Directors, executives and employees shall comply with anti-corruption policy and the Company ethics without interfering with corruption directly or indirectly.
2. Employees shall not ignore or negligent to any action which may lead to corruption related to the Company. Such issue must be informed to the head of chief or person of responsibilities for acknowledgement. Employee shall coordinate in investigation of facts upon doubts or questions, discuss with head or chief of department or person of responsibilities for monitoring of compliance of the ethics set forth in different channels.
3. The Company shall provide justice and protection to the employee who refuses or inform of the corruption related to the Company by using Whistleblower Protection Policy or any person coordinating in reporting of corruption as set forth by the Company in Whistleblower Policy
4. The person commits corruption is deemed as breaching the Company's ethics and will receive penalty as prescribed in the regulation as well as subject to the legal penalty if such action is included as a legal offence.
5. The Company is aware of the importance in dissemination, distribution of knowledge and understanding with other person who performing their duties, which related to the Company or may affect the Company in respect to the compliance with the anti-corruption policy.
6. The Company determines to create and reserve organization culture which adhere and against the corruption, including transactions executed with public and private sectors.

Procedure for handling

1. The Anti-Corruption Policy shall cover human resource management from nomination or recruiting of personnel, promotion, training, performance

evaluation and remuneration by supervising head or chief of all levels communicate and assure the understanding among employees in order to conduct the business activities under their own responsibilities and control effectively.

2. Any conducts under Anti-Corruption Policy shall be in line with practice guidelines set forth in the ethic manual The Corporate Governance Manual of the Company, policy and practice guideline to all stakeholders, including regulations, and related business operation manual of the Company and any other practice guide lines which will be formulated by the Company in the future.
3. For clear operation which contain high possibility of corruption, the Board of Directors, executives and employees of all levels shall be careful in the matter as follows:
 - Gift, banquet, expense for giving-deliver or accepting of gift shall be as stipulated in the Ethics
 - The money donated for charity or supporting or receipt of donation or supporting fund must be given with transparency and in line with law, and assure that such donation or supporting fund will not be used as a reference for bribing.
 - Business relationship and procurement made with public sector shall be prohibited from offering or accepting bribe in all business operation. In addition, business conduct of the Company and connection with public sector must be executed with transparency and in compliance with applicable laws.

In year 2015, the Company has supported the Anti- Corruption Policy by formulating policy which enables investigation and indication of the cause and policy on receiving report in order to enhance reporting channels to all stakeholder both internal and external. Any doubts or questions, or finding of action which may contain corruption, violation or incompliance with the law, regulations or business ethics can be reported or informed together with submission of evidence to the Chairman of the Audit Committee. The condition and consideration on the report are stipulated as follows:

- The complaint must be true and contain enough information to conduct an investigation.
- To protect whistle-blower, he/she may choose not reveal their name.
- The information received by the Chairman of the Audit Committee is kept as confidential and disclosed as deemed necessary, as the safety of whistle-blower is the main concern.
- Upon fact-finding and investigation process, the complaint will be reported to the Board of Directors for appropriate execution.

- The whistle-blower will be equally protected whether he is an employee or the third party. Any grievance can be filed directly the Chairman of Audit Committee via
email: chairman.audit.com@energyabsolute.co.th

5. Support learning and training courses in relation to environment to employees

The Company takes into consideration subject matter of environment and community friendly. Since 2014, the Company has joined environment training course

Section 4 : Disclosure and Transparency

The Company places importance on the disclosure of information since it has influence to the decision making of investors and stakeholders. Therefore, the Company has determined to control and formulated measures in disclosure of both financial and non-financial information with accuracy as stipulated by law, sufficient details, reliable within timely manner. The information disclosure is conducted in both Thai and English language and is disseminated on SET Community Portal of the Stock Exchange of Thailand and on the Company's website by strict adherence and compliance with related laws, regulations as stipulated by the Securities and Stock Exchange of Thailand and the Stock Exchange of Thailand and other public agencies. The Company also follows changes or amendment of any rules, regulations related regularly to ensure that the Company complies with the accurate and current regulations imposed and to assure shareholders of transparent business operation.

1. Disclosure of financial and non-financial information accurately, completely and in timely manner

The information appeared in the financial report is accurate in accordance with generally accepted accounting standards and reviewed by independent certified public accountant .

- The Company provides Report of the Board's Responsibility in the Financial Statements and encloses with the auditor's report in the annual report.
- Management Discussion and Analysis or MD&A has been provided to support disclosure of quarterly financial statement to ensure that investors acknowledge and understand well of any changes in relation to financial status and quarterly operation result besides the numbers shown in the financial statement.
- Disclose audit fee and other service fees related to the auditors in the annual report
- Disclose roles and duties of the Board of Directors and sets of sub-committee, a number of meeting held and number of attendance of each directors during the previous year in the

annual report, under “Corporate Governance-sub-committee”

- The Company has determined the policy on which directors and executives have to report their interest as well as related person’s who involve with stake holding of business management of the Company or its subsidiaries. The criteria and method of report is as follow:

- 1) Make a report after first undertaking director or executive position
- 2) Make a report for any changes related to stake holding

2. Disclose and summary business ethics, ethics for directors, executives and employees as well as risk management policy

The Company has supervised to collect and create ethics, policy, and practice guideline of the Company Group in written form for directors, executives and employees to apply as a practice guideline. The subject matters are summarized as follow:

Business Ethics is divided into topics as following:

1. Human rights and treatment to employees
2. Communities, societies, environment, health and safety
3. Accepting or offering properties or any other benefit which may have influence on decision making
4. Conflict of interest in transactions of the Company
5. Acquisition and disposal assets of the Company and usage of internal information
6. Compliance with laws, regulations, provisions
7. Application of properties, information, IT and intellectual property of the Company
8. Treatment to customers and product quality / marketing communication
9. Treatment to contract parties (trading partner and creditors)
10. Treatment to competitors

Ethic of directors, executives and employees are summarized as follow:

1. Contain no conflict of interest
2. Safeguard confidential information of the Company
3. be responsible for the Company’s assets
4. Behave in line with morality and integrity
5. be responsible for stakeholders which are shareholders/customers/tradingpartners/creditors/employees/competitors/communities and societies

Risk Management Policy

In 2014 the Board of Directors has appointed Risk Management Committee to formulate risk management policy which is concluded as follow:

1. Employees of all levels are responsibility to be aware of risk containing in work operation within department or organization, and to place importance on lowering risks in appropriate and acceptable level.
2. To implement risk management procedures which is in line with international standards in order to effectively create manage risk which may impact business operation of the Company; to create development and performance which covers risk management through the whole organization by applying risk management system as supporting factor for decision making , strategic planning, targets, working plan and business operation direction of the Company, including to put emphasis on moving forward to achieve objectives, targets, visions, missions and imposed strategies to create excellent work performance as well as confidence among stakeholders.
3. To define measures on prevention and minimize risks from business operation in order to avoid potential damage or loss, as well as to monitor and assess the risk management result regularly.

In the meeting, Risk Management Committee has clearly determined risk management framework, classified risks, risks levels/opportunities, impacts and damages level. to use as guide line for evaluation of risk level and risk management

3. The Company sets up department related to Investor Relations or IR.

The Company has appointed Miss Omsin Siri to be responsible for Investors Relations in order to communicate with external parties such as shareholders, institution investors, public investors, analysts and related public sectors with fairness and justice and to enable them to meet the Company’s executives as considered appropriate under the policy that the information provided has been disclosed to the public. Details of the Investors Relations are as following:

Name : Miss Omsin Siri
Email : omsin.s@energyabsolute.co.th
Tel : (02) 248-2488 – 92, 002-3667-9
Fax : (02) 248-2493

Section 5 : Board Responsibilities

The Board of Directors play imporant roles in corporate governance as to generate highest benefit to the Company where their responsibilities are on work performance of the shareholders and independent from the Management.

1. Structure of the Board of Directors

- As of year ended of 2016 the Company has 11 directors who possessing diversified

qualifications in respect of skill, experience, specific professional expertise which bring advantages to the Company such as director who has knowledge and experience related to engineering, accounting, finance, banking, law and management.

- The Board of Directors consists of a number of Independent Directors to provide their opinion on work performance of the Management independently as stipulated by the Securities and Stock Exchange Commissions where there are 5 Independent Directors or half of the Board members.
- According to the Company's articles of association, the term of office and number of year of each term of the directors are determined in accordance with the Public Company Limited Act. At each Annual General Meeting of Shareholders, one third of the positions on the Board become vacant. If the portion cannot be divided into exact one third, the number of directors resign shall be based on the closest amount to one third. However, a director whose term of office is longest shall resign and may be re-elected for another term of office.
- The Company has set forth the qualifications of a person to undertake position of "Independent Director" to ensure the true independency of the directors, fit in with the specific business nature of the Company, and possess independency as stipulated by the Securities and Exchange Commission and the Stock Exchange of Thailand.
- Chairman of the Board and Chairman of the Executive Officer has different responsibilities. Their duties and responsibilities are classified and determined clearly. The Board of Directors is responsible for formulate control and management policy of the Management in respect of policy while the Management performs their managerial tasks in accordance with the policy stipulated. Therefore, the Chairman of the Board of Directors and the Chairman of Executive Officer is a different person. The Chairman of the Board of Directors is a non-executive director, chairperson or member of any sub-committee to ensure that the duties of sub-committee will be carried out independently without interfering with the managerial part of the Company. In addition, the Chairman of the Board has no authority to sign his name to bind the Company to clearly separate duties between overall control over policy and the Management.
- Determination of the number of directors to hold directorship in listed companies: The Board of directors is well aware of good corporate governance in respect to number of listed

companies where directors will hold directorship in to ensure the Company receive highest benefit as a result of the director dedication on their performance effectively. There is no director of the Company holds directorship in more than 5 listed companies.

- The Board of Directors appoints Nomination Committee to select directors and top executives through procedures, process, criteria, definition, regulations of the Company and related provisions.
- The Board of Directors appoints the Company Secretary who possessing legally knowledge and experience, undergoing Company Secretary Program from the Thai Institute of Directors.

2. Sub-Committees

In addition to Audit Committee which shall be composited in accordance with the regulations of the Stock Exchange of Thailand, the Board of Directors has formed another 4 sets of sub-committee to ensure the good corporate governance as following:

1. The Executive Committee:

- The Executive Committee consists of 4 directors and 1 executives
- The Executive Committee responsible to consider and review direction of business operation, business plan and strategy for approval of the Board of Directors and to control the business operation of the Company to ensure the compliance with strategic business plan and the budget approved by the Board of Directors And to report result to the Board of Directors for consideration. To review the code of conduct, handbooks for different departments to ensure compliance with the regulations stipulated by related government authority

2. Remuneration Committee:

- The Remuneration Committee consists of 4 directors where 2 members are Independent Directors and another 2 are Executive Directors. The Chairman of Remuneration Committee is an Independent Director.
- The Remuneration Committee is responsible for considering criteria of payment and forms of remuneration for directors and top executives in order to propose to the Board of Directors. Remuneration of the top executives is approved by the Board of Directors while the remuneration of the Board of directors is approved by meeting of shareholders.

3. Nomination Committee:

- As of 31 Dec 2016 The Nomination Committee consists of 3 Independent Directors
- The Nomination Committee is responsible for

- considering Criteria and procedures of selecting a person who is qualified for directorship and top executive position; selecting candidates and propose to the Board of Directors which will bring the matter to the shareholders' meeting for appointment; formulate succession plan in order to propose to the Board of Directors.
- During year 2016, the Company determined criteria and form to enable minor shareholders to propose a list of candidates for director position 3 months prior to the date of the shareholders' meeting when the Nomination Committee will consider the pattern for proposing list of candidates for director position. Criteria for shareholders in proposing list of candidates for directorship

Criteria for shareholder to propose the qualified candidate to be elected for director of the Company

- 1) Being A shareholder holds at least 5% of total shares of the Company (Not less than 186.5 million shares).
- 2) The shareholder who wishes to propose a person for directorship must be a shareholder holding shares at the amount as specified previously as of the date of proposal and as of the date of closing shareholders' register in Order to determine right to attend the meeting of shareholders.
- 3) Provide evidence of shareholding such as certificate of Shareholding is sued by the securities company or any other evidence issued from the Stock Exchange of Thailand (SET) or the Stock Depository (Thailand) Co., Ltd. (TSD).
- 4) The person being proposed for directorship shall have qualifications as follows:
 - (1) Fully qualified, without any prohibited characteristics, under law related to the Public Company Limited, Securities and Stock Exchange, including other laws and notifications, and the good corporate governance of the Company.
 - (2) Having competent knowledge, good professional background, independent, performing duties with honesty, morality, ethics and regularly attend the Board of Directors' meeting
 - (3) Having one or more specific knowledge in a particular field which will generate benefit to the Company which are business of production and distribution biodiesel oil/ business of production and distribution of electricity, including the good corporate governance
 - (4) Neither holds directorship in more than 4 listed companies nor any position in the competitors' company
 - 5). A fully qualified shareholder shall fill in the form in the "Directors Candidate Proposal Form" and submit to the Company within the prescribed period of time (during year 2015: the proposal is specified to submit between 1 October - 31 December 2015)

4. Corporate Governance Committee:

- (As of 31 December 2016) consists of 4 Directors (3 of them are Independent Directors) Chairman of Corporate Governance Committee. is Independent Director.
- Responsibilities of the Corporate Governance Committee are to formulate and review policy, regulations and method of operation to be in compliance with good corporate governance; determine policy and plan related to social responsibility activities including necessary suggestions and support; perform internal assessment based on corporate governance principles to address the matters that require improvement.

5. Risk Management Committee:

- Consists of 3 Independent Directors and 3 Executive Directors. Chairman of the Risk Management Committee is an Independent Director.
- The responsibilities of the Risk Management Committee are to formulate risk management policy maintain risk at acceptable level; monitor the policy implementation, review the report of risk management; perform its duties to ensure the appropriateness and sufficiency of the risk management; ensure the risk management remain in the acceptable level, and that the risk management has been performed on regular basis; report their work performance directly to the Board of Directors.

3. Roles, duties and responsibilities of the Board of Directors

- Scope of duties and responsibilities of the Board of Directors
 - 1) To perform their duties under applicable laws, objectives, regulations, and resolutions of shareholders' meetings with honesty and safeguard the benefit of the Company.
 - 2) To determine policy and business direction of the business operation, control and monitor whether the management's performance is effectively and efficiently conducted in line with regulations and policies in order to maximize economic value to the shareholders and achieve the sustainable growth.
 - 3) To consider the important matters i.e. business policy and plan, large investments, acquisition and disposal, management authority and other transactions as stipulated by law.
 - 4) To evaluate work performance and to determine Management's remuneration.

- 5) To assure that the Company operations and work performance of the Management will be executed with duly care and caution.
 - 6) To provide reliable accounting system, financial reporting including auditing and to set up and supervise appropriate internal control, effective and efficient internal audit, risk management and follow up with the performance and results.
 - 7) To prevent conflict of interest between the Company's stakeholders
 - 8) To control over business operation to be conducted with morality.
 - 9) The Board of Directors is responsible to report their responsibilities through financial report by disclosing together with report of the auditor in the annual report, and cover all important issued as according to the good practice of directors in listed companies in the Stock Exchange of Thailand. The Board of Directors may delegate one or more of the directors or other person(s) to perform a certain task on behalf of the Board under the condition that such delegation or sub-delegation will not entitle the director(s) or delegated person(s) the right to approve any transaction which he/she may involve in, or have interest of conflict or in conflict with the Company or its subsidiary (if any) except the transaction which is in compliance with the policy, criteria approved by the resolution of the shareholders' meeting.
- The Company provides different channels of reporting any issues concerning illegal action, accuracy of the financial report, defection of internal control system or misconduct which will be submitted directly to the Board of directors such as mail, e-mail, suspect etc. The report will be considered by the Board of Directors based on reasonableness while the person reporting will be protected by protection mechanism.

Since 2014 the Company has provided option to report grievance directly to the Chairman of Audit Committee via email: chairman.audit.com@energyabsolute.co.th

- The Board of Directors assigns Nomination Committee to support and formulate consistent of executive position or succession plan in order to propose to the Board of directors for approval.
- The Board of Directors approved the Company Manual which consists of ethics, policy, and practice guide in written form. The Manual content contains organization culture, business

ethic, ethic of directors, executives and employees, corporate governance, corporate social responsibility(CSR),Anti-Corruption. The sub-committee is assigned to monitor, follow- up and report compliance of the manual, review related policy and regulations for propose to the Board of Directors for approval.

- The Board of Directors assigns the Audit Committee to indicate the sufficiency of the internal control system and risk management in the annual report (with reference from Report of the Audit Committee).
- The meeting of the Board of Directors passed its resolution to accept grievance report through Email address : chairman.audit.com@energyabsolute.co.th
- To supervise the information audit and report to the Board of Directors. In addition, the Board of Directors determines to provide protection for the person reporting whether he is an employee or the third party.
- The Board of Directors controls over the subsidiaries to safeguard the interest in investment of the Company by submitting directors of the Company to hold directorship in subsidiaries to ensure the management is in accordance with policy of the Company and to ensure any transactions is executed in line with law, regulations of the Securities and Stock Exchange, as well as notifications of the Stock Exchange of Thailand.

4. Meeting of the Board of Directors

- Meeting schedule and agenda of the Board of Directors and Committee held during the years are determined and sent notification to each director in advance to allow time management and attendance.
- The Board of Directors' meeting is held regularly to acknowledge and making decision in regard to the business operation of the Company. The meeting agenda is determined in advance clearly, and extra meeting might be held in order to consider the urgent matter. During year 2016, there were 5 meetings of the Board of Directors which consists of 4 quarterly meeting and other 1 meeting were held to determine agenda and date of the share holders' meeting. During each meeting the Board of Directors spent and allocated time sufficient for the Management and related parties to propose information and Discuss the important matters carefully. In each meeting of the Board of Directors, the Chairman of the Board would ask all directors to analyze carefully before speak out, while encouraging them to express their opinion freely. The

resolution is based on majority votes where each director has one vote. In case of equal votes from both sides, the Chairperson would express his vote as a final decision. During each meeting, the Company sent supporting document related to meeting agenda to the Board of Directors in advance to provide opportunity to study information in relation to the meeting.

- The Chairman of the Board of Directors who chairing the meeting provided opportunity to the Board of Directors to consider submitting matter into the meeting agenda. Then the Chairman of the Executive Office/Vice-Chairman of the Executive Office proposed the matter to the Chairman of the Board of Directors for approval as the meeting agenda.
- The Board of Directors provided opportunity and top executives to attend the meeting in order to provide additional information as a person involving directly to the information and to have opportunity to meet top executives for reference of creating succession plan.
- It is determined by the Board of Directors that the Audit Committee which all members are Dependent Directors that the Audit Committee shall hold the meeting at least once a year in order to discuss problems and issues related to the managerial frame which the committee concentrates on. The meeting shall be without attendance of the Management and minutes of the meeting shall be reported to the Chairman of the Executive Officers

5. Self-Evaluation of Directors

- The Board of Directors and Audit Committee perform self-evaluation (individual director and all board) at least once a year in order to jointly consider their work performance and problems occurred to seek for solution and improvement. For the year 2016, the result of self-assessment of the board of directors and sub-committees are as follows:

- The evaluation is conducted by directors express their own opinion on work performance of the Board of Directors as a whole. The evaluation criterion is based on the example of evaluation issued by the Corporate Governance Center, the Stock Exchange of Thailand.

6. Remuneration

- According to the comparison of the remuneration between listed companies of energy section and the companies of the same size during year 2013, the remuneration of the Company is ranked between Quartile 3 - Quartile 4 which is appropriate and fit to the experience, scope of duties, accountability and responsibility. In addition to the remuneration of the Board of Directors, the Company also is responsible for another set of sub-committee. The Board of Directors has proposed to the shareholders' meeting for approval on the remuneration of the sub-committee.
- The determination of remuneration of the Chairman of the Executive Officer contain procedures which require consideration from the Remuneration Committee in order

To propose to the Board of Director for approval.

7. Development of the directors and executives

- The Company realizes the importance of development for directors and executives. Therefore, during 2016, directors, corporate secretary and assistant attended training courses, such as "The UK Experience on Implementing the Enhanced Auditor Report, Techniques for managing insider, including attend hearing the guideline for Internal Control held by Office of the National Anti-Corruption Commission ("NACC"). Moreover, the management also attend relevant training course as well.

	Board's Self-Assessment (%)	Director(individual) 's Self-Assessment (%)
Board of Directors	99.72	100.00
Audit Committee	96.21	98.67
Nomination Committee	95.61	97.22
Remuneration Committee	98.86	100.00
Risk Management Committee	96.82	96.39
Corporate Governance Committee	97.91	98.61



Smart Energy

It doesn't mean only our products but also refers to our effort to develop country with new technologies and innovations along with environmentally friendly for profit returns to all stakeholders, shareholders, clients, business partners, communities, employees, regulators and public sectors as fair and accurately.



Corporate Social Responsibility (CSR)

Responsibilities to Society and Environment

Policy and treatment related to stakeholders with determination to become a leader in the alternative energy field, the Company has set its vision and mission as follows:

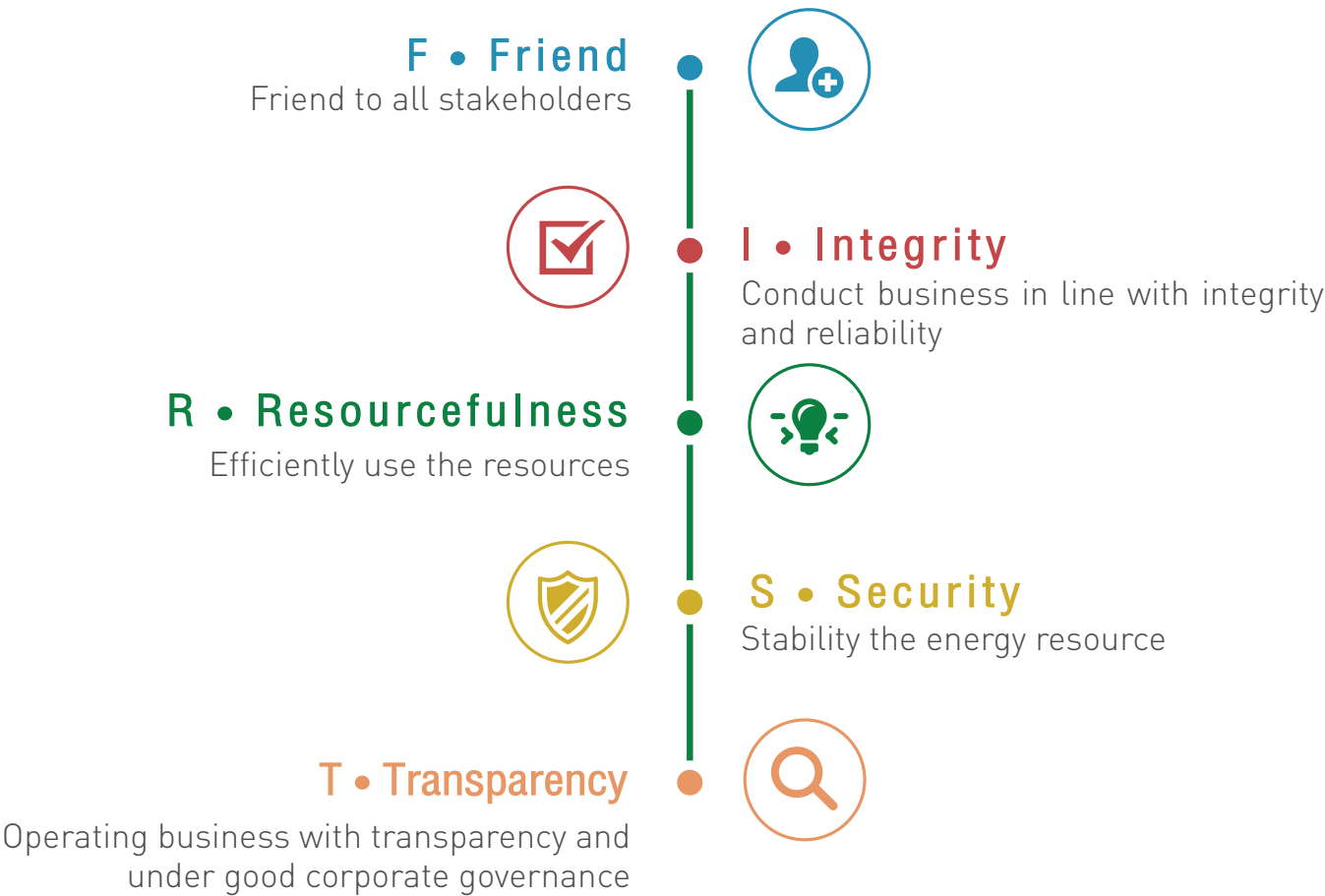
Vision

To become the leader of alternative energy by using advanced and environmental-friendly technology for the great benefit of shareholders, trading partners and employees with fairness.

Mission

- To use advanced technology in order to increase production efficiency.
- To support using energy corps as well as natural energy in order to reduce pollution of the environment.
- To support government policies in regard to energy stability of the country.
- To conduct a business based on fairness, build confidence among partners and shareholders.
- To manage human resource for stable and sustainable growth

Values



Policy and treatment to stakeholders

Stakeholders	Requirement/expectation	Business operation of the Company
1. Shareholders	<ul style="list-style-type: none"> • Receive stable return both short and long-term • Receive sufficient information supporting making decision • Ability to exercise rights as stipulated by law • Being equally facilitated among other shareholders 	<ul style="list-style-type: none"> • Conduct business with spirit, well organized and planned by taking into account the return and risks, conduct business of alternative energy which covering production and distribution of biodiesel oil including solar power plant and wind power plant operations. • Disseminate information completely, sufficiently, timely with transparency through different channels such as publishing hard copies, Company's website, as well as publicize of Company news through public press occasionally. • Comply with applicable laws, especially concerning exercise of rights of shareholders • Facilitate shareholders equally and properly to enable convenience during the meeting and provide visiting trip to the Company
2. Customers	<ul style="list-style-type: none"> • Product quality is in accordance with standards, at reasonable price and excellent service • The production process is available for examination to assure the confidence • Open for suggestions, opinions in order to be a guideline for improvement on product and service quality • Determine terms of trading with fairness and justice and supports long term business relationship 	<ul style="list-style-type: none"> • The Company implements strict quality control procedures on products and services as well focusing on constant improvement • In regard to business of production of electricity, the Company processing its operations in order to control quality and safety of the production and distribution system; concentrated on maintenance of equipment and tools to ensure its good condition. • Sales and Marketing Department conducts survey on customers' satisfactory as well as managing sales plan and delivery schedule to customers. • Research and development on production process are conducted continuously • Determine terms of trading with fairness and flexibility as considered necessary to allow mutual benefit among parties
3. Trading partners	<ul style="list-style-type: none"> • Determine trading terms clearly, fairly and appropriately • The procurement procedure is fair, transparent, without conflict of interest or transfer of interest • No violation on intellectual property or disclosure of the trade secrets which may cause damages to trading partners 	<ul style="list-style-type: none"> • Adhere to fair treatment to trading partners; determine procurement terms clearly with all trading partners • Open an auction in case of procurement of equipment and tools or investment where the value is high, in order to receive terms and conditions that meet requirement of the Company, when is acceptable by the trading partners. • Comply with agreement pertaining to contract and business ethics strictly • Implement internal control system and ethic of business conduct to prevent any person from disclosing or using information of the Company for other benefit than business operation of the Company
4. Creditors	<ul style="list-style-type: none"> • Comply with the conditions and terms stated in the contract strictly. • Implement reporting, controlling, managing system and risk management which is appropriate and in line with acceptable standards 	<ul style="list-style-type: none"> • The Company sets up Investment Plan Department and Finance Department to coordinate with creditors from financial institution and other accounts payable in order to support business operation of the Company to be consistent with working plan and terms and conditions stated in the related contracts. • The Company has the Risk Management Committee whose duties are to supervise, control, and monitor to ensure the appropriate measures of risks of the Company • Provide meeting with creditors and related teams on regular basis to follow the progress and coordinate joint plans, discuss closely maintaining good relationship.

Stakeholders	Requirement/expectation	Business operation of the Company
5. Surrounding communities	<ul style="list-style-type: none"> • Business conduction of the Company shall not cause negative impacts to communities and environment • Immediately take action on any problems occurred with speedy manner • Liaise for good relationship and support activities of the communities • Provide opportunities for community members to become a part of team work of the Company in order to support their income • Enhance the development of community in according with sustainable development and environment friendly 	<ul style="list-style-type: none"> • Assign team work to monitor and control factory environment as well as quality and safety undertake Such tasks will be performed on regular basis • Provide knowledge and training courses to employees, communities, students and public, to create correct knowledge and understanding of the Company's business operation. • Arrange budget and funds to support activities of the communities in respect to education, cultures and local traditions, including hygiene and environment • Host mixed farming systems in starting the solar power plant in Nakhonsawan. The Company invited community's members, students from school nearby and people interested to visit and learn methods of mixed farming system. The project conducted on the area of approximately 20 rai which consists of farming of rice berry, corn, vegetables and trees, improvement of soil quality, raising animals. • Arrange reservoir within the solar power plant and share the water with surrounding communities during shortage in water resources. • Support full time and temporary employment for people from surrounding communities based on knowledge, skills and profession in order to stimulate employment, skill development both during construction time when the employment rate reached thousand positions and after the project completion and operation start date to manage the power plant, maintain properties thereof, safeguard the area, maintain landscape and other matters which employed hundreds of people. Therefore, the business operation of the Company generated high rate of employment to the surrounding communities'. • Conducting integrated organic farming projects. Initially, the first solar power plant in Nakhonsawan, and later extended to the solar power plants in Lampang and Phitsanulok provinces to experiment with sustainable and environmentally friendly farming practices. The company also welcome the community, students from the schools surrounding the power plants and those interested in learning in the demonstration plantation of farm of Ubon-rice, corn, sugarcane, vegetable and the practicing to improve soil quality and trees. The animal farm and fisheries, as well as the dissemination of knowledge to schools around the power plant in Nakhon sawan. And further development of processed products. Development, marketing and direct linking to consumers.

Stakeholders	Requirement/expectation	Business operation of the Company
6. Employees	<ul style="list-style-type: none"> • Receive fair and appropriate compensation and welfare paid in form of money and other forms of incentives which attract the employees • Provide opportunity to grow, advance and develop their knowledge and skill equally and regularly • Provide good working environment, hygiene and safety 	<ul style="list-style-type: none"> • Treat employees with fairness, determine compensation rate and work performance assessment which can be linked to assessment result • Provide sufficient welfare not lower than stipulated by law • Consider human rights, hygiene and safety at work • Provide skill training courses for employees in both internal and external courses in order to increase knowledge and skills of employees as well as to relocate the potential employees to work in the area that fit in with their skills which will enhance their opportunities. • Provide channel for complaint in case of receiving unfair treatment where investigation procedure is undertaken prior to further actions
7. Competitors	<ul style="list-style-type: none"> • Conduct business with morality, transparency; compete with fairness and in accordance with related law. 	<ul style="list-style-type: none"> • The Company determines ethic of business conduct in respect to treatment of the competitors with good morality and in accordance with related laws.
8. Control unit and public sector	<ul style="list-style-type: none"> • Comply with related regulations, refrain from violation, negligence, incompliance with the critters and provisions which may cause severe damages 	<ul style="list-style-type: none"> • Assign person to be responsible for monitoring compliance of all related parties to be in accordance with related agencies • The Company has Internal Audit Unit by hiring Dharmanithi Co., Ltd., an independent external company providing internal audit, to control compliance with regulations on regular basis.

The business operation of the Company and subsidiaries is adhered to the policy which requires attention and concentration to stakeholders which are shareholders, customers, trading partners, creditors, surrounding communities, employees, competitors, Control Unit and public sectors. The said persons are important to our business operation in a way that they can generate positive as well as negative impact to our operations.

Biodiesel oil production plant, the beginning of CSR in Process

The Company steps to energy business through development of its own technology as to produce biodiesel oil extracted from crude palm oil, a natural raw material. The product is distributed to customers from the country's large oil refinery plants, or to mixed with diesel oil to reduce demand of imported oil, while increase consumption of environment-friendly energy. This is how we start our first move to business with consideration placed on environment as a priority.

1) The Company focuses on importance of biodiesel oil production process which is environmental friendly (from palm plantation to final consumer).

In 2008 the Company became a member of Roundtable on Sustainable Palm Oil (RSPO), an international organization. Upon membership, the Company receives a Certificate since 2012 sequentially.

The current certificate from RSPO is valid from June 2014-June 2017.

RSPO Supply Chain Certification Systems standard is an international organization of producers, distributors, conservationists and other stakeholders formed by members from 42 countries with aim to support plantation and utility of palm oil sustainably. The plantation area and palm oil refinery factory must be in compliance with principles and regulation of RSPO while deliver of palm oil to supply chain must be in accordance with standard of RSPO Supply Chain Certification Systems as well.

2) To utilize maximum use from raw material and leave minimum level in the final step, the Company processes glycerin- a byproduct from biodiesel production, through the methodology invented by the Company, into a purified glycerin which can be used

as a starting substance for food, drug, cosmetics and soaps. Invention of technology within the organization and utilize at its maximum use in the production process not only return us in form of profit and high competitiveness potential, but we also help reduces quantity of waste or leftover from the production process.

- 3) The Company pays attention to every step of production from design and installation of machines, selection of raw material - which quality must pass test from the lab, control in each production process, strict quality control using advanced equipment and by expertise teamwork before packing into tanks and loading to trucks, management system of waste and water treatment system, safety, hygiene and environment care within the factory area as well as surround areas. The Company coordinated with Kabinburi Industrial Estate to examine, monitor and improve work process in order to prevent impacts affecting communities surrounding and started its CSR in Process.
- 4) The Company joined to "Environment Corporate Governance of Industrial Companies" with the Ministry of Industry with aim to apply the Environment Corporate Governance principles to its business operation to be in compliance and to focus on prevention and reservation of the environment with communities and local societies.
- 5) The Company places its emphasis on safety of employees during work operation and complies with the laws related to safety strictly. The Company provides training courses related to safety on regular basis and report work result directly to the Executive Committee. The Company launched different training courses and provided safety equipment, tools for employees working in Prachinburi factory as follows:
 - "Techniques of Gas Measuring in Confined Space"
 - "Safety of Confined Space Entry"
 - Examine and test the Fire Pump system
 - Provided another 12 types of mobility warning signs to place on the confined spaces area, working site on the road and provided and installed emergency equipment to prevent and take immediately response to the emergency case.
 - Provided Self-Contained Breathing Apparatus : SCBA
 - Submitted application to the Defense Industry Department for Yor. Por.5 (Permission to possess military materials) and Cardiopulmonary resuscitation: (CPR) training course.
 - First Aid training
- 6) The Management is determined to submit report of work performance to the Board of Directors. Furthermore, the Audit Committee and Internal Audit

have formulated the audit schedule of factories and projects of the Company Group, in the annual audit schedule.

The objectives of the audit, visit factories and projects is to ensure that work operations of the Company are performed in accordance with standards, regulations, rules and vision and mission of the Company.

Power Plant of Renewable Energy; CSR at Full Form

Since year 2012 onwards, the Company has paced into a developer of renewable energy starting from 4 solar power plants, capacity as stated in the contract totaling of 278 MW, following with 8 wind power projects, the capacity stated in the contract totaling of 386 MW, all which are operated by subsidiaries. The Company and its subsidiaries continue to adhere to business operation that places importance on environment social and community at its fullest effort. The summary of activities are as follows:

- 1) To promote the knowledge in respect of renewable energy as group of the Company distribute the clean energy, therefore, this knowledge is passing through students, community leaders and public sectors. They are invited to visit and learn the production process of solar power plants in Nakornsawan and Lampang in order to understand the process of generating electricity from solar power.

The Company has developed spare plot of land within the project area by taking the idea of organic farming system to create organic farm and open into a learning center for students surrounding the area. The organic product is distributed to students for lunch and some are sales to community. The profit is return to organic farm inside the solar plant.

According to the policy of utilizing material to create maximum benefit to projects of the Company Group and surrounding communities, the Company has developed spare plot of land within the project area by taking the idea of His Majesty the King on mixed farming system and to store, and manage water reserving for farm inside the solar power plant at Phisanulok. This would help farmers who do not have land and to utilize for the benefit of stakeholders.

- 2) Create the occupation to community
The Company well aware that solar and wind power plants needs large area, while there are a number of existing local people settling down nearby the area of solar power plant. For this reason, planning for construction and development is conducted by

concentrating on benefit to the local labor, create employment directly and indirectly (through contractors) by employing local people and after commenced the operations, the solar power plant of the Company also continue occupy local people. The Company also support community to design packaging and processed agricultural products in order to increase value of product.

To create the opportunity to community by complying the ideal of Social Enterprise. The Company aim to develop community surrounding the plant in order to increase their income and to improve the community for sustainable self-reliance basing on the development which is benefit for all stakeholders and be friendly to environment and core value of operating business of the Company. During 2016, the social enterprise projects are as follows:

- **Sustainable Organic Agriculture:** The Organic Farming approach : It is an agricultural system that is cultivating crops or raising animals. The species are in the same area under mutual benefit to each other in the most efficient way. Based on the principle of combining plants, animals and the environment. Reduce the use of chemicals and restore the soil to a complete and sustainable ecosystem. This will help to increase productivity and reduce crop costs. By carrying out an experimental project to grow rice, sugarcane, corn, vegetables, fruit, fruit and herbs, rare, non-toxic and chemical. Within the experimental areas in the three solar power plants are Nakhonsawan, Lampang and Phitsanulok.
- **Reducing soil cost by adding value-added materials.** Focus on cost reduction and add value from near ones, such as the Organic Grass and Microbial Composting Project at Lampang. Organic Compost from Water Hyacinth And goats were used in agricultural plots in Nakhonsawan Province and distributed training to the communities around the power plants. Lopburi
- **extending life and increasing product value** It is part of the revenue and profit maximization plan. To community enterprises From trial processing and packaging design study to value adding. Starting from the company's products produced from organic farming products such as passion fruit jam from the project area in Lampang province. And lemon grass tea and herbs From the project area in Phitsanulok Province. By supplementing the employment guidelines for older people to increase income in non-labor intensive work, such as packing. To create a sense of value to local old people. Along with preparing for the adaptation to the age of society in Thailand.

- **Linkages and integrated enterprise management.** The project focused on business planning for community enterprises by applying demand-supply and supply-side economics to link the market to crop planning for farmers. Hedging on the price of one of the production too much. Marketing and sales arrangements that directly link farmers to consumers. Produce products to meet GMP safety standards and promote production ethics to sell safe products to consumers. It also helps to plan and test the handling of corporate shipments to the market. Starting from the transport of organic vegetables without chemicals from Nakhonsawan and Phitsanulok.

Based on the success of the development of the power plant project along with community development, the environment and the opportunity for the community to participate. Make the company's power plant projects. Growing along the way. With the prosperity and development of the lives of the local people. It will be applied to all power plants of the company. For sustainable growth.

Anti-corruption Policy

The Company and subsidiaries aim to conduct the business based on ethic and social responsibility to all stakeholders according to the principle of good corporate governance and code of conduct of the Company including all policies and good practice to stakeholders of the Company

The Company has entered into "Thai Anti-Corruption Initiative (CAC)" in order to support the anti-corruption.

To ensure that the Company has an appropriate policy, responsibility, guidelines and operational requirements. To prevent corruption with all business activities of the company. And to make business decisions and conduct that may be at risk of corruption, corruption has been carefully considered and treated, so the company has developed an "anti-corruption policy". Written to provide clear guidelines for conducting business. And develop into a sustainable organization.

Definition of anti-corruption policy

Corruption means bribery of any kind. By offering a promise to receive or receive The money, property or any other benefits. This is not suitable for officials of government agencies, private agencies. Or a person, whether directly or indirectly, To allow such person to act or to refrain from performing his duties as a result of acquisition or acquisition. Or maintain any other benefits. Business inappropriate Unless the law, regulations, local regulations, customs or trade customs

● Anti-corruption policy

No directors, management and employees of the Company. Perform or accept corruption in any form, either directly or indirectly. It covers every business and every department involved. And to have a regular anti-Corruption policy. Also review the guidelines and requirements for compliance with changes in business, regulations, and legal requirements.

● Responsibilities

- 1) Board of Directors:
Has responsibility and responsibility for policy formulation and oversight. Provide a system that supports effective anti-corruption. To ensure that management realizes and values With the anti-corruption and cultivated as corporate culture.
- 2) Audit Committee:
Responsible and responsible for reviewing financial reporting and accounting systems. Internal control systems, internal audit systems and risk management systems ensure compliance with international standards, are concise, appropriate, up-to-date and effective.
- 3) Executive Committee and Management:
Has duty and responsibility To set up a system and to promote and support policies. Anti-corruption To communicate to employees And all parties including review of system suitability and measures To be consistent with changing business, regulations, and legal requirements.
- 4) Internal auditors:
It has the duty and responsibility to review and review operations to ensure compliance with the Code of Conduct. Regulatory and regulatory requirements to ensure that there is adequate and adequate control of potential corruption risks and report to the Audit Committee.

● Practical guidelines

- 1) Directors, executives and employees of all levels must abide by the anti-corruption policy. And Code of Conduct Not to be involved in corruption. Whether directly or indirectly
- 2) Employees of the Company Do not neglect or ignore. Upon seeing the corrupt actions involving the company. And must notify the supervisor or the person in charge. Including the cooperation in the investigation of various facts. If you have any questions or inquiries. Consult with your supervisor or the person responsible for monitoring compliance with the Code of Ethics. Through various channels defined.
- 3) The Company will provide fairness and protection for employees who refuse or report corruption. Related to the company. By protecting the

complainant. Or those who cooperate to report corrupt corruption. According to the company. Defined in the complaint policy. (Whistleblower Policy)

- 4) Corrupt people. It is an offense against the Code of Conduct. This must be disciplined according to the rules set out. And may be punished by law if the action is It is a legal offense.
- 5) The Company recognizes the importance of disseminating knowledge and understanding to others. To perform duties related to the company. Or maybe the impact on the company. To deal with this anti-corruption policy.
- 6) The company is committed to creating and maintaining corporate culture. Adherence to and denial of corruption Both transactions with the public and private sectors.

● Action Requirements

- 1) Anti-Corruption Policy To cover the personnel management process. From nomination or recruitment. Promoting training, employee performance appraisal And the reward is given to the bosses at all levels. Communicate with employees for their responsible business activities. And supervise effective practices.
- 2) any action In accordance with anti-corruption policy, use the guidelines set out in the Code of Conduct. Corporate Governance Handbook Policies and guidelines for various stakeholders. Join the whole mess And the company's operating manual. Any other practices that the company. Will set up next
- 3) For the sake of clarity in dealing with the high risk of corruption. Directors, executives, and employees of all levels Be careful with the following:
 - Entertainment gift And the cost of giving - giving or receiving gifts is in accordance with the Code of Conduct.
 - Donations for charity or sponsorship of donations or grants must be transparent and legal. It must be ensured that donations or grants are not used as an excuse for bribery.
 - Business relationship and purchasing Government procurement Do not give or accept bribes to conduct any type of business. Company operation And public sector contacts must be transparent, honest, and compliant with applicable laws.

Operation against corruption (Anti-corruption Policy)

To promote anti-corruption operations, the Company has established a complaint policy and other requirements Relevant for a consideration. And do as follows:

- Board of Directors has approved a complaint policy to file a complaint both inside and outside the organization The details are as follows

Complaints Policy

To promote internal stakeholders and outside the organization to engage in the corporate governance process, the Company sets policies in case of any group of stakeholders who are suspected of or suspected of violating or not complying with the laws, regulations, or business ethics to report the clues or complaint . The details of the evidence can be sent to the Chairman of the Audit Committee.

Conditions and Consideration of Complaints

- 1) Details of complaint Must be truthful, clear, and informative enough to investigate the facts in order to proceed.
- 2) The complainant can choose not to disclose his / her self. To protect the complainant.
- 3) Information received by the Chairman of the Audit Committee. It is confidential. And disclose as necessary. Taking into account the safety of the complainant.
- 4) The complaint has been screened and investigated. Will be reported to the Board. To consider and set appropriate measures.
- 5) Complainant will be protected both of company employees and outsiders.

- The Company has supported the complaints channels, from which the complainant can send a letter to the Chairman of the Board. Complaints can also be submitted directly to the Company’s website via email to the Chairman of the Audit Committee.

By the year 2014 - 2016, the company has not received complaints related to corruption. For action plan

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Info Request
ขอข้อมูลเพิ่มเติม

FAQs
คำถามที่พบบ่อย



Channel complaints

E@

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ENERGY ABSOLUTE PUBLIC COMPANY LIMITED

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Internal control and risk management

1 Internal Control

The Board of Directors has appointed the Audit Committee that consists of three independent directors, and are not employee of the Company. The Audit Committee is responsible for reviewing the reliability of financial reports. The effectiveness of the internal control system, compliance with relevant laws and regulations include transactions that may cause conflict of interest of the shareholders.

The Board of Directors, the Audit Committee and the management has paid attention to Internal control by assessing the effectiveness and adequacy of internal controls in accordance with COSO International Standards (The Committee of Sponsoring Organization of the Trade way Commission) the Good Corporate Governance in accordance with the guidelines of the Stock Exchange of Thailand and ongoing risk management to the Company Good Corporate Governance has sufficient internal controls, suitable for business operations. There is an acceptable level of risk management having a reliable and accurate accounting and financial reporting system as well as legal compliance, rules and regulations related to the business of the Company.

The Audit Committee has adequately assessed the internal control system in accordance with the evaluation form of the Office of the Securities and Exchange Commission (SEC) sets and reports to the Board of Directors at least once a year

At the Board of Directors Meeting No. 1/2017 held on 23February 2017 with the Audit Committee consists of 3 independent directors attended the meeting. The Board of Directors has evaluated the internal control system for the year 2016 in accordance with the adequacy of the internal control system. The Office of the Securities and Exchange Commission (SEC) has five main components:

1. Control Environment
2. Risk Assessment
3. Control Activities
4. Information and Communication
5. Monitoring and Evaluation

Both of the Board of Directors and the Audit Committee expressed the opinion that the Company and its subsidiaries have effective and adequate internal control system, risk management and good corporate governance and compliance consistent with the nature of business

2. Auditor's remarks on internal control.

The financial statements of the Company and its subsidiaries for the year ended 31 December 2016 of PricewaterhouseCoopers APAS Co., Ltd., . The Company's auditor report as no remarks and suggestions on the Company's internal accounting systems.

3 Chief Internal Audit Information

The Company occupy services from outside internal auditing firm. At the meeting, the Audit Committee appointed the Company "Dharmniti Co., Ltd. (formerly Dharmniti Auditing Company) Limited) to serve as the Company's internal auditor since 2008, and Mr. Saksri Ampawan, Senior Executive Vice President supervise the Company's internal audit.

The Audit Committee considered the qualifications of the Internal Audit Company Limited, Dharmniti Co., Ltd. and Mr. Saksri Ampawan, and opined that they are suitable to perform such duties due to independence and experience in internal auditing in the same business of the Company

Presently, to consider and approve the appointment, terminate , relocation and evaluation the performance to consider the remuneration to the head of internal audit of the Company shall be approved by the Audit Committee.

The Company's Internal Audit Department coordinated with Dharmniti Auditing Co., Ltd. to review the results of the meeting with executives before report (in book form) to the Audit Committee and further present the results of internal audit to the Board of Directors to acknowledge the results of the internal audit. For internal audit result of the year 2016, Dharmniti Auditing Co., Ltd. has concluded its opinion on the effectiveness of internal control that the Company has adequate and appropriate internal control system. The internal audit has completed the work and covered all units.

Details about supervisors, internal auditors

Name - Age	Education
<ul style="list-style-type: none">Mr. Saksri AmphawanAge 48 yearsHead of Risk Management and Internal Audit	<ul style="list-style-type: none">Bachelor Degree in Business Administration, Accounting, Ramkhamhaeng University

Experience

Period	Company	Organization	Position of Responsibility
June 2019 - Present	<ul style="list-style-type: none">Dharmniti Audit Co., Ltd	<ul style="list-style-type: none">Senior Vice President	<ul style="list-style-type: none">Define the strategy, plan and monitor the internal audit work of each client. Follow the schedule.offer various services About risk management and internal audit
2008-May 2016	<ul style="list-style-type: none">Dharmniti Auditing Co., Ltd.	<ul style="list-style-type: none">Senior Manager - Risk Management and Internal AuditHead of Risk Management and Internal Auditcompany's Committee	<ul style="list-style-type: none">Provide knowledge and understanding of internal audit to the team. And coordinate with customers
2003 - 2007		<ul style="list-style-type: none">Manager - Internal Audit and Management	<ul style="list-style-type: none">Plan and control the internal audit work of each client in accordance with the plan.
2002 - 2003		<ul style="list-style-type: none">Manager - Audit Department 4	<ul style="list-style-type: none">offer various services About risk management And internal auditProvide knowledge and understanding of internal audit to the team. And coordinate with customers
1997 - 2001		<ul style="list-style-type: none">Assistant Manager - Audit Department 4	<ul style="list-style-type: none">Control Assistant Auditor And perform client validation work in accordance with the plan.
1992 - 1997		<ul style="list-style-type: none">Assistant Auditor - Audit Department 4 and 5	<ul style="list-style-type: none">Auditing work as assigned.

Note : the Audit Committee has appointed the outsource company, i.e. "Dharmniti Audit Co.,Ltd." (Dharmniti) as Internal Audit. And Mr. Saksri Amphawan has been assigned by Dharmniti to provide internal audit services to the Company

Connected Transactions

The connected transactions between juristic person and an individual that may have conflict of interest during the accounting year 2015 and 2016 is summarized as follows:

Company/person that may have conflict of interest	Details of relationship	Connected Transactions (Yes = ✓, No =✗)	
		Year 2015 Ended 31 Dec 2015	Year 2016 Ended 31 Dec 2016
Subsidiaries which have related parties to the Company holding shares of not more than 10%:- -None-			
Related Parties of the Company or subsidiaries:			
1. Dhipaya Insurance PLC Business : Insurance The Board of Directors consists of 13 directors as follows: 1) Mr. Somchainuk Engrakul 2) Mr. Chatchai Payuhanaveechai 3) Mrs. Pankhanitta Boonkrong 4) General Somchai Thanarat 5) Mr. Prapas Kongiad 6) Mr. Prasit Damrongchai 7) Mr. Wate Nootcharoen 8) Mr. Sima Simanant 9) Mrs. Nongnuch Thiemphaitoon 10) Mrs. Jaree Wuttisanti 11) Dr. Somporn Suentavinkul 12) Mrs. Prissana Prahankhasuek 13) Mr. Wattana Kanlanan	<ul style="list-style-type: none">• Mr. Somchainuk Engrakul, Chairman of the Board of Directors and Chief Executive Officer• Mr. Somchainuk Engrakul, Chairman of the Board of Directors of EA	✓	✓

The related transactions between the Company and person who may have conflict of interest during fiscal year 2015 and 2016 are as follows:

The person who may have conflict of interest	Details of Transaction	Value of Related Transactions (million Baht)		Necessity and reason
		Year 2015 as at 31 Dec 2015	Year 2016 as at 31 Dec 2016	
1. Dhipaya Insurance PLC.	<ul style="list-style-type: none"> The Company purchased Industrial All Risks Insurance to cover its biodiesel factory from Nam Seng Insurance PLC. under the joint-insurance between Nam Seng Insurance PLC and Dhipaya Insurance PLC. at 50% of the premium in each firm. <ol style="list-style-type: none"> 1 year insurance period (from October 19, 2014 to October 19, 2015) The sum insured amounted to Baht 950.00 million. 1 year insurance period (from October 19, 2015 to October 19, 2016) The sum insured amounted to Baht 1,050.00 million. 1 year insurance period (from October 19, 2017 to October 19, 2017) The sum insured amounted to Baht 1,050.00 million The Company has insured third party liability of biodiesel plants with Nam Seng Insurance Public Co., Ltd. under the joint-insurance between Nam Seng Plc and Dhipaya Insurance Plc at 50% of sum insured for each <ol style="list-style-type: none"> 1 year insurance period (from October 19, 2014 to October 19, 2015), the sum insured amounted to Baht 20.00 million. 1 year insurance period (from October 19, 2015 to October 19, 2016), the sum insured amounted to Baht 20.00 million. 1 year insurance period (from October 19, 2017 to October 19, 2017), the sum insured amounted to Baht 50.00 million.. 	0.94	0.97	The insurance is made with external party which is not related to the Company. However, the condition of joint-insurance concerns related company at market capitalization price. The Audit Committee expressed their opinion that such transaction is necessary, reasonable and utilize to the Company's benefit worth insurance premium (including flood insurance)
		0.03	0.04	

The person who may have conflict of interest	Details of Transaction	Value of Related Transactions (million Baht)		Necessity and reason
		Year 2015 as at 31 Dec 2015	Year 2016 as at 31 Dec 2016	
	<ul style="list-style-type: none"> The Company has prepaid premiums from such transactions at the end of the accounting period. The factory premiums are recorded as cost of sales (production costs). 	0.81	0.80	
	<ul style="list-style-type: none"> EA Solar Co., Ltd. (a subsidiary) has insured the assets of the solar power plant with Dhipaya Insurance Plc., under the terms of the joint insurances, i.e. - Dhipaya Insurance Plc. - 55% of the sum insured, Nam Seng Insurance Plc - 25% of sum insured and Samaggi insurance Plc - 2% of sum insured. <ol style="list-style-type: none"> 1 year insurance period (from 17 October 2014 to 17 October 2015), with sum insured of Baht 780,000,000.-. 1 year insurance period (from 17 October 2015 to 17 October 2016) with sum insured of Baht 780,000,000.- 1 year insurance period (from 17 October 2016 to 17 October 2017) with sum insured of Baht 780,000,000.-. 	0.72	0.64	The Company has complied with loan agreements to have an insurance agent providing the insurance cover in order to prevent the risk of potential damage. The selection of the insurer has been selected by an independent agent properly.

The person who may have conflict of interest	Details of Transaction	Value of Related Transactions (million Baht)		Necessity and reason
		Year 2015 as at 31 Dec 2015	Year 2016 as at 31 Dec 2016	
	<ul style="list-style-type: none"> EA Solar Co., Ltd. (Subsidiary) has prepaid premiums from such transactions at the end of the accounting period. (The premium is recorded as cost of sales) 	0.53	0.44	
	<ul style="list-style-type: none"> EA Solar Nakhornsawan Co., Ltd. (Subsidiary) has insured the assets of the solar power plant with Dhipaya Insurance Public Company Limited under the policy of the insurance policy between Dhipaya Insurance Public Company Limited. 55% of the sum insured and Nam Seng Insurance Plc at 45% of sum insured. <p>1.) 1 year insurance period (from 23 December 2014 to 22 December 2015) with sum insured of USD 200,000,000.</p>	6.92	-	The Company has complied with loan agreements to have an insurance agent providing the insurance cover in order to prevent the risk of potential damage. The selection of the insurer has been selected by an independent agent properly.
	<ul style="list-style-type: none"> EA Solar Nakhornsawan Co., Ltd. (Subsidiary) has insured the assets of the solar power plant with Dhipaya Insurance Plc, under the joint-policy of the insurance policy, i.e. Dhipaya Insurance Plc.- 40% of the sum insured, Nam Seng Insurance Plc., - 40% of the sum insured and Safety Insurance Plc.- 20% of the sum insured. <p>1.) 1 year insurance period (from December 23, 2015 to December 22, 2016) with sum insured of USD 200,000,000.</p> <p>2.) 1 year insurance period (from December 23, 2016 to December 22, 2017) with sum insured of USD 200,000,000.</p> <p>For 2.) as above shall be Dhiyapa insurance Plc. at 60% of sum insured and Nam Seng Insurance Plc at 40% of sum insured</p>	-	3.24	

The person who may have conflict of interest	Details of Transaction	Value of Related Transactions (million Baht)		Necessity and reason
		Year 2015 as at 31 Dec 2015	Year 2016 as at 31 Dec 2016	
<ul style="list-style-type: none"> EA Solar Lampang Co.,Ltd. (Indirect subsidiary) has insured the assets of the solar power plant with Dhipaya Insurance Plc. under the joint-policy, i.e. Dhipaya Insurance Plc. at the rate of 30% of the sum insured, Nam Seng Insurance Plc. at the rate of 30% of the sum insured and Safety Insurance Plc. at the rate of 40% of the sum insured. 1.) Period of insurance from February 17, 2015 to December 22, 2015, with sum insured of USD 228,790,000. 2.) Period of insurance from 23 December 2015 to 22 December 2016, with sum insured of USD 228,790,000. 3.) Period of insurance period from December 23, 2016 to December 22, 2016, with sum insured USD 228,790,000. 	<p>For 2.), the joint-insurance will be Dhipaya Insurance Plc. at 60% of sum insured and Nam Seng Insurance Plc. at 40% of the sum insured</p>	5.67	2.85	The Company has complied with loan agreements to have an insurance agent providing the insurance cover in order to prevent the risk of potential damage. The selection of the insurer has been selected by an independent agent properly.
<ul style="list-style-type: none"> EA Solar Phitsanulok Co., Ltd. (Indirect subsidiary) hired Jardine Lloyd Thompson as the third party who has been recognized by financial institutions as a lender to the company as a lender agent for the insurance company, by Jardine Lloyd Thompson. Limited selection of companies Dhipaya Insurance Plc. at the rate of 40% of the sum insured, Nam Seng Insurance Plc., at 30% of the sum insured and Safety insurance Plc. at the rate of 30% of the sum insured. This is to insure the asset of solar power plant during construction 1.) Period of insurance from 24 April 2015 to 29 February 2016 with sum insured of USD 227,633,000.- 2.) Insurance Period from February 29, 2016 to March 14, 2016 with sum insured of USD 227,633,000. 3.) Period of insurance from March 15, 2016 to March 31, 2016, with sum insured of USD 227,633,000. 4.) Insurance Period from April 1, 2016 to March 31, 2016, with sum insured of USD 220,469,000. 		7.31	-	The Company has complied with loan agreements to have an insurance agent providing the insurance cover in order to prevent the risk of potential damage. The selection of the insurer has been selected by an independent agent properly.
			2.43	

The person who may have conflict of interest	Details of Transaction	Value of Related Transactions (million Baht)		Necessity and reason
		Year 2015 as at 31 Dec 2015	Year 2016 as at 31 Dec 2016	
	<ul style="list-style-type: none"> EA Solar Phisanulok Co., Ltd. (Subsidiary) has prepaid premiums from such transactions at the end of the accounting period. (The premium is recorded as cost of sales) 	-	0.81	
	<ul style="list-style-type: none"> EA Wind Hadkanghan3 Co.,Ltd. (Indirect subsidiary) hired Jardine Lloyd Thompson as the third party who has been recognized by financial institutions as a lender to the company as a lender agent for the insurance company, by Jardine Lloyd Thompson. Limited selection of companies Dhipaya Insurance Plc.at the rate of 25% of the sum insured, Nam Seng Insurance Plc., at 25% of the sum insured and Safety insurance Plc. at the rate of 50% of the sum insured. This is to insure the asset of solar power plant during construction. 1.) Insurance Period from July 21, 2015 to July 4, 2016, with sum insured of USD 272,341,000 (the premium is included in the cost of a power plant) 2.) Period of insurance from 5 July 2016 to 30 June 2016, with sum insured of USD 272,341,000 (the premium is included in the cost of a power plant) 	3.35	3.35	The Company has complied with loan agreements to have an insurance agent providing the insurance cover in order to prevent the risk of potential damage. The selection of the insurer has been selected by an independent agent properly.
2. Mr. Somchainuk Engtrakul	<ul style="list-style-type: none"> The Company hired Mr. Somchainuk Engtrakul as Business Development Consultant. The consulting fee of Baht 100,000 per month will be paid from 1 March 2014 to 28 February 2015 for a period of 1 year. 	0.20	-	For providing the advice on corporate business development

Management Discussion and Analysis (MD&A)

Overview of the previous operational performance

Energy Absolute Public Company Limited is the Company operating the business of alternative energy with the use of modern technology friendly to the environment and beneficially for the users. At present, the core business of the Company is manufacturer and distributor of biodiesel (B100), pure glycerin and by-products. The Company has been granted to be the oil trader according to Section 7 of the Fuel Trade Act B.E.2543 by Ministry of Energy (on 14th October 2009). In addition, the Company has expanded the business to generate and distribute the electricity from alternative energy, i.e. solar and wind energy in accordance with the Power Development Plant (PDP) (B.E.2553 – B.E.2557) that government has promoted the generation of electricity from renewable energy along with environmental protection. This is not only to realize the importance of renewable energy, however, the Company also recognizes the importance of energy reserves for the use in various industries. On 7th December 2016, the Company invested in the foreign company (Amita Technologies Inc.) for operating and developing the battery (lithium-ion polymer) which will enhance the existing renewable energy business of the Company.

At the end of 2016, the revenue from all 4 solar power plant was recorded. The revenue of each plant was as follows:

- 8-MW Solar Power Plant in Lopburi Province : The revenue had been recorded since 17th October, 2012.
- 90-MW Solar Power Plant in Nakhornsawan Province : The revenue had been recorded since 23rd December, 2013.
- 90-MW Solar Power Plant in Lampang Province : The revenue had been recorded since 17th February, 2015.
- 90-MW Solar Power Plant in Phitsanulok Province : The revenue had been recorded since 1st April, 2016.

For wind power project, the Company and subsidiaries have submitted filling to the Electric Generating Authority of Thailand (EGAT), in which the filling has been accepted for total 8 projects, i.e.

- Hadkanghan : 3 projects with the aggregate capacity of 126 megawatts
- Hanuman : 5 projects with the aggregate capacity of 260 megawatts

The operating results during the past 3 years, the Company and subsidiaries incurred revenue from 5 products as follows:

- 1.) Revenue from sales of biodiesel
- 2.) Revenue from sales of high speed diesel
- 3.) Revenue from sales of purified glycerin
- 4.) Revenue from sales of raw materials and by-products and
- 5.) Revenue from sales of electricity from solar energy (first revenue derived in the 4th quarter of 2012 from the 1st solar power plant)

Total revenue from sales of the 5 products in year 2013, 2014 and 2015 were 7,582.93 million THB, 9,197.35 million THB and 10,392.39 million THB respectively. These revenues included incentive income (Adder) from Provincial Electricity Authority (PEA), at the rate of 8 THB per kilowatt for 8-MW solar power plant in Lopburi and from EGAT at the rate of 6.50 THB per kilowatt for 90-MW solar power plant in Nakhornsawan, 90-MW solar power plant in Lampang, and 90-MW solar power plant in Phitsanulok for a period of 10 years, starting from the commercial operation date.

1. Analysis of operating results of the Company and subsidiaries

Revenue from sales of products and total revenue

Total revenue from sales of products of the Company and subsidiaries in year 2014, 2015 and 2016 were 7,582.93 million THB, 9,197.35 million THB and 10,392.39 million THB respectively (included incentive income (Adder) from PEA at the rate of 8 THB per kilowatt for 8 MW solar power plant in Lopburi and incentive income (Adder) from EGAT at the rate of 6.50 THB per kilowatt for 90-MW solar power plant in Nakhornsawan, 90-MW solar power plant in Lampang and 90-MW solar power plant in Phitsanulok for a period of 10 years, starting from the commercial operation date. This resulted in the total revenue of the Company and subsidiaries increase continually. In 2015, the total revenue increased from 2014 for 1,610.90 million THB calculated as 21.19% from 7,601.27 million THB in 2014, 9,212.17 million THB in 2015. In 2016, the total revenue was 10,439.25 million THB increasing from 2015 for 1,227.08 million THB (13.32%).

Revenue from sales of products

Revenue type	2014		2015		2016	
	Million THB	%	Million THB	%	Million TH B	%
Biodiesel						
1. Biodiesel oil	4,990.94	65.66	5,005.34	54.33	4,721.13	45.22
2 Purified glycerin	231.18	3.04	220.31	2.39	169.49	1.62
3. Raw materials and byproducts	173.99	2.29	16.06	0.17	11.32	0.11
	5,396.11	70.99	5,241.71	56.89	4,901.94	46.95
Renewable Energy Power Plant						
4. Solar Power Plant	781.31	10.28	1,360.39	14.77	1,786.31	17.11
5. Additional funds from adder	1,405.51	18.49	2,595.25	28.18	3,704.14	35.49
	2,186.82	28.77	3,955.64	42.95	5,490.45	52.60
Total sale income	7,582.93	99.76	9,197.35	99.84	10,392.39	99.55
Other income	18.34	0.24	14.82	0.16	46.86	0.45
Total incomes	7,601.27	100	9,212.17	100	10,439.25	100

Having considered the proportion of revenue from the sales during 2014, 2015 and 2016, it found that the proportion of revenue from sales of 2 major products has changed significantly, i.e. the proportion of revenue from sales of biodiesel which declined continuously during 2014, 2015 and 2016 were 65.66% , 54.33% and 45.22% of total revenue respectively. While, the sales revenue from electricity and Adder which increased during 2014, 201 and 2016 were 28.77%, 42.94% and 52.59% of the total revenue respectively.

During year 2016, sales revenue of the Company and subsidiaries stood at 10,392.39 million THB(or increase of 12.99%) as compared to 2014. In proportion, sales revenue from biodiesel accounted 45.22%, glycerin accounted 1.62%, raw materials and by-products accounted 0.11%. and for revenue from solar power plant business, sale revenue from solar power plant stood at 17.11% and revenue from Adder stood at 35.48% of total revenue.

Revenue from sales of biodiesel in 2014 and 2015, increased by 14.40 million THB or 0.29%, respectively, from 2013 and 2014 as a result of an increase of sales volume from 174.54 million liters in 2014 to 188.02 million liters in 2015, representing the increase of sales volume of 7.72% from 2013 to 2014 and 7.72% from 2014

to 2015. While the sales volume in 2016 had decreased 36.38 million liters (19.35%) due to the impact of the palm crude oil shortage caused by drought on the third quarter, So Department of Energy Business has announced to reduce the portion of biodiesel blend into high-speed diesel in order to reduce the demanding of crude palm oil. As the sales volume has been reduced, therefore the revenue from sales of biodiesel was reduced as well. From the reduced sale volume cause revenue of biodiesel oil in 2016 reduced 284.20 million THB comparing to 2015 or 5.68%

The Company and subsidiaries' solar power plants increased an income in 2013, 2014 and 2015 were 2,186.82 million THB, 3,955.64 million THB and 5,490.45 million THB respectively. The continuing growth followed the commercial operation of each power plant project, where the earning was recognized from the electricity and incentive income (Adder).

The revenue from sales of raw materials and by products

The revenues from sales of raw materials and byproducts of the Company and subsidiaries in 2014, 2015, and 2016 were 173.99 million THB, 16.06 million THB and 11.32 million THB, respectively. The details are as follows:

Table showing details of sales revenue from raw materials and byproducts

Type of revenue from sales of raw materials and byproducts	2014		2015		2016	
	Million THB	%	Million THB	%	Million THB	%
1. Palm acid	138.17	79.41	5.89	36.67	8.80	77.74
2. Crude Glycerin	35.72	20.53	10.07	62.70	2.48	21.91
3. Others	0.10	0.06	0.10	0.63	0.04	0.35
Revenue from sales of products	173.99	100.00	16.06	100.00	11.32	100.00

Revenue from sales of PFAD (Palm Fatty Acid Distillate) : Due to the slump of palm price in the early of 2016, the Company considered that feeding PFAD to the production process of biodiesel would not worth the cost. Then, the Management decided to sell PFAD, instead of import to the production process. Hence the revenue from PFAD was continually rising from 2013 – 2014. Later, after the production process has been improved as to use PFAD as a raw material of biodiesel production in early of 2015, income from sales of PFAD in 2015 and 2016 was consequently dropped down.

Cost of sales and gross profit

Sales cost of the Company and subsidiaries during year 2014, 2015 and 2016 were 5,346.18 million THB, 5,461.16 million THB, and 5,637.29 million THB respectively, representing 70.50%, 59.38% and 54.24% of sales revenue collectively. Proportion of the sales cost to revenue was declined as a result of greater efficiency of inventory management, production process and purchasing of raw materials, including the scope of business which yielded high profit such as production and distribution of electricity, while reducing and canceling business sector which generate low profit

such as production and distribution of high speed diesel and LPG.

Gross profit of the Company and subsidiaries during year 2014, 2015 and 2016 were 2,236.75 million THB, 3,736.19 million THB and 4,755.10 million THB collectively, presenting 29.50%, 40.62% and 45.76% of sale revenue respectively. The gross profit of year 2015 and 2016 is likely to increase significantly due to additional earnings received from solar power plant 90 MW solar power plant during the fourth quarter of 2013 and first quarter of 2015 in Nakhonsawan during the fourth quarter of 2013, 90kw solar power plant in Lampang on the first quarter of 2015 and 90 kw solar power plant in Phitsanulok on second quarter of 2016, which included income from distribution of electricity and the incentive income (Adder).

Furthermore, to categorize revenue, sales cost of the Company and subsidiaries into 2 types of business which are 1) Production and distribution of biodiesel oil 2) Generating and distribution of electricity captured from solar energy. Details are shown as follows:

Revenue type	2014		2015		2016	
	Million THB	%	Million THB	%	Million THB	%
Production and distribution of biodiesel (Including raw materials and byproducts)						
- Sales revenue	5,396.11	71.16	5,241.71	56.99	4,901.94	47.17
- Cost of sales	4,977.68	65.64	4,703.60	51.14	4,486.26	43.17
- Gross profit	418.43	5.52	538.11	5.85	415.68	4.00
Distribution of electricity captured from solar energy (included Adder)						
- Sales revenue	2,186.82	28.84	3,955.64	43.01	5,490.45	52.83
- Cost of sales	368.50	4.86	757.56	8.24	1,151.03	11.08
- Gross profit	1,818.32	23.98	3,198.08	34.77	4,339.42	41.75
Total incomes	7,582.93	100.00	9,197.35	100.00	10,392.39	100.00

Sales revenue and sale cost, categorized by type of product during year 2013-2015

Products	2014			
	Revenue	Cost of sales	Gross profit	Gross profit margin (%)
Biodiesel oil	4,990,943,058	4,728,390,046	262,553,012	5.26
Purified glycerin	231,176,125	89,685,228	141,490,897	61.20
Raw materials and	173,986,906	159,604,890	14,382,016	8.27
Electricity captured from solar energy (included incentive income (Adder))	2,186,823,461	368,497,957	1,818,325,504	83.15

Products	2015			
	Revenue	Cost of sales	Gross profit	Gross profit margin (%)
Biodiesel oil	5,005,333,077	4,597,563,073	407,770,004	8.15
Purified glycerin	220,313,148	94,968,038	125,345,110	56.89
Raw materials and byproducts	16,061,980	11,072,507	4,989,473	31.06
Electricity captured from solar energy (included incentive income (Adder))	3,955,643,033	757,555,789	3,198,087,244	80.85

Products	2016			
	Revenue	Cost of sales	Gross profit	Gross profit margin (%)
Biodiesel oil	4,721,130,409	4,386,286,539	334,843,870	7.09
Purified glycerin	169,492,163	80,406,265	89,085,898	52.56
Raw materials and	11,322,943	19,568,537	(8,245,594)	(72.82)
Electricity captured from solar energy (included incentive income (Adder))	5,490,449,151	1,151,031,301	4,339,417,850	79.04

Sales expenses

The sale expenses of the Company and subsidiaries for the years 2014, 2015, and 2016 accounted for 81.57 million THB, 61.39 million THB, and 47.67 million THB, respectively, or calculated as 1.08 %, 0.67%, and 0.46% of total revenues, respectively. In 2016, the sale expenses decreased mainly due to the higher cost of production and sales of biodiesel. That the Company could sell the products in lower quantity resulted in lower sale expenses.

Administrative expense

Administrative expense of the Company and subsidiaries iAdministrative expense of the Company and subsidiaries in 2014, 2015 and 2016 were 215.82 million THB, and 324.88 million THB, and 410.24 million THB, representing 2.85%, 3.53% and 3.93% of total revenue consecutively. The increase of administrative cost was a result of business expansion. There was also a non-regular expense of 24.65 million THB which was the service fee in credit sourcing. Previously, the Company had to gradually recognize as the expense. However, due to

the effect from the Company canceling the credit financial amount as the Company could provide the source of capital at lower cost from the issuance of debentures, this fee had to be recognized in full amount as expenses in the third quarter of 2016.

Earnings (loss) on exchange currency

recorded the loss from the net exchange currency of 102.18 million THB. The loss increased by 99.79 million THB compared to the loss from the net exchange currency of 2.39 million THB in the previous year. These were the expenses arising from the conformity to the agreement in the power plant project loan agreement requiring the Company to purchase foreign currency in advance in order to manage the risk not to let the project's investment budget higher than expected. However, as on the date of exercising the right to submit the foreign currency, the difference was found in the exchange currency resulting in the necessity to record the result of such transaction as the expenses. Currently, the effect of such transactions had been fully recognized. Such loss did not exceed the budget of each project and did not affect the liquidity of the Group of companies anyway.

Financial cost

During year 2014, 2015 and 2016, the financial cost of the Company and subsidiaries were 327.75 million THB, 646.11 million THB, and 994.89 million THB respectively, representing 4.32%, 7.01% and 9.53% of total revenue.

The increasing financial cost was due to the subsidiary's long-term loan withdrawn for the construction of the 8-MW solar power plant in Lopburi province, 90-MW solar power plant in Nakhornsawan, Lampang and Phitsanulok. That the four power plants were completely constructed caused the record of financial cost occurring later had to be recognized as expenses instead of recording as cost price as being recorded during the construction phase.

Net profit and rate of net profit

Net profit (refer to the portion of the Company) of the Company and subsidiaries earned in 2014, 2015 and 2016 were 1,608.46 million THB, 2,686 million THB, and 3,251.51 million THB, representing a net profit of 6.67%, 21.16% and 29.17% of total revenue respectively. The continual growth of the net profit is a result of greater efficiency on cost management, inventory management and purchase procedures including policy on business expansion to focus on business which generate high income which are production and distribution of electricity during the fourth quarter of 2012, the fourth quarter of 2013, the first quarter of 2015 and the second quarter of 2016. The revenue from 9-MW solar power

plant in Lopburi and three 90-MW solar power plants in Nakhornsawan, Lampang and Phitsanulok has increased the net profit of the Company and subsidiaries.

Return rate per shareholder

Return on equity of the Company and subsidiaries in year 2014, 2015 and 2016 continuously increased, equaled to 31.35%, 37.30% and 32.68%. Shareholder's equity (only the holding company's) were 5,893.40 million THB, 8,504.94 million THB, and 11,383.45 million THB respectively. The paid-up ordinary shares of the Company and subsidiaries rose to 373 million THB from 317 million THB, premium on share rose to 3,680.22 million THB as a result of significant increase of paid-up capital and share premium from listing in the MAI Stock Exchange during the first quarter of 2013.

Financial status of the Company

Assets

Total assets of the Company and subsidiaries as of 31 December 2014, 2015 and 2016 valued 19,326.76 million THB, 33,057.23 million THB, and 41,507.39 million THB respectively. Details of important assets are as follows:

- **Deposit made in financial institution with guarantee obligation**

As of 31 December 2014, 2015 and 2016, the Company's and subsidiaries' pledged deposit with financial institutions were 1,151.34 million THB, 2,829.52 million THB and 1,790.07 million THB. The deposit with guarantee obligation. As of 31 December 2016 decrease amount 1,039.45 million THB equaled to 36.74% decrease in the term of current items 1,036.16 million THB as a result of subsidiaries have paid the entire loan amount of 2 solar power plants. The non-circular items has increased 23.72 million THB to reserve for a deposit of money according to the conditions for wind power plant of subsidiaries that under construction.

- **Account receivable and allowance for doubtful accounts**

As at 31 December 2014, 2015 and 2016 the Company and subsidiaries had account receivable of 690.33 million THB, 1,051.60 million THB and 1,319.15 million THB or representing 3.57%, 3.18% and 3.18% of total assets respectively. The account receivable has increased continuously. This is due to the commencement of commercial operating of subsidiaries' solar power plant every year from 2014 – 2016 (one year – one power plant), consequently, the sales of electricity units at the end of each year increased as well.

If calculating the average collection period in 2014, 2015 and 2016 is equal to 28.26 days, 34.09 days and 41.06 days respectively. The overall debt collection

period for 2014-2016 is similar. This is in line with the changing revenue structure. The revenue with short term credit of 15-30 days, such as the revenue from biodiesel sales is likely to decline. And revenue with a credit term of about 45 days, i. e the revenue from the sales of electricity is likely to increase. This resulted in a slightly higher average collection period. However, having considered the quality of account receivable as of December 31, 2015 and 2016, all account receivable are not overdue. This reflect the efficiency in the management of trade receivables and the quality of account receivable

● Other receivable

Other account receivables of the Company and subsidiaries as of 31 December 2014, 2015 and 2016 were 25.89 million THB, 145.64 million THB, and 397.62 million THB consecutively. Other account receivables included Revenue Department receivable, incoming purchase tax, goods deposit, advanced

insurance premium, advanced expenses. The increase of other receivables as of 31 December 2015 is because the Company has been credited for purchase tax from construction of power plant project which is accrued for set off in the commercial operation date of the power plant in Lampang.

● Inventories

As of 31 December 2014, 2015 and 2016, the inventory of the Company and subsidiaries valued 146.99 million THB, 175.27 million THB, and 187.02 million THB or representing 0.76%, 0.53% and 0.45% of total assets consecutively. The management has implemented policy on inventory management by setting the volume of inventory in line with the government policy to enable that the Company has enough raw material to produce and to avoid risk from fluctuation of oil price. The value of inventory as of 31 December 2015 and 2016 is summarized as follows:

Unit : million THB

Inventories	As of 31 December 2015	As of 31 December 2016
Raw material	58.48	55.11
Goods in process	85.99	78.13
Byproducts	23.23	40.01
Consumables	7.70	20.81
Total	175.40	194.06
Less allowance for slow-moving inventories	(10.67)	(7.04)
Net-inventories	164.73	187.02

Allowance for loss due to slow-moving products is set to support imported raw materials. After improvement in some production procedures, the Management estimated that the said raw materials may not be used. For this reason the allowance for loss is set at 50% for year 2013 and is considered to add another 50% in 2014 based on chance of utilization and quality of the product at present.

● Net-property, plant and equipment

As of 31 December 2014, the Company and subsidiaries had net value of property, plant and equipment amounting of 16,184.17 million THB or 83.74% of total assets. The continued to grow to 27,404.35 million THB in 2015 (31 December 2015) and 33,485.32 million THB in 2016 (31 December 2016), representing 82.93% and 80.67% of total assets respectively.

Unit : million THB

Land, buildings, and equipment	On 31 st December, 2015	On 31 st December, 2016
Land	1,011.07	1,012.41
Buildings and modifications	663.02	540.47
Machines, equipment, and instruments in the plants	566.63	1,171.56
Equipment and decorations of office and vehicle	73.99	72.17
Assets to be installed	11,933.20	10,239.25
Power plant of power supply and instruments used for power generation	13,156.44	20,449.46
Total	27,404.35	33,485.32

Details of expense on investment of expansion and improvement of production process including investment expense on construction of solar power plant during year 2013-2015 were as followings:

Unit : million THB

Expenditures on investment	2014	2015	2016
Biodiesel and shared fund	57.86	14.46	-
CPO plant	1.96	-	-
Purified glycerin	11.49	0.26	-
Solar Power Plant	8,423.03	8,172.98	227.59
Wind power plant	-	3,754.30	5,853.38
Total expenditures on investment	8,494.34	11,942.00	6,080.97

• Net-intangible assets

The intangible assets of the Company and subsidiaries as of 31 December 2014, 2015 and 2016 totaled of 243.20 million THB, 416.97 million THB, and 665.89 million THB or 1.26%, 1.26% and 1.60% of total assets respectively consisting of:

Types of assets	On 31 st December, 2015	On 31 st December, 2016
Right in the power sale and purchase agreement	37.01	35.31
Right in using the system of power supply and substations		
• Power plant in Lopburi	12.95	12.36
• Power plant in Nakhonsawan	178.73	170.95
• Power plant in Lampang	181.62	174.09
• Power plant in Phitsanulok	-	262.49
Computer program	6.66	10.69
Total	416.97	665.89

Liquidity

As of 31 December 2015 and 2016, assets and current assets of the Company and subsidiaries valued 4,655.02 million THB, and 6,132.21 million THB, representing 14.11% and 14.77% of total assets respectively. As of 31 December 2015 and 2016, the important -quality and high liquidity current assets were – cash, cash equivalents totaling of 609.81 million THB and 2,672.74 million THB, representing 13.07% and 43.59% of current assets respectively. The deposit for Guarantee amount 2,429.01 million THB and 1,365.85 million THB representing 52.07% and 22.27 % of current assets respectively, Trade receivables amounted to 1,051.60 million THB and 1,319.15 million THB, representing 22.54% and 21.515% of current assets. Inventory amounted to 175.26 million THB and 187.02 million THB, representing 3.76% and 3.05% respectively. The increase of current assets to total assets was a result of business expansion of alternative power plant until present. The investment in non-current assets included land and power plants which required high value of investment.

As of 31 December 2015 and 2016, current liability of the Company and subsidiaries amounted to 4,489.01 million THB, and 3,538.26 million THB, representing 13.58% and 8.52% of total assets respectively. Current liability of the Company is classified into 2 main parts which are liability from operation of biodiesel business which consist of short-term loan from financial institution, account payables.

As the consumption of biodiesel has been leaped up due to support from government policy, sale volume is consecutively decreased. To expand business in order to support such decreased, the Company required working capital for its business operation. As of 31 December 2015 and 2016, the major liabilities from such business stood at 39.65% and 28.49% of current asset namely. In addition, liabilities from business of production and distribution of the electricity generated from alternative energy are creditors from construction, performance security and long-term loan from financial institution – which will be due within a year. As of 31 December 2015 and 2016, the proportion of main liabilities from business operation stood at 55.75% and 61.19% of current liabilities respectively.

As a result of changes on the current asset and current liability resulted in the liquidity of the Company stood at 1.04 times in 2015 and 1.73 times in 2016. This was caused by the construction of most power plants completely constructed and able to do commercial electricity distribution already. The impact was on the increase in asset ratio of current assets to increasing total assets and the debt restructuring by issuing long-

term debentures for repaying some short-term debts. This resulted in the decreasing ratio of current debt to total assets. The liquidity ratio of 2016 then changed from 2015.

Source of fund

Liabilities

Total liabilities of the Company and subsidiaries as of 31 December 2014, 2015 and 2016 were 13,429.38 million THB, 24,547.32 million THB and 30,117.94 million THB respectively, representing 69.49%, 74.26% and 72.56% of total asset respectively. Details of important liabilities are as follows:

- **Short-term loan from the financial institutions**

As of 31 December 2014, 2015, 2016 short-term loan from the financial institution of the Company and subsidiaries were 716.49 million THB, 1,690.43 million THB and 946.49 million THB, representing 3.71%, 5.11%, 2.28% of total assets respectively. As of 31 December 2016, the short-term loans from financial institutions decreased due to lower biodiesel sale volume, the demand for using cycling capital reduced including the proceeds from the issuance of some debentures to repay short-term loans. As a result, the short-term loans from financial institutions decreased compared to the year 2015.

- **Payables for purchase of assets**

As of 31 December 2014, 2015 and 2016, the payables for purchased of assets of the Company and subsidiaries were 499.37 million THB, 893.41 million THB and 135.65 million THB or 2.58%, 2.70% and 0.33% of total assets respectively. The payables for purchased of assets of the year 2015 were reduced due most of solar power plant and wind power plant have completed construction.

- **Long-term loan from the financial institution**

As of 31 December of year 2014, 2015, and 2016, the long-term loans from financial institution (maturity within one year) were 11,276.61 million THB, 20,523.75 million THB, and 19,432.08 million THB or 58.32%, 62.09% and 46.82% of total assets respectively. The increase of long-term loans from financial institutions consisted of the loan acquired for construction of 90-MW power plant in Nakhornsawan in the year 2013, 90-MW power plant in Lampang 2014, 90-MW power plant in Phitsanulok and 126-MW power plant in Nakhornsithammarat - Songkhla in the year 2015. However, during the 2016, the Company has utilized funds from issuance of debenture to repay the entire loan incurred from 8-MW solar power plant in Lopburi and 90-MW solar power plant in Nakhornsawan. Consequently, the long-term loans from finance institution of the 2016 were reduced comparing to the 2015

- Retention for Constructions**

As of 31 December of year 2014, 2015, and 2016, the retention for constructions of the Company and subsidiaries were 928.43 million THB and 878.61 million THB, representing of 2.81% and 2.12% of total assets. The retention for constructions of 2015 was from two 90-MW power plants in Lampang and Phisanulok as well as 126 MW wind power plant in Nakhornsithammarat-Songkla. While, the retention for constructions of the year 2016 were 90-MW solar power plant at Phisanulok and 126 MW wind power plant at Nakhornsithammarat-Songkla

Shareholders' equity

As of 31 December 2014, 2015 and 2016, shareholder's equity of the Company and subsidiaries steadily increased to 5,897.38 million THB, 8,509.92 million THB and 11,389.46 million THB, representing 30.51%, 25.74% and 27.44% of total asset respectively. The reasons is due to the increase of profit, consequently, the retained earnings of the Company has increased comparing to net profit of each year.

In 2014, the Annual General Meeting of Shareholders approved the dividend payment to shareholders at 0.02 THB per shares, totaling 74,600,000.00 THB. The dividend was derived from business operation under BOI privilege in 2013. In 2015, the Annual General Meeting of Shareholders approved the dividend payment to shareholders at 0.02 THB per shares, totaling 74,600,000.00 THB. The dividend was derived from business operation under BOI privilege in 2014. And in 2016, the Annual General Meeting of Shareholders approved the dividend payment to shareholders at 0.10 THB per shares, totaling 373,000,000.00 THB. The dividend was paid from the operating results of the year 2015, divided into the rate of 0.05THB per share is from business operating under BOI and at the rate 0.05THB per share from Non-BOI business.

The shareholders' equity as at 31 December 2014, 2015 and 2016 showed other component of shareholders' equity as minus 46.94 million THB as a result of the surplus from acquisition of investment of subsidiary (Surachai (1977) Co., Ltd.) that higher than the book value of the subsidiary as of the acquired dated, valued at 0.99 million THB and lower cost of acquisition of investment in a subsidiary (EA Solar Co., Ltd.) was added at a price higher than the book value of the accounts of the subsidiary. As of the acquisition date, the value was minus 47.94

million THB. Details of each transaction are as follows:

- Capital Surplus from acquisition of investment of subsidiary raised to 0.99 million THB :
 On 20 August 2012, the Company acquired 2,800 ordinary shares of Surachai (1997) Co., Ltd., from existing shareholders, at the price of 1,000 THB per share, totaling 2.80 million THB. After the acquisition of investment, the ratio of ordinary shares held by the Company in such subsidiary was increased from 75% to 98.33% of total registered capital. The differential between share subscribed and book value of the subsidiary stood at 0.99 million THB.
- Deficit from acquisition of investment in subsidiary raised to 47.38 million THB : On 17 August 2012, the Company acquired 293,999 ordinary shares of EA Solar Co., Ltd., from existing shareholders, at the price of 248.06 THB per share, totaling 72.93 million THB. After the acquisition of investment, the ratio of ordinary shares held by the Company in such subsidiary increased from 34.30% to 49.00% of total registered capital of the subsidiary. The differential between share subscribed and book value of the subsidiary stood at 47.94 million THB.

As of 31 December 2014, 2015 and 2016, Debt to Equity ratio (D/E) of the Company and subsidiaries were 2.28 times, 2.88 times and 2.64 times respectively. The decrease of Debt to Equity in 2016 due to the reduction in the amount of loan drawdown for construction of power plants as most of the construction was completed in 2016. For commercially operated power plants, due to the gradual repayment of loan principal, consequently, the liability from loans was reduced as well. Meanwhile, as the Company incurred profit continuously. Under such circumstance, it resulted in the increasing retained earnings and shareholders' equity causing the debt proportion to equity in 2016 to reduce compared to 2015.

Cash flow

The Company and subsidiaries' cash flow received from operating activities during the accounting year 2014, 2015 and 2016 were 2,107.05 million THB, 3,455.81 million THB, and 4,951.45 million THB respectively. The increase of cash flow followed the continual growth of profit and the adjustment which was not affected the cash flow such as the depreciation and amortization and loss from unrealized exchange rate etc. All these were after the distribution of solar power plants in Nakhornsawan and, Lampang and Phitsunulok.

Net cash payment in investment activities during the accounting year of 2014, 2015 and 2016 were 8,603.53

million THB, 12,911.07 million THB and 7,834.94million THB respectively, due to the expansion of investment in solar power plant and wind power plant projects.

For cash receipts from (used in) operating activities, during the accounting year of 2014, 2015 and 2016, the cash flow continually increased due to the fund sourcing for the investment in business expansion. The cash receipts from activities were 5,521.17 million THB,

9,495.26 million THB, and 4,946.42 million THB, respectively. The fund raising in 2014 – 2016 acquired through long-term loan from financial institutions, in response to the with business expansion plan on production and distribution of alternative energy of the Company Group. Cash flow received from activities as of ending year 31 December 2015 and 2016 is summarized as follows:

Unit : million THB

Cash flows from financing activities	2015	2016
Net cash received from (used in) operating activities	3,455.81	4,951.45
Net cash received from (used in) operating activities	(11,306.70)	(7,834.94)
Cash flow received from (used in) operating activities	9,495.26	4,946.42
Increase (decrease) of net cash	40.00	2,062.93
Cash and cash equivalents at beginning of year	569.81	609.81
Cash and cash equivalents at ending of year	609.81	2,672.74

Report on the Board of Directors' Responsibilities for Financial Statements

The Board of Directors is responsible for the Company's financial statements and financial information presented in this Annual Report. The aforementioned financial statements have been prepared in accordance with Thai Generally Accepted Accounting Principles, using appropriate accounting policies consistently employed by the Company after applying prudent judgment and best estimation.

The important information is adequately disclosed in the notes to the financial statements. The Board of Directors has provided for and maintained efficient internal control systems to ensure that accounting records are accurate, complete and adequate to protect the Company's assets and uncover weaknesses in order to prevent fraud or materially irregular operations. To accomplish this task, the Board of Directors has appointed the Audit Committee, which consists fully of Independent Directors and the Committee is, inter alia responsible for the quality of financial statements and internal control systems, with the Committee's comments on these issues included in the Audit Committee Report in this Annual Report.

The Board of Directors is of the opinion that the Company's overall internal control system has functioned up to a satisfactory level to render credibility and reliability to the Company's financial statements for the year ended December 31, 2016.

For and on behalf of the Board of Directors of
Energy Absolute Public Company Limited



(Mr. Somchainuk Engtrakul)
Chairman of the Board
23 February 2017

Independent Auditor's Report

To the shareholders of Energy Absolute Public Company Limited

To the shareholders of Energy Absolute Public Company Limited

My opinion

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

What I have audited

I have audited the accompanying consolidated and separate financial statements of the Group and the Company, which comprise the consolidated and separate statements of financial position as at 31 December 2016, and the related consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing ("TSA"). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Federation of Accounting Professions under the Royal Patronage of his Majesty the King's Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. 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 judgment, were of most significance in my audit of the consolidated and separate financial statements of the current period. I determine one key audit matter: Audit of opening balances of completed power plants and power plants under construction included in property, plant and equipment. The matter was addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on the matter.

Key audit matter	How my audit addressed the key audit matter
<p>Audit of opening balances of completed power plants and power plants under construction included in property, plant and equipment</p> <p>The principal business operation of the subsidiaries is to generate electricity from renewable power plants for sale to the government sector. The subsidiaries own four solar power plants and eight wind power plants with total value of Baht 25,108 million. Three of the solar power plants were constructed between 2011 and 2015 and started their commercial operations between 2012 and 2015. The other solar power plant and the wind power plants are under construction.</p> <p>I focused on this area because the values are significant, representing 76% of the total consolidated assets. Additionally, this is my first year appointment as an auditor of the Group and I could not access to the working papers of prior year. There were a number of pieces of evidences to support acquisitions of those assets occurred in the pasts and the assets are located in several locations. It required significant effort and resources to obtain sufficient and appropriate evidence regarding the opening balances of the completed power plants and power plants under construction. The evidence was required to ensure their accuracy, completeness and existence.</p>	<p>I carried out the following procedures to ensure accuracy, completeness and existence of the opening balances of the completed power plants and power plants under construction.</p> <ul style="list-style-type: none"> • Examined the supporting documents for the addition, transfer and disposal incurred in the prior year. • Examined the supporting documents for the capitalisation of borrowing costs and direct attributable costs for the completed power plants and power plants under construction in the prior year. • Tested actual costs incurred in the prior year but not yet billed by suppliers. • Performed site visits for the completed power plants and sampling checked a number of solar cells in each zone against the fixed assets register. <p>I found that the opening balances of the completed power plants and power plants under construction were supported by the available evidences.</p>

Other information

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

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

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee

Responsibilities of the directors for the consolidated and separate financial statements

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

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company'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 the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial 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 TSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' 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 and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the 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 the audit committee 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 the audit committee 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 the audit committee, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.



Amornrat Pearmpoonvatanasuk
Certified Public Accountant (Thailand) No. 4599
Bangkok
23 February 2017

Statement of Financial Position

As at 31 December 2016

	Notes	Consolidated		Separate	
		2016	2015	2016	Restated
		Baht	Baht	Baht	2015 Baht
Assets					
Current assets					
Cash and cash equivalents	8	2,672,742,076	609,814,485	652,562,805	365,742,210
Deposits at financial institutions used as collateral	9	1,365,847,365	2,429,014,420	-	-
Trade accounts receivable	10	1,319,150,414	1,051,601,392	270,868,624	247,371,417
Other accounts receivable	11	585,258,226	397,632,712	242,641,152	136,757,474
Short-term loans to other parties and related parties	35.4	2,192,550	1,692,550	601,192,550	142,992,550
Inventories, net	12	187,023,041	175,264,855	177,677,551	164,727,440
Total current assets		6,132,213,672	4,665,020,414	1,944,942,682	1,057,591,091
Non-current assets					
Deposits at financial institutions used as collateral	9	424,218,648	400,502,494	100,858,680	100,748,364
Advance payment for purchase of investment	13	685,908,739	-	685,908,739	-
Investments in subsidiaries	14	1	1	14,983,679,351	7,292,079,351
Long-term loans to a related party	35.4	-	-	71,400,000	71,400,000
Investment property	15	32,983,093	-	956,891,986	932,988,370
Property, plant and equipment, net	16	33,485,318,765	27,404,346,324	559,116,647	672,318,945
Intangible assets, net	17	665,890,718	416,974,712	9,764,408	5,455,188
Deferred tax assets, net	18	23,813,014	-	2,243,917	-
Other non-current assets		57,045,586	170,390,208	13,589,224	60,576,379
Total non-current assets		35,375,178,564	28,392,213,739	17,383,452,952	9,135,566,597
Total assets		41,507,392,236	33,057,234,153	19,328,395,634	10,193,157,688

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Financial Position

As at 31 December 2016

		Consolidated		Separate	
				Restated	
		2016	2015	2016	2015
Notes		Baht	Baht	Baht	Baht
Liabilities and equity					
Current liabilities					
Short-term loans from financial institutions	19	946,490,872	1,690,430,576	946,490,872	1,542,376,436
Short-term loans from related parties	35.5	-	-	54,000,000	54,000,000
Trade accounts payable		61,617,701	89,338,806	61,366,777	86,906,788
Other accounts payable	20	358,086,215	192,732,269	147,551,493	68,695,437
Construction payables and payables for purchase of assets		135,652,169	893,402,907	-	-
Current portion of long-term loans from financial institutions, net	21	1,644,104,336	1,155,879,956	-	12,348,519
Current portion of finance lease liabilities, net		7,063,038	4,599,811	1,723,092	2,768,446
Income tax payable		12,512	9,177,324	-	-
Retention for constructions		385,237,801	453,453,237	-	-
Total current liabilities		3,538,264,644	4,489,014,886	1,211,132,234	1,767,095,626
Non-current liabilities					
Long-term loans from financial institutions, net	21	17,787,977,633	19,367,868,919	-	-
Debenture, net	22	7,991,405,471	-	7,991,405,471	-
Retention for constructions		493,369,568	474,983,627	-	-
Finance lease liabilities, net		1,045,866	7,309,949	-	1,723,092
Deferred tax liabilities, net	18	-	2,590,283	-	2,909,402
Retirement benefit obligations		6,512,038	4,972,223	4,185,367	3,376,629
Advance receipts for land rental	35.6	-	-	599,285,020	626,033,285
Provision for decommissioning costs	23	299,361,436	200,575,242	1,592,750	1,592,750
Total non-current liabilities		26,579,672,012	20,058,300,243	8,596,468,608	635,635,158
Total liabilities		30,117,936,656	24,547,315,129	9,807,600,842	2,402,730,784

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Financial Position

As at 31 December 2016

	Note	Consolidated		Separate	
		2016	2015	2016	Restated 2015
		Baht	Baht	Baht	Baht
Liabilities and equity (continued)					
Equity					
Share capital					
Authorised share capital					
- 3,730,000,000 ordinary shares					
at par value of Baht 0.10 per share		373,000,000	373,000,000	373,000,000	373,000,000
Issued and paid-up share capital					
- 3,730,000,000 ordinary shares					
paid-up at Baht 0.10 per share		373,000,000	373,000,000	373,000,000	373,000,000
Premium on share capital		3,680,616,000	3,680,616,000	3,680,616,000	3,680,616,000
Retained earnings					
Appropriated					
- Legal reserve	24	37,300,000	37,300,000	37,300,000	37,300,000
Unappropriated		7,339,478,923	4,460,972,877	5,429,878,792	3,699,510,904
Other components of shareholders' equity		(46,944,910)	(46,944,910)	-	-
Total equity attributable to owners					
of the parent		11,383,450,013	8,504,943,967	9,520,794,792	7,790,426,904
Non-controlling interests		6,005,567	4,975,057	-	-
Total equity		11,389,455,580	8,509,919,024	9,520,794,792	7,790,426,904
Total liabilities and equity		41,507,392,236	33,057,234,153	19,328,395,634	10,193,157,688

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Comprehensive Income

For the year ended 31 December 2016

	Notes	Consolidated		Separate	
		2016	2015	2016	Restated 2015
		Baht	Baht	Baht	Baht
Revenue from sales	25	6,688,255,521	6,602,102,063	4,901,945,516	5,241,708,204
Revenue from subsidy for adders	26	3,704,139,145	2,595,249,175	-	-
Dividend income	14	-	-	2,078,860,211	2,058,846,329
Other income	27	46,857,921	14,823,427	113,423,524	128,904,782
Total revenue		10,439,252,587	9,212,174,665	7,094,229,251	7,429,459,315
Cost of sales		(5,637,292,642)	(5,461,159,408)	(4,486,261,341)	(4,703,603,618)
Selling expenses		(47,673,346)	(61,394,036)	(47,673,346)	(61,394,036)
Administrative expenses		(410,237,499)	(324,879,551)	(280,592,304)	(252,897,272)
Currency exchange gains (losses), net		(102,177,769)	(2,393,603)	49,219	127,356
Finance cost	28	(994,886,746)	(646,111,022)	(181,536,910)	(94,302,192)
Total expense		(7,192,268,002)	(6,495,937,620)	(4,996,014,682)	(5,112,069,762)
Profit before income tax		3,246,984,585	2,716,237,045	2,098,214,569	2,317,389,553
Income tax	30	5,501,971	(28,320,710)	5,153,319	(18,997,155)
Profit for the year		3,252,486,556	2,687,916,335	2,103,367,888	2,298,392,398
Other comprehensive income (expense)					
Item that will not be reclassified					
subsequently to profit or loss, net of taxes					
Remeasurements of post-employment benefit		-	(779,803)	-	(425,749)
Other comprehensive expense, net of taxes		-	(779,803)	-	(425,749)
Total comprehensive income for the year		3,252,486,556	2,687,136,532	2,103,367,888	2,297,966,649
Profit attributable to:					
- Owners of the parent		3,251,506,046	2,686,922,225	2,103,367,888	2,298,392,398
- Non-controlling interests		980,510	994,110	-	-
		3,252,486,556	2,687,916,335	2,103,367,888	2,298,392,398
Total comprehensive income attributable to:					
- Owners of the parent		3,251,506,046	2,686,142,422	2,103,367,888	2,297,966,649
- Non-controlling interests		980,510	994,110	-	-
		3,252,486,556	2,687,136,532	2,103,367,888	2,297,966,649
Earnings per share					
Basic earnings per share	31	0.87	0.72	0.56	0.62

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Energy Absolute Public Company Limited

Statement of Changes in Equity

For the year ended 31 December 2016

Energy Absolute Public Company Limited
Statement of Changes in Equity
For the year ended 31 December 2016

	Attributable to owners of the parent										Consolidated	
	Note	Retained earnings			Other components of equity							
		Issued and paid-up share capital	Premium on share capital	Legal reserve	Unappropriated	Discount on investments in subsidiaries arising as a result of acquisitions of additional shares	Actuarial losses	Total owners of the parent	Non-controlling interests	Total equity		
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	
Opening balance as at 1 January 2015	373,000,000	3,680,616,000	37,300,000	1,849,430,455	(46,944,910)	-	5,893,401,545	3,980,947	5,897,382,492			
Changes in equity for the year												
Dividend paid	-	-	-	(74,600,000)	-	-	(74,600,000)	-	(74,600,000)			
Total comprehensive income for the year	-	-	-	2,686,922,225	-	(779,803)	2,686,142,422	994,110	2,687,136,532			
Transfer from actuarial losses	-	-	-	(779,803)	-	779,803	-	-	-			
Closing balance as at 31 December 2015	373,000,000	3,680,616,000	37,300,000	4,460,972,877	(46,944,910)	-	8,504,943,967	4,975,057	8,509,919,024			
Opening balance as at 1 January 2016	373,000,000	3,680,616,000	37,300,000	4,460,972,877	(46,944,910)	-	8,504,943,967	4,975,057	8,509,919,024			
Changes in equity for the year												
Capital contributions by non-controlling interests in subsidiary	-	-	-	-	-	-	-	50,000	50,000			
Dividend paid	-	-	-	(373,000,000)	-	-	(373,000,000)	-	(373,000,000)			
Total comprehensive income for the year	-	-	-	3,251,506,046	-	-	3,251,506,046	980,510	3,252,486,556			
Closing balance as at 31 December 2016	373,000,000	3,680,616,000	37,300,000	7,339,478,923	(46,944,910)	-	11,383,450,013	6,005,567	11,389,455,580			

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Changes in Equity

For the year ended 31 December 2016

	Notes	Other components of equity						Separate
		Retained earnings		Premium on share capital		Actuarial		
		Issued and paid-up share capital	Legal reserve	Unappropriated	Losses	Other components of equity		
		Baht	Baht	Baht	Baht	Baht	Baht	Baht
Opening balance as at 1 January 2015		373,000,000	3,680,616,000	37,300,000	1,476,144,256	-	-	5,567,060,256
Changes in equity for the year								
Dividend paid	32	-	-	-	(74,600,000)	-	-	(74,600,000)
Total comprehensive income for the year		-	-	-	2,298,392,397	(425,749)	(425,749)	2,297,966,648
Transfer from actuarial losses		-	-	-	(425,749)	425,749		
Closing balance as at 31 December 2015		373,000,000	3,680,616,000	37,300,000	3,699,510,904	-	-	7,790,426,904
Opening balance as at 1 January 2016								
- As previously reported		373,000,000	3,680,616,000	37,300,000	3,682,331,045	-	-	7,773,247,045
- Prior year adjustment	3	-	-	-	17,179,859	-	-	17,179,859
- As restated		373,000,000	3,680,616,000	37,300,000	3,699,510,904	-	-	7,790,426,904
Changes in equity for the year								
Dividend paid	32	-	-	-	(373,000,000)	-	-	(373,000,000)
Total comprehensive income for the year		-	-	-	2,103,367,888	-	-	2,103,367,888
Closing balance as at 31 December 2016		373,000,000	3,680,616,000	37,300,000	5,429,878,792	-	-	9,520,794,792

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Cash Flows

For the year ended 31 December 2016

	Consolidated		Separate	
			Restated	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Cash flows from operating activities				
Profit before income tax for the year	3,246,984,585	2,716,237,045	2,098,214,569	2,317,389,553
Adjustments to reconcile profit before income tax to net cash provided by operations:				
- Depreciation and amortisation	1,115,587,513	735,286,799	96,709,718	98,309,226
- Reversal of allowance for slow-moving inventory	(3,629,960)	-	(3,629,960)	-
- Interest income	(24,003,146)	(10,172,201)	(41,095,304)	(53,647,879)
- Dividend income	-	-	(2,078,860,211)	(2,058,846,329)
- Finance costs	994,886,746	646,111,022	181,536,910	94,302,192
- Retirement benefit expenses	1,539,815	731,092	808,738	538,981
- Amortisation of deferred financing fee of unused loan facilities	24,650,000	-	24,650,000	-
- Gains on disposal of investment property	-	-	(1,295,198)	-
- Losses on disposal of assets	4,632,892	5,914,422	1	1,655,075
- Unrealised losses on exchange rates	12,678,664	39,091,321	-	-
- Amortisation of advance receipts for land rental	-	-	(57,644,541)	(39,553,469)
Cash flows before changes in operating assets and liabilities	5,373,327,109	4,133,199,500	219,394,722	360,147,350
Change in operating assets and liabilities:				
- Trade accounts receivable	(267,549,022)	(361,278,605)	(23,497,207)	(7,149,808)
- Other accounts receivable	(187,583,010)	(268,090,749)	(60,512,675)	(40,498,714)
- Inventories	(8,128,226)	(17,733,726)	(9,320,151)	(17,733,726)
- Other non-current assets	13,543,878	(54,826,121)	32,360,096	(3,197,950)
- Trade accounts payable	(27,721,105)	5,859,981	(25,540,011)	8,694,608
- Other accounts payable	91,356,267	56,419,643	(4,209,654)	9,617,730
Cash generated from operations	4,987,245,891	3,493,549,923	128,675,120	309,879,490
- Income tax paid	(35,794,114)	(37,740,031)	(10,022,941)	(23,781,759)
Net cash receipts from operating activities	4,951,451,777	3,455,809,892	118,652,179	286,097,731

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Cash Flows

For the year ended 31 December 2016

	Consolidated		Separate	
			Restated	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Cash flows from investing activities				
Deposits at financial institutions used as collateral	1,039,450,901	(1,678,179,336)	(110,316)	(19,609,911)
Payments for short-term loans to related parties	(500,000)	(400,000)	(770,500,000)	(234,620,000)
Proceeds from the repayment of short-term loans to related parties	-	-	312,300,000	661,720,000
Advance payments for purchase of investment	(685,908,739)	-	(685,908,739)	-
Payments for investments in subsidiaries	-	-	(7,691,600,000)	(3,110,200,000)
Payments for purchase of investment property	-	-	(17,936,644)	(200,126,474)
Proceeds from disposal of investment property	-	-	28,311,319	7,875,001
Payments for purchase of property, plant and equipment	(8,207,789,667)	(11,474,607,637)	(16,746,626)	(34,207,176)
Proceeds from disposal of property, plant and equipment	-	122,147,776	-	3,280,412
Payments for purchase of intangible assets	(4,157,989)	(2,519,928)	(4,053,109)	(1,896,378)
Advance payments for construction of power plant	-	112,454,716	-	112,454,716
Proceeds from advance receipts from land rental	-	-	-	340,600,000
Proceeds from dividend income	-	-	2,078,860,211	2,058,846,329
Proceeds from interest income	23,960,642	10,038,407	26,620,578	4,223,620
Net cash payments in investing activities	(7,834,944,852)	(12,911,066,002)	(6,740,763,326)	(411,659,861)
Cash flows from financing activities				
Proceeds from short-term loans from related parties	-	-	-	314,000,000
Payments for short-term loans from related parties	-	-	-	(260,000,000)
Proceeds from short-term loans from financial institutions	4,556,765,379	4,738,495,624	4,122,530,490	4,595,768,896
Payments for short-term loans from financial institutions	(5,300,705,083)	(3,769,877,985)	(4,718,416,054)	(3,769,877,985)
Proceeds from long-term loans from financial institutions	4,630,148,600	10,259,744,535	-	-
Payments for deferred financing fees	-	(4,831,841)	-	(2,966,908)
Payments for long-term loans from financial institutions	(5,695,955,477)	(1,007,611,025)	(12,348,519)	(585,662,658)
Proceeds from issuing debenture	7,990,400,000	-	7,990,400,000	-
Payments for finance leases	(5,164,999)	-	(2,768,446)	-
Proceeds from capital contributions by non-controlling interests	50,000	-	-	-
Dividend paid	(373,000,000)	(74,600,000)	(373,000,000)	(74,600,000)
Interest paid	(856,117,554)	(646,059,713)	(97,465,729)	(94,565,205)
Net cash receipts from financing activities	4,946,420,866	9,495,259,595	6,908,931,742	122,096,140

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

Statement of Cash Flows

For the year ended 31 December 2016

	Consolidated		Separate	
			Restated	
	2016	2015	2016	2015
	Baht	Baht	Baht	Baht
Net increase (decrease) in cash and cash equivalents	2,062,927,791	40,003,485	286,820,595	(3,465,990)
Beginning balance	609,814,485	569,811,000	365,742,210	369,208,200
Ending balance	2,672,742,276	609,814,485	652,562,805	365,742,210
Cash and cash equivalents are made up as follows:				
- Cash on hand and deposits at financial institutions - maturities within three months	2,672,792,076	609,814,485	652,562,805	365,742,210
	2,672,792,076	609,814,485	652,562,805	365,742,210
Non-cash transactions				
- Changes in construction payables and payables for purchase of assets (including retention for constructions)	(807,580,233)	894,274,997	-	-
- Decommissioning costs	90,039,043	200,575,242	-	1,592,750
- Purchase of property, plant and equipment under finance lease agreements	1,364,143	3,450,000	-	-
- Transfer construction cost of high voltage station to right to use transmission line	270,599,554	188,197,197	-	-

The notes to the consolidated and separate financial statements on pages 156 to 203 are an integral part of these financial statements.

NOTES TO CONSOLIDATED AND SEPERATE FINANCIAL STATEMENTS

For the year ended 31 December 2016

1 General information

Energy Absolute Public Company Limited (the “Company”) is a public limited company, incorporated and resident in Thailand. The address of its registered office is 89, AIA Capital Center Building, 16th Floor, Ratchadaphisek Road, Dindaeng, Bangkok.

The Company’s ordinary shares are listed on the Market for Alternative Investment and are approved to list on the Stock Exchange of Thailand in January 2017. For reporting purposes, the Company and its subsidiaries are referred to as “the Group”.

The Group engages in business of manufacturing and distributing Methyl Ester Biodiesel products and Glycerol and operating alternative electric energy business.

These consolidated and separate financial statements were authorised for issue by the Board of Directors on 23 February 2017.

2 Accounting policies

The principal accounting policies applied in the preparation of these consolidated and separate financial statements are set out below.

2.1 Basis of preparation

The consolidated and separate financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards issued under the Accounting Profession Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act.

The consolidated and separate financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies and to disclose the areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements as disclosed in Note 5.

An English version of the consolidated and separate financial statements has been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

2.2 Accounting standards and revised financial reporting standards and related interpretations (collectively the “accounting standards”) are effective for the accounting periods beginning on or after 1 January 2016 and adopted by the Group

2.2.1 Accounting standards with significant changes and do not have significant impact to the Group are as follows:

TAS 16 (revised 2015)	Property, plant and equipment
TAS 19 (revised 2015)	Employee benefits
TAS 24 (revised 2015)	Related party disclosures
TAS 27 (revised 2015)	Company Separate financial statements
TAS 36 (revised 2015)	Impairment of assets
TAS 38 (revised 2015)	Intangible assets
TAS 40 (revised 2015)	Investment property
TAS 41 (revised 2015)	Agriculture
TFRS 2 (revised 2015)	Share-based payment
TFRS 3 (revised 2015)	Business combinations
TFRS 4 (revised 2015)	Insurance contracts
TFRS 8 (revised 2015)	Operating segments
TFRS 10 (revised 2015)	Consolidated financial statements
TFRS 12 (revised 2015)	Disclosure of interests in other entities
TFRS 13 (revised 2015)	Fair value measurement
TFRIC 21 (revised 2015)	Leases

2 Accounting policies (continued)

2.2 Accounting standards and revised financial reporting standards and related interpretations (collectively the “accounting standards”) are effective for the accounting periods beginning on or after 1 January 2016 and adopted by the Group (continued)

2.2.2 Accounting standards with minor changes and do not have impact to the Group are as follows:

TAS 1 (revised 2015)	Presentation of financial statements
TAS 2 (revised 2015)	Inventories
TAS 7 (revised 2015)	Statement of cash flows
TAS 8 (revised 2015)	Accounting policies, changes in accounting estimates and errors
TAS 10 (revised 2015)	Events after the reporting period
TAS 11 (revised 2015)	Construction contracts
TAS 12 (revised 2015)	Income taxes
TAS 17 (revised 2015)	Leases
TAS 18 (revised 2015)	Revenue
TAS 20 (revised 2015)	Accounting for government grants and disclosure of government assistance
TAS 21	The effects of changes in foreign exchange rates
TAS 23 (revised 2015)	Borrowing costs
TAS 26 (revised 2015)	Accounting and reporting by retirement benefit plans
TAS 28 (revised 2015)	Investments in associates and joint ventures
TAS 29 (revised 2015)	Financial reporting in hyperinflationary economies
TAS 33 (revised 2015)	Earnings per share
TAS 34 (revised 2015)	Interim financial reporting
TAS 37 (revised 2015)	Provisions, contingent liabilities and contingent assets
TFRS 5 (revised 2015)	Non-current assets held for sale and discontinued operations
TFRS 6 (revised 2015)	Exploration for and evaluation of mineral resources
TFRS 11 (revised 2015)	Joint arrangements
TSIC 10 (revised 2015)	Government assistance - No specific relation to operating activities
TSIC 15 (revised 2015)	Operating leases - Incentives
TSIC 25 (revised 2015)	Income taxes - changes in the tax status of an entity or its shareholders
TSIC 27 (revised 2015)	Evaluating the substance of transactions involving the legal form of a lease
TSIC 29 (revised 2015)	Service concession arrangements: Disclosures
TSIC 31 (revised 2015)	Revenue - barter transactions involving advertising services
TSIC 32 (revised 2015)	Intangible assets - Web site costs
TFRIC 1 (revised 2015)	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4 (revised 2015)	Determining whether an arrangement contains a lease
TFRIC 5 (revised 2015)	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7 (revised 2015)	Applying the restatement approach under TAS 29 (revised 2014) Financial reporting in hyperinflationary economies
TFRIC 10 (revised 2015)	Interim financial reporting and impairment
TFRIC 12 (revised 2015)	Service concession arrangements
TFRIC 13 (revised 2015)	Customer loyalty programmes
TFRIC 14 (revised 2015)	TAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction
TFRIC 15 (revised 2015)	Agreements for the construction of real estate
TFRIC 17 (revised 2015)	Distributions of non-cash assets to owners
TFRIC 18 (revised 2015)	Transfers of assets from customers
TFRIC 20 (revised 2015)	Stripping costs in the production phase of a surface mine

2 Accounting policies (continued)

2.3 Accounting standards and revised financial reporting standards and related interpretations (collectively the “accounting standards”) are effective for accounting periods beginning on or after 1 January 2017 and are not early adopted by the Group

2.3.1 Accounting standards with significant changes:

TAS 1 (revised 2016)	Presentation of financial statements
TAS 16 (revised 2016)	Property, plant and equipment
TAS 19 (revised 2016)	Employee benefits
TAS 27 (revised 2016)	Separate financial statements
TAS 28 (revised 2016)	Investments in associates and joint ventures
TAS 34 (revised 2016)	Interim financial reporting
TAS 38 (revised 2016)	Intangible assets
TAS 41 (revised 2016)	Agriculture
TFRS 5 (revised 2016)	Non-current assets held for sale and discontinued operations
TFRS 10 (revised 2016)	Consolidated financial statements
TFRS 11 (revised 2016)	Joint arrangements
TFRS 12 (revised 2016)	Disclosure of interests in other entities

The Group's management is assessing and considering an impact which may occur from adoption of the aforementioned standards. Significant changes in those accounting standards are summarised as below.

- TAS 1 (revised 2016), the amendments provide clarifications on a number of issues, including:
 - Materiality: an entity should not aggregate or disaggregate information in a manner that obscures useful information. Where items are material, sufficient information must be provided to explain the impact on the financial position or performance.
 - Disaggregation and subtotals: line items specified in TAS 1 may need to be disaggregated where this is relevant to an understanding of the entity's financial position or performance. There is also new guidance on the use of subtotals.
 - Notes: confirmation that the notes do not need to be presented in a particular order.
 - OCI arising from investments accounted for under the equity method: the share of OCI arising from equity-accounted investments is grouped based on whether the items will or will not subsequently be reclassified to profit or loss. Each group should then be presented as a single line item in the statement of other comprehensive income.
- TAS 16 (revised 2016), key amendments are 1) The amendments clarify that depreciation of an item of property, plant and equipment based on revenue generated by using the asset is not appropriate and 2) The amendments include bearer plants in scope of TAS 16.
- TAS 19 (revised 2016), the amendments clarify that when determining the discount rate for post-employment benefit obligations, it is the currency that the liabilities are denominated in that is important and not the country where they arise.
- TAS 27 (revised 2016), the amendments allow an entity a policy choice to account for investments in subsidiaries, joint ventures and associates in its separate financial statements using the equity method as described in TAS 28. While current TAS 27 allows entities to measure their investments in subsidiaries, joint ventures and associates either at cost or at fair value (when announced). The election can be made independently for each category of investment (subsidiaries, joint ventures and associates). Entities wishing to change to the equity method must do so retrospectively.
- TAS 28 (revised 2016), the significant changes are 1) the amendments allow an entity which is not an investment entity, but has an interest in an associate or joint venture which is an investment entity, a policy choice when applying the equity method of accounting. The entity may choose to retain the fair value measurement applied by the investment entity associate or joint venture, or to unwind the fair value measurement and instead perform a consolidation at the level of the investment entity associate or joint venture and 2) the amendments allow an entity a policy choice to account for investments in subsidiaries, joint ventures and associates in its separate financial statements using the equity method.

2 Accounting policies (continued)

2.3 Accounting standards and revised financial reporting standards and related interpretations (collectively the “accounting standards”) are effective for accounting periods beginning on or after 1 January 2017 and are not early adopted by the Group (continued)

2.3.1 Accounting standards with significant changes: (continued)

The Group's management is assessing and considering an impact which may occur from adoption of the aforementioned standards. Significant changes in those accounting standards are summarised as below. (continued)

- TAS 34 (revised 2016), the amendments clarify that what is meant by the reference in the standard to ‘information disclosed elsewhere in the interim financial report’; entities taking advantage of the relief must provide a cross-reference from the interim financial statements to the location of that information and make the information available to users on the same terms and at the same time as the interim financial statements.
- TAS 38 (revised 2016), the amendments include a rebuttable presumption that the amortisation of intangible assets based on revenue is inappropriate. This presumption can be overcome if either the intangible asset is expressed as a measure of revenue (i.e. where a measure of revenue is the limiting factor on the value that can be derived from the asset), or it can be shown that revenue and the consumption of economic benefits generated by the asset are highly correlated.
- TAS 41 (revised 2016), the amendments align with the accounting guidance for the measurement and recognition of bearer plants issued by the FAP in 2015.
- TFRS 5 (revised 2016), the amendments clarify that when an asset (or disposal group) is reclassified from ‘held for sale’ to ‘held for distribution’ or vice versa, this does not constitute a change to a plan of sale or distribution and does not have to be accounted for as such.
- TFRS 10 (revised 2016), the amendments clarify that: 1) the exception from preparing consolidated financial statements is also available to intermediate parent entities which are subsidiaries of investment entities and 2) an investment entity should consolidate a subsidiary which is not an investment entity and whose main purpose and activity is to provide services in support of the investment entity's investment activities
- TFRS 11 (revised 2016), the amendments clarify that 1) the accounting for the acquisition of an interest in a joint operation where the activities of the operation constitute a business. They require an investor to apply the principles of business combination accounting and 2) existing interests in the joint operation are not remeasured on acquisition of an additional interest, provided joint control is maintained.
- TFRS 12 (revised 2016), the amendments clarify the disclosure requirements of an entity which is an investment entity and exception from preparing consolidated financial statement and instead measured its subsidiaries at fair value is required to disclose information of its subsidiaries according to the requirement in TFRS 12.

2.3.2 Accounting standards with minor changes and do not have impact to the Group are as follows:

TAS 2 (revised 2016)	Inventories
TAS 7 (revised 2016)	Statement of cash flows
TAS 8 (revised 2016)	Accounting policies, changes in accounting estimates and errors
TAS 10 (revised 2016)	Events after the reporting
TAS 11 (revised 2016)	Construction contracts
TAS 12 (revised 2016)	Income taxes
TAS 17 (revised 2016)	Leases
TAS 18 (revised 2016)	Revenue
TAS 20 (revised 2016)	Accounting for government grants and disclosure of government assistance
TAS 21 (revised 2016)	The effects of changes in foreign exchange rates
TAS 23 (revised 2016)	Borrowing costs
TAS 24 (revised 2016)	Related party
TAS 26 (revised 2016)	Accounting and reporting by retirement benefit plans
TAS 29 (revised 2016)	Financial reporting in hyper-inflationary economies
TAS 33 (revised 2016)	Earnings per share
TAS 36 (revised 2016)	Impairment of assets
TAS 37 (revised 2016)	Provisions, contingent liabilities and contingent assets
TAS 40 (revised 2016)	Investment property

2.3 Accounting standards and revised financial reporting standards and related interpretations (collectively the “accounting standards”) are effective for accounting periods beginning on or after 1 January 2017 and are not early adopted by the Group (continued)

2.3.2 Accounting standards with minor changes and do not have impact to the Group are as follows: (continued)

TFRS 2 (revised 2016)	Share-based payment
TFRS 3 (revised 2016)	Business combinations
TFRS 4 (revised 2016)	Insurance contracts
TFRS 6 (revised 2016)	Exploration for and evaluation of mineral resources
TFRS 8 (revised 2016)	Operating segments
TFRS 13 (revised 2016)	Fair value measurement
TSIC 10 (revised 2016)	Government Assistance - No specific relation to operating activities
TSIC 15 (revised 2016)	Operating leases - Incentives
TSIC 25 (revised 2016)	Income taxes - Changes in the tax status of an entity or its shareholders
TSIC 27 (revised 2016)	Evaluating the substance of transactions in the legal form of a lease
TSIC 29 (revised 2016)	Service Concession Arrangements: Disclosures
TSIC 31 (revised 2016)	Revenue - Barter transactions involving advertising services
TSIC 32 (revised 2016)	Intangible assets - Web site costs
TFRIC 1 (revised 2016)	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4 (revised 2016)	Determining whether an arrangement contains a lease
TFRIC 5 (revised 2016)	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7 (revised 2016)	Applying the restatement approach under TAS 29 (revised 2016) Financial reporting in hyper-inflationary economies
TFRIC 10 (revised 2016)	Interim financial reporting and impairment
TFRIC 12 (revised 2016)	Service concession arrangements
TFRIC 13 (revised 2016)	Customer loyalty programmes
TFRIC 14 (revised 2016)	TAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction
TFRIC 15 (revised 2016)	Agreements for the construction of real estate
TFRIC 17 (revised 2016)	Distributions of non-cash assets to owners
TFRIC 18 (revised 2016)	Transfers of assets from customers
TFRIC 20 (revised 2016)	Stripping costs in the production phase of a surface mine
TFRIC 21 (revised 2016)	Levies
TAS 104 (revised 2016)	Accounting for Troubled Debt Restructurings
TAS 105 (revised 2016)	Accounting for Investments in Debt and Equity Securities
TAS 107 (revised 2016)	Financial Instruments: Disclosure and Presentation

2.4 Group accounting - investments in subsidiaries

2.4.1 Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

2.4 Group accounting - investments in subsidiaries (continued)

2.4.1 Subsidiaries (continued)

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the separate financial statements, investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment.

A list of the Group's subsidiaries is shown in Note 14

2.4.2 Transactions and non-controlling interests

The Group presents non-controlling interests in the consolidated statement of financial position within equity, separately from the equity of the owners of the parent. Any changes in the Group's ownership interest in a subsidiary that do not result in the Group losing control of the subsidiary are equity transactions. The differences between fair value of any consideration paid and relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

2.4.3 Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

2.5 Foreign currency translation

2.5.1 Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Thai Baht, which is the Company's functional and the Group's presentation currency.

2.5.2 Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in profit and loss, any exchange component of that gain or loss is recognised in the profit or loss.

2 Accounting policies (continued)

2.5 Group accounting - Foreign currency translation (continued)

2.5.3 Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- Income and expenses of each statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised as other comprehensive income in the statement of comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

2.6 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less from the date of acquisition.

2.7 Trade accounts receivable

Trade accounts receivable are carried at the original invoice amount and subsequently measured at the remaining amount less any allowance for doubtful receivables based on a review of all outstanding amounts at the year-end. The amount of the allowance is the difference between the carrying amount of the receivable and the amount expected to be collectible. Bad debts are written-off during the year in which they are identified and recognised in profit or loss within administrative expenses.

2.8 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined by the first-in, first-out method. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charges, less all attributable discounts, allowances or rebates. The cost of finished goods and work in progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimate of the selling price in the ordinary course of business, less applicable variable selling expenses. Allowance is made, where necessary, for obsolete, slow-moving and defective inventories.

2 Accounting policies (continued)

2.9 Construction contracts

A construction contract is a contract specifically negotiated for the construction of an asset or a combination of assets that are closely interrelated or interdependent in terms of their design, technology and functions or their ultimate purpose or use.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred where it is probable those costs will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

When the outcome of a construction contract can be estimated reliably and it is probable that the contract will be profitable, contract revenue is recognised over the period of the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion. They are presented as inventories, prepayments or other assets, depending on their nature.

The Group presents as an asset the gross amount due from customers for contract work for all contracts in progress and for which costs incurred plus recognised profits (less recognised losses) exceed progress billings. Progress billings not yet paid by customers and retention are included within 'other accounts receivables'. The Group presents as a liability the gross amount due to customers for contract work for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses).

2.10 Investment property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the companies in the Group, is classified as investment property. Investment property also includes property that is being constructed or developed for future use as investment property.

Land held under operating leases is classified and accounted for by the Group as investment property when the rest of the definition of investment property is met.

Investment property is measured initially at its cost, including related transaction costs and borrowing costs. Borrowing costs are incurred for the purpose of acquiring, constructing or producing a qualifying investment property are capitalised as part of its cost. Borrowing costs are capitalised while acquisition or construction is actively underway and cease once the asset is substantially complete, or suspended if the development of the asset is suspended.

After initial recognition, investment property is carried at cost less any accumulated depreciation and any accumulated impairment losses.

Land is not depreciated. Depreciation on other investment properties is calculated using the straight line method to allocate their cost to their residual values over their estimated useful lives which is 20 years.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

2 Accounting policies (continued)

2.11 Property, plant and equipment

All property, plant and equipment are initially recorded at cost. Subsequently all plant and equipment are stated at historical cost less accumulated depreciation and impairment. The costs of property, plant and equipment comprise both the purchase price and any costs directly attributable to bringing the assets to location and condition necessary for them to be capable of operating in the manner intended by management. Their costs also include the initial estimate of the costs of dismantling and removing the item and restoring the site on which they are located, the obligation for which the Group incurs either when the items are acquired or as a consequence of having used the items during a particular period.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Depreciation is calculated using the straight-line method to write off the cost of each asset to its residual value over its estimated useful life, except land which is considered to have an indefinite life, as follows:

	Years
Buildings and structures	10, 20 and 25
Buildings improvement	5, 6 and 10
Machines and equipment	5 and 10
Power plant	10 and 25
Office equipment, furniture and computers	5
Motor vehicles	5

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

The asset's carrying amount is written-down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals of assets are determined by comparing proceeds with the carrying amount and are recognised in the profit or loss.

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of that asset, during the period of time required to complete and prepare the asset for its intended use. All other borrowing costs are recognised as expenses in the income statement. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.12 Intangible assets

2.12.1 Right to use transmission line

Right to use transmission line is stated at historical cost less accumulated amortisation. Right to use transmission line cost is amortised by using straight-line method based on Power Purchase Agreement period which is 25 years.

2.12.2 Right to power purchase agreement

Right to power purchase agreement from acquisition of a subsidiary is amortised by using straight-line method based on Power Purchase Agreement period which is 25 years.

2.12.3 Computer software

Computer software development costs recognised as assets are amortised by using straight-line method over their estimated useful lives, which is 5 years.

Costs associated with maintaining computer software programmes are recognised as an expense as incurred.

2 Accounting policies (continued)

2.13 Impairment of assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows. Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2.14 Long-term lease

Leases - where the Group is the lessee

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

The Group leases certain property, plant and equipment. Leases of property, plant or equipment where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property and the present value of the minimum lease payments.

Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to profit or loss over the lease period so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant or equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset and the lease term.

Leases - where the Group is the lessor

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease using the net investment method, which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

Assets leased out under operating leases are included in property, plant and equipment in the statement of financial position. They are depreciated over their expected useful lives on a basis consistent with other similar property, plant and equipment owned by the Group. Rental income (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term.

2.15 Borrowing

Borrowings are recognised initially at the fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective yield method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent that there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting date.

2 Accounting policies (continued)

2.16 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised, using the liability method, on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary differences arising from investments in subsidiaries, associates and joint arrangements, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.17 Employee benefits

2.17.1 Defined benefit plan - retirement benefits

The Group provides for post-employment benefits, payable to employees under the labour laws applicable in Thailand. The liability in respect of employee benefits is the present value of the defined benefit obligation which is calculated by an independent actuary in accordance with the actuarial technique. The present value of the defined benefit obligation is determined by discounting estimated future cash flows using yields on government bonds which have terms to maturity approximating the terms of the related liability. The estimated future cash flows shall reflect employee salaries, turnover rate, mortality, length of service and other factors. Actuarial gains or losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. Past-service costs are recognised immediately in profit or loss.

2.17.2 Defined contribution plan - provident fund

The Group operates a provident fund that is a defined contribution plan. The assets are held in a separate fund which is managed by an external fund manager in accordance with the Provident Fund Act B.E. 2530. The provident fund is funded by payments from employees and by the Group. Contributions to the provident fund are charged to the profit or loss in the year to which they relate.

2.18 Provision

2.18.1 General provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

2.18.2 Provision for decommissioning costs

The Group recognises provision for decommissioning costs, which are provided at the onset of completion of the project, for the estimate of the eventual costs that relate to the removal of the power plants. The recognised provision for decommissioning costs are based on future removal cost estimates and incorporate many assumptions such as abandonment times and future inflation rate and discounted to present value at the discount rate estimated by the management. Those costs are included as part of the power plants.

2.19 Government grants

Government grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

The Group receives government grants relating to revenue as revenue from subsidy for adders in accordance with the Power Purchase Agreement with Electricity Generating Authority of Thailand ("EGAT") and Provincial Electricity Authority ("PEA"). The compensation of costs are deferred and recognised in profit or loss over the period necessary to match them with the costs they are intended to compensate and are presented as revenue from subsidy for adders.

2.20 Share capital

Ordinary shares and non-redeemable preference shares with discretionary dividends are classified as equity. Other shares including mandatory redeemable preference shares are classified as liabilities.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.21 Revenue recognition

Revenue from sales of goods is recognised when significant risks and rewards of ownership of the goods are transferred to the buyer.

Sales is shown net of value added tax and discounts. Sales under the Power Purchase Agreements (PPA) comprise Energy Payments. Energy Payments are calculated based on electricity delivered.

Interest income is recognised on an accrual basis unless collectability is in doubt.

Dividend income is recognised when the shareholder's right to receive payment is established.

2.22 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders and the board of directors.

2 Accounting policies (continued)

2.23 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

3 Prior year adjustments and reclassifications

During the third quarter of 2015, the Company and a subsidiary entered into the power plant development contract with a total amount of Baht 138 million and the Company received total cash settlement from the subsidiary in 2015. Subsequently, during the first quarter of 2016, the Company identified errors of accounting records that resulted in understated other income from project development services and understated income tax for 2015 amounting to Baht 21.47 million and Baht 4.29 million, respectively. The Company has corrected those errors by taking retrospective adjustments into the separate statement of financial position as at 31 December 2015 and the separate statements of comprehensive income for the year ended 31 December 2015.

In addition, the Group reclassified comparative figures to conform with changes in presentation in the current period.

Effects from prior year adjustments and reclassifications for the consolidated and separate statements of financial position as at 31 December 2015 and the consolidated and separate statement of comprehensive income and the consolidated statement of cash flows for the year then ended are as follows:

	Consolidated statement of financial position			
	As previously reported Baht	Reclassification Baht	Prior year adjustments Baht	After reclassification Baht
As at 31 December 2015				
Cash and cash equivalents	2,912,253,035	(2,302,438,550)	-	609,814,485
Deposits at financial institutions used as collateral (current assets)	-	2,429,014,420	-	2,429,014,420
Other accounts receivable	397,616,332	16,380	-	397,632,712
Inventories	164,727,440	10,537,415	-	175,264,855
Other current assets	53,527,415	(53,527,415)	-	-
Deposits at financial institutions used as collateral (non-current assets)	527,078,364	(126,575,870)	-	400,502,494
Property, plant and equipment, net	27,414,883,739	(10,537,415)	-	27,404,346,324
Deferred right to use transmission line, net	373,298,131	(373,298,131)	-	-
Intangible assets, net	43,676,581	373,298,131	-	416,974,712
Other non-current assets	116,879,173	53,511,035	-	170,390,208
Other accounts payable	183,434,335	9,297,934	-	192,732,269
Deposit for goods and unearned revenue	9,097,814	(9,097,814)	-	-
Other current liabilities	200,120	(200,120)	-	-
Retention for constructions (current liabilities)	928,436,864	(474,983,627)	-	453,453,237
Retention for constructions (non-current liabilities)	-	474,983,627	-	474,983,627
	Separate statement of financial position			
	As previously reported Baht	Reclassification Baht	Prior year adjustments Baht	After reclassification Baht
As at 31 December 2015				
Other accounts receivable	36,029,420	(36,029,420)	-	-
Other non-current assets	28,841,924	36,029,420	(4,294,965)	60,576,379
Other accounts payable	89,961,671	208,590	(21,474,824)	68,695,437
Deposit for goods and unearned revenue	8,470	(8,470)	-	-
Other current liabilities	200,120	(200,120)	-	-
Retained earnings	3,682,331,045	-	17,179,859	3,699,510,904

3 Prior year adjustments and reclassifications (continued)

Effects from prior year adjustments and reclassifications for the consolidated and separate statements of financial position as at 31 December 2015 and the consolidated and separate statement of comprehensive income and the consolidated statement of cash flows for the year then ended are as follows: (continued)

Consolidated statement of comprehensive income				
	As previously reported Baht	Reclassification Baht	Prior year adjustments Baht	After reclassification Baht
For the year ended 31 December 2015				
Selling expenses	(82,322,296)	20,928,260	-	(61,394,036)
Administrative expenses	(306,344,894)	(18,534,657)	-	(324,879,551)
Currency exchange gains (losses), net	-	(2,393,603)	-	(2,393,603)
Separate statement of comprehensive income				
	As previously reported Baht	Reclassification Baht	Prior year adjustments Baht	After reclassification Baht
For the year ended 31 December 2015				
Other income	68,005,712	39,424,246	21,474,824	128,904,782
Land rental income	39,553,470	(39,553,470)	-	-
Selling expenses	(82,322,296)	20,928,260	-	(61,394,036)
Administrative expenses	(231,970,880)	(20,926,392)	-	(252,897,272)
Currency exchange gains (losses), net	-	127,356	-	127,356
Income tax	(14,702,190)	-	(4,294,965)	(18,997,155)
Profit for the year	2,281,212,539	-	17,179,859	2,298,392,398
Basic earnings per share	0.61	-	0.01	0.62
Consolidated statement of cash flows				
	As previously reported Baht	Reclassification Baht	Prior year adjustments Baht	After reclassification Baht
For the year ended 31 December 2015				
Net cash payments in investing activities	(11,306,698,307)	(1,604,367,695)	-	(12,911,066,002)
Net increase in cash and cash equivalents	1,644,371,180	(1,604,367,695)	-	40,003,485
Cash and cash equivalent as at 31 December 2015	2,912,253,035	(2,302,438,550)	-	609,814,485

The Group does not present the consolidated and separate statement of financial position as at 1 January 2015 since prior year adjustments and reclassification do not have a significant impact to the consolidated and separate statement of financial position on that date.

4 Financial risk management

4.1 Financial risk

The principal financial risks faced by the Group are interest rate and exchange rate risks. The Group borrows to finance its operations, which involve payments in floating rates of interest and purchase of fixed assets, which involved payments in foreign currency.

The objectives of using derivative financial instruments are to reduce the uncertainty over future cash flows arising from movements in interest rates and exchange rate and to manage the liquidity of cash resources. Interest rate exposure is managed through interest rate swap contracts. Exchange rate exposure is managed through foreign currency forward contracts.

Trading for speculative purposes is not allowed. All derivative transactions are subject to prior approval by the respective board of each company in the Group.

4 Financial risk management (continued)

4.2 Interest rate risk

The Group borrows at floating rates and uses interest rate swaps as cash flow hedges of future interest payments, which has the economic effect of converting borrowings from floating rates to fixed rates. The interest rate swaps allow the Group to raise long-term borrowings at floating rates and swap them into fixed rates that are lower than those available if the Group borrowed at fixed rates directly.

Under the interest rate swaps, the Group agrees with the other parties to exchange, at specified intervals (generally quarterly), the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. Any differential to be paid or received on an interest rate swap agreement is recognised as a component of finance cost over the period of the agreement. Gains and losses on early termination of interest rate swaps or on repayment of the borrowing are taken to the income statement.

4.3 Foreign exchange risk

The Group purchases machines and equipment which is denominated in foreign currency and uses foreign currency forward contracts as cash flow hedges of future cash payments, which has the economic effect of payment of foreign currency amounts at a predetermined exchange rate. The Group considers the economic effect of expected future foreign exchange rate movement and current foreign exchange rate.

Foreign currency forward contracts reduce exposure to fluctuations in exchange rates. Such contracts are made with a contract period up to one year.

4.4 Credit risk

The Group has no significant concentrations of credit risk relating to its cash on hand and cash at banks. The Group places its cash on hand and cash at banks with high quality financial institutions. The Group's policy is designed to limit exposure with any one institution and to invest its excess cash in low risk investment accounts. The Group has not experienced any losses on such accounts. For trade accounts receivable, the Group has policies to ensure that sales of biodiesel products are made to customers with appropriate credit profile. For sales of electricity, Group's sales are made to state-owned enterprises under the terms and conditions of the long-term Power Purchase Agreements.

4.5 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities, and the ability to close out market positions. Due to the dynamic nature of the underlying business, the Group treasury aims at maintaining flexibility in funding by keeping committed credit lines available.

4.6 Accounting for derivative financial instruments and hedging activities

The Group is party to derivative financial instruments, which mainly comprise foreign currency forward contracts and interest rate swap agreements. Such instruments are not recognised in the financial statements on inception.

Interest rate swap contracts protect the Group from movements in interest rates. Any differential to be paid or received on the interest rate swap contracts is recognised as a component of finance costs as incurred. Gains and losses from early cancellation of interest rate swap contracts is recognised in profit or loss.

Foreign currency forward contracts protect the Group from movements in exchange rates. Any differential to be paid or received on the foreign currency forward contracts is recognised as a component of currency exchange gains (losses) in the income statement as incurred.

Disclosures about financial instruments to which the Group is a party are provided in Note 34.

5 Critical accounting estimates, assumption and judgements

Estimates, assumption and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. For the year ended 31 December 2016, the Group has no critical accounting estimates, assumption and judgements that represent a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

6 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may return capital to shareholders, issue new shares, or sell assets to reduce debt.

2

The Group has five segments report which comprises of manufacturing and distributing methyl ester biodiesel products, manufacturing and distributing high speed diesel oil, manufacturing and distributing pure glycerine products, manufacturing and distributing electricity from solar and wind power and consulting in the project regarding alternative electric energy. The chief operating decision-maker evaluates the segment's performance by using profit before income tax which is measured in the same basic as profit before income tax in the financial statements.

[illegible]

The Group generates revenue from sales and services by utilising the assets located in Thailand and all businesses are originated in Thailand.

For the year ended 31 December 2016, Group's revenue is based on 4 main customers from manufacturing and distributing methyl ester biodiesel products, and manufacturing and distributing electricity from solar and wind power who have transactions with the Group at 82% of total revenue or equivalent to Baht 8,530 million (2015: 5 main customers from manufacturing and distributing methyl ester biodiesel products, and manufacturing and distributing electricity from solar and wind power who have transactions with the Group at 91% of total revenue or equivalent to Baht 8,390 million).

8 Cash and cash equivalents

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Cash on hand	275,746	193,850	36,338	38,022
Cash at banks	2,672,466,330	609,620,635	652,526,467	365,704,188
	<u>2,672,742,076</u>	<u>609,814,485</u>	<u>652,562,805</u>	<u>365,742,210</u>

As at 31 December 2016 and 2015, cash and cash equivalents mainly comprised deposits at call with financial institutions. The interest rates were 0.13% - 0.75% per annum (2015: 0.13% - 1.25% per annum).

9 Deposits at financial institutions used as collateral

As at 31 December 2016, the Group's and the Company's bank deposits of Baht 1,790 million and Baht 101 million, respectively (31 December 2015: Baht 2,830 million and Baht 101 million, respectively) are pledged as collateral for long-term loans from financial institutions and for issuing the letters of guarantee by domestic commercial banks. The interest rates were 0.30% - 0.50% per annum (2015: 0.30% - 0.50% per annum).

Deposits at financial institutions used as collateral represented cash reserves which are provided from the proceeds of sales of electricity for the purpose of repayment of principal and payment of interest due within three months.

10 Trade accounts receivable

Outstanding trade accounts receivable as at 31 December are trade accounts receivable from third parties which can be analysed as follow:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Not due	1,319,150,414	1,051,597,180	270,868,624	247,367,205
Overdue below 3 months	-	4,212	-	4,212
Overdue 3 - 6 months	-	-	-	-
Total trade accounts receivable	<u>1,319,150,414</u>	<u>1,051,601,392</u>	<u>270,868,624</u>	<u>247,371,417</u>

11 Other accounts receivable

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Other accounts receivable				
- third parties	116,930,444	98,668,401	2,907,032	2,224,119
- related parties (Note 35.3)	249,727	150,330	153,333,176	120,481,510
Accrued service income	48,330,650	-	-	-
Prepaid expenses	25,110,755	32,423,023	14,109,463	6,611,442
Withholding tax receivables	9,462,714	-	9,462,714	-
Revenue department receivables	336,817,113	233,731,100	-	-
Undue input tax	4,355,151	25,659,974	871,159	1,192,826
Deposits for goods	7,109,716	5,605,570	30,227	5,605,570
Power plant development cost	9,316,778	-	54,668,709	-
Advance payment	27,288,790	1,150,430	6,972,284	414,503
Other	286,388	243,884	286,388	227,504
Total other accounts receivable	<u>585,258,226</u>	<u>397,632,712</u>	<u>242,641,152</u>	<u>136,757,474</u>

12 Inventories, net

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Raw materials	55,105,745	58,476,801	55,105,745	58,476,801
Work in process	78,131,722	85,982,036	78,131,722	85,982,036
Finished goods	40,006,713	23,231,896	40,006,713	23,231,896
Spare parts and supplies	20,813,083	18,238,304	11,467,593	7,700,889
	194,057,263	185,929,037	184,711,773	175,391,622
<u>Less</u> Allowance for slow-moving inventories	(7,034,222)	(10,664,182)	(7,034,222)	(10,664,182)
Inventories, net	187,023,041	175,264,855	177,677,551	164,727,440

The cost of inventories recognised as expense and included in cost of sales amounted to Baht 4,486.26 million (2015: Baht 4,703.60 million).

The Group reversed Baht 3.63 million of a previous raw material write-down because such raw material was used to produce finished goods which were sold to other companies. The amount reversed has been included in cost of sales in the statement of comprehensive income.

13 Advance payment for purchase of investment

On 16 November 2016, the Company and Amita Technologies Inc. ("Amita") entered into Share Subscription Agreement which the Company agreed to purchase 17.68 million newly-issued ordinary shares of Amita, at 35.20% of total issued and paid-up share capital, with aggregate value of Taiwan Dollar 618.92 million. Amita is a company listed on the Emerging Stock Market in the Taipei Exchange and engages in business of developing and manufacturing lithium-ion polymer battery.

On 7 and 21 December 2016, the Company paid for 17.68 million newly-issued ordinary shares to Amita at Taiwan Dollar 35 per share, totaling Taiwan Dollars 618.92 million or equivalent to Baht 685.91 million. Amita registered the aforementioned shares on 11 January 2017. In addition, the Company has not yet entitled to the right to appoint the Company's representative to be the director of Amita within 2016. Therefore, the Company presented these payments as advance payment for purchase of investments in the consolidated and separate statement of financial position as at 31 December 2016.

14 Investments in subsidiaries

As at 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Investments in subsidiaries	1	1	14,983,679,351	7,292,079,351
Total investments in subsidiaries	1	1	14,983,679,351	7,292,079,351

14 Investments in subsidiaries (continued)

The subsidiaries incorporated in Thailand are as follows:

	Business	Portion of ordinary shares held by the Company		Portion of ordinary shares held by the Group		Cost Method		Dividend for the year		Separate
		2016 %	2015 %	2016 %	2015 %	2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000	
Surachai (1997) Co., Ltd.	Investing in manufacturing and distributing electricity from solar energy	99.90	98.33	-	-	-	231,550	53,050	-	-
EA Solar Co., Ltd.	Manufacturing and distributing electricity from solar energy	49.00	49.00	51.00	51.00	313,030	141,530	34,939	88,190	
EA Solar Nakhonsawan Co., Ltd.	Manufacturing and distributing electricity from solar energy	99.99	99.99	-	-	5,590,000	1,690,000	1,020,240	1,218,490	
Energy Solution Management Co., Ltd.	Consulting in the project regarding electric energy	99.99	99.99	-	-	9,999	9,999	-	-	-
EA Renewable Holding Co., Ltd.	Investing in manufacturing group of electricity energy	99.99	99.99	-	-	7,383,700	5,364,200	1,023,681	752,166	
Wind Nayangklak Co., Ltd.	Investing in manufacturing group of electricity energy	99.99	99.99	-	-	503,100	11,300	-	-	-
Wind Progressive Co., Ltd.	Investing in manufacturing group of electricity energy	99.99	99.99	-	-	507,600	12,800	-	-	-
Wind Tossaphum Co., Ltd.	Investing in manufacturing group of electricity energy	99.99	99.99	-	-	444,650	9,200	-	-	-
Emma Corporation Co., Ltd.	Manufacturing and distributing electricity energy	50.00	-	-	-	50	-	-	-	-
Thepsathit Wind Farm Co.,Ltd.	manufacturing and distributing electricity generate from wind power (not commercial operations yet)	99.99	99.99	-	-	-	-	-	-	-
Total						14,983,679	7,292,079	2,078,860	2,058,846	

Investment in Thepsathit Wind farm Co., Ltd., a subsidiary of the Company, amounting to Baht 1 is recorded by using cost method and is not consolidated to the consolidated financial statements as at 31 December 2016 since such company's financial statements are not material to the Group.

14 Investments in subsidiaries (continued)

The subsidiaries incorporated in Thailand are as follows: (continued)

	Business	Portion of ordinary shares held by the Company		Portion of ordinary shares held by the Group		Cost Method		Dividend for the period		Separate
		2016 %	2015 %	2016 %	2015 %	2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000	
Surachai (1997) Solar Co., Ltd.	Investing in manufacturing and distributing electricity from solar energy	-	-	99.99	99.80	-	-	-	-	-
EA Solar Phitsanulok Co., Ltd.	Manufacturing and distributing electricity from solar energy	-	-	99.99	99.99	-	-	-	-	-
EA Wind Hadkanghan 1 Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
EA Wind Hadkanghan 2 Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
EA Wind Hadkanghan 3 Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
EA Solar Lampang Co., Ltd.	Manufacturing and distributing electricity from solar energy	-	-	99.99	99.99	-	-	-	-	-
Nayangklak Development Co., Ltd	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
Nayangklak Wind Power Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
Benjarat Development Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
Pongnok Development Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-
Banchuan Development Co., Ltd.	Manufacturing and distributing electricity from wind power (not commercial operations yet)	-	-	99.99	99.99	-	-	-	-	-

14 Investments in subsidiaries (continued)

The total non-controlling interest for the year is Baht 0.98 million, which is not significant to the Group.

As at 31 December 2016, under terms and conditions of long-term loan agreements of the Group. Ordinary shares of the following subsidiaries were pledged as collateral for its long-term loan.

- EA Renewable Holding Co., Ltd.
- EA Solar Phitsanulok Co., Ltd.
- EA Wind Handkanghan 3 Co., Ltd.
- EA Solar Lampang Co., Ltd.

Investment in Thepsathit Wind Farm Co., Ltd.

On 11 September 2012, the Company paid for the purchase of 19,998 ordinary shares of Thepsathit Wind Farm Co., Ltd at Baht 0.00005 per share, totaling Baht 1 (Purchase Price) from former shareholders who held ordinary shares comprising 99.99% of the authorised share capital. Thepsathit Wind Farm Co., Ltd. engages in the business of manufacturing and distributing electricity generated from wind power. The share purchase agreement between the Company and the former shareholders dated 31 August 2012 specifies an additional share payment at the revised purchase price if Thepsathit Wind Farm Co., Ltd. satisfies the following conditions:

- 1) Thepsathit Wind Farm Co., Ltd. must be able to use land leased from the Agricultural Land Reform Office of Chaiphaphum Province for a wind farm power plant project.
- 2) Thepsathit Wind Farm Co., Ltd. must successfully source funds for the wind farm power plant construction project. Under the revised purchase price, compensation of Baht 90 million less the liabilities of Thepsathit Wind Farm Co., Ltd. will be paid to the former shareholders, Pro Ventum International GmbH ("PVI") and Pro Ventum International (Thailand) Co., Ltd. on the share purchase date.

If Thepsathit Wind Farm Co., Ltd. cannot satisfy the share purchase agreement conditions, the Company has no contractual commitment to pay any additional share payment or liabilities due to PVI and Pro Ventum International (Thailand) Co., Ltd.

On 26 January 2017, the Supreme Court read the court judgement dated 26 August 2016 to withdraw the resolution of the Agricultural Land Reform Office of Chaiphaphum Province, which approved the identification of area at Baanrai Sub-District, Thepsathit District, Chaiphaphum Province, which is land reform and river basin area 1B in accordance with the resolution of the cabinet, as area that can be used for the business of manufacturing and distributing electricity generated from wind power and approved the use of this area by Thepsathit Wind Farm Co., Ltd. under a land lease to install wind turbines for electricity generation. Consequently, Thepsathit Wind Farm Co., Ltd. cannot use the land leased from the Agricultural Land Reform Office of Chaiphaphum for a wind farm power plant project. Based on the court judgement, the Company has no additional significant commitments.

The movements of the investments in subsidiaries can be analysed as follows:

	Consolidated	
	2016 Baht	2015 Baht
Opening net book value	1	1
Increase (decrease)	-	-
Closing net book value	1	1
	Separate	
	2016 Baht	2015 Baht
Opening net book value	7,292,079,351	4,181,879,351
Acquisitions of investment in subsidiaries	50,000	-
Increase in share capital of subsidiaries	7,691,550,000	3,110,200,000
Closing net book value	14,983,679,351	7,292,079,351

14 Investments in subsidiaries (continued)

The movement of the investments in subsidiaries during the year ended 31 December 2016 are as follows:

On 3 May 2016, Emma Corporation Co., Ltd., was incorporated in Thailand with the registered share capital of 1,000 shares at par of Baht 100 per share. The Company holds 50% ordinary shares of the said company. The Company considered Emma Corporation Co., Ltd., as a subsidiary because the Company's management has authorisation in making decision and appoint management and directors of the said company. As at 31 December 2016, the Company made payment for 500 shares at Baht 100 per share, totaling Baht 50,000.

On 25 July 2016, EA Renewable Holding Co., Ltd. called for additional paid-up share capital and the Company made payment for additional paid-up share capital of 350,000,000 shares at Baht 5.77 per share, totaling Baht 2,019,500,000.

On 30 August 2016, Wind Tossaphum Co., Ltd., Wind Progressive Co., Ltd. and Wind Nayangklak Co., Ltd. called for additional paid-up share capital as details below:

- a) Wind Tossaphum Co., Ltd. called for additional paid-up share capital and the Company made payment for additional paid-up share capital of 3,600,000 shares at Baht 5.75 per share, totaling Baht 20,700,000.
- b) Wind Progressive Co., Ltd. called for additional paid-up share capital and the Company made payment for additional paid-up share capital of 5,000,000 shares at Baht 5.50 per share, totaling Baht 27,500,000.
- c) Wind Nayangklak Co., Ltd. called for additional paid-up share capital and the Company made payment for additional paid-up share capital of 4,400,000 shares at Baht 7 per share, totaling Baht 30,800,000.

On 1 September 2016, Surachai (1997) Co., Ltd. called for paid-up for additional issued share capital. The Company paid for such additional issued share capital at the same proportion as its original investment of 178,500 shares at Baht 1,000 per share, totaling Baht 178,500,000.

On 6 September 2016, EA Solar Co., Ltd. called for paid-up for additional issued share capital. The Company paid for such additional issued share capital at the same proportion as its original investment of 1,715,000 shares at Baht 100 per share, totaling Baht 171,500,000.

On 14 September 2016, EA Solar Nakornsawan Co., Ltd. called for paid-up for additional issued share capital. The Company paid for such additional issued share capital at the same proportion as its original investment of 390,000,000 shares at Baht 10 per share, totaling Baht 3,900,000,000.

On 21 October 2016, Wind Nayangklak Co., Ltd. called for the additional payment of unpaid capital at Baht 0.50 per share, totaling Baht 2.20 million

On 7 November 2016, Wind Nayangklak Co., Ltd. increased the said company's authorised share capital from Baht 44.30 million to Baht 1,879.50 million by issuing new ordinary share of 183.52 million shares with a par value of Baht 10 per share. The subsidiary called for paid-up share capital at Baht 2.50 per share, totaling Baht 458.80 million and registered increased share capital with the Ministry of Commerce on 9 November 2016.

On 20 October 2016, Wind Progressive Co., Ltd. called for the additional payment of unpaid capital at Baht 2.00 per share, totaling Baht 10.00 million.

On 4 November 2016, Wind Progressive Co., Ltd. increased the said company's authorised share capital from Baht 50.30 million to Baht 1,879.50 million by issuing new ordinary share of 182.92 million shares with a par value of Baht 10 per share. The subsidiary called for paid-up share capital at Baht 2.50 per share, totaling Baht 457.30 million and registered increased share capital with the Ministry of Commerce on 9 November 2016.

On 19 October 2016, Wind Tossaphum Co., Ltd. called for the additional payment of unpaid capital at Baht 1.75 per share, totaling Baht 6.30 million.

On 4 November 2016, Wind Tossaphum Co., Ltd. increased the said company's authorised share capital from Baht 32.60 million to Baht 1,670.00 million by issuing new ordinary share of 163.38 million shares with a par value of Baht 10 per share. The subsidiary called for paid-up share capital at Baht 2.50 per share, totaling Baht 408.45 million and registered increased share capital with the Ministry of Commerce on 9 November 2016.

15 Investment property

	Consolidated		
	Land Baht	Buildings and building improvements Baht	Total Baht
As at 1 January 2016			
Cost	-	-	-
<u>Less</u> Accumulated depreciation	-	-	-
Net book value	-	-	-
For the year ended 31 December 2016			
Opening net book value	-	-	-
Transfer in (out)	-	32,983,093	32,983,093
Closing net book value	-	32,983,093	32,983,093
As at 31 December 2016			
Cost	-	38,258,042	38,258,042
<u>Less</u> Accumulated depreciation	-	(5,274,949)	(5,274,949)
Net book value	-	32,983,093	32,983,093
Fair value	-	38,990,000	38,990,000
	Separate		
	Land Baht	Buildings and building improvements Baht	Total Baht
As at 1 January 2015			
Cost	740,736,897	-	740,736,897
<u>Less</u> Accumulated depreciation	-	-	-
Net book value	740,736,897	-	740,736,897
For the year ended 31 December 2015			
Opening net book value	740,736,897	-	740,736,897
Additions	200,126,474	-	200,126,474
Disposals	(7,875,001)	-	(7,875,001)
Closing net book value	932,988,370	-	932,988,370
As at 31 December 2015			
Cost	932,988,370	-	932,988,370
<u>Less</u> Accumulated depreciation	-	-	-
Net book value	932,988,370	-	932,988,370
For the year ended 31 December 2016			
Opening net book value	932,988,370	-	932,988,370
Additions	17,936,644	-	17,936,644
Disposals	(27,016,121)	-	(27,016,121)
Transfer in (out)	-	32,983,093	32,983,093
Closing net book value	923,908,893	32,983,093	956,891,986
As at 31 December 2016			
Cost	923,908,893	38,258,042	962,166,935
<u>Less</u> Accumulated depreciation	-	(5,274,949)	(5,274,949)
Net book value	923,908,893	32,983,093	956,891,986
Fair value	942,232,496	38,990,000	981,222,496

15 Investment property (continued)

As at 31 December 2016, land represents land purchased by the Company for purpose of leasing to its subsidiaries as construction location of solar power plant and wind power plant. Such investment property has fair value of Baht 942.23 million (2015: Baht 918.53 million). The Group assesses land fair value by comparing with selling price which is appraised by certified external appraiser. The method used by the appraiser contains significant observable inputs. Therefore, the Group classifies investment property fair value estimation as level 2.

As at 31 December 2016, investment property of the Company with carrying amount of Baht 403.90 million were mortgaged as collateral for credit facilities with financial institutions (31 December 2015: Baht 545 million)

In addition, during 2016, the Group transformed partial of buildings and building improvement for purpose of leasing to third parties. The Group's management therefore reclassified such buildings and building improvements to investment property. Such investment property has fair value of Baht 38.99 million. The Group assesses land fair value by comparing with selling price which is appraised by certified external appraiser. The method used by the appraiser contains significant observable inputs. Therefore, the Group classifies investment property fair value estimation as level 2.

Amounts recognised in profit and loss that are related to investment property are as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Rental income	-	-	57,644,541	39,553,469

16 Property, plant and equipment, net

	Consolidated						
	Land Baht	Buildings and buildings improvement Baht	Machines and equipment Baht	Power plants, substation, transmission system and spare parts Baht	Office equipment, furniture, computers and motor vehicles Baht	Construction in progress Baht	Total Baht
At 1 January 2015							
Cost	818,833,720	233,162,837	803,207,181	7,011,752,270	64,326,778	8,013,674,938	16,944,957,724
Less Accumulated depreciation	-	(59,642,088)	(263,411,091)	(419,319,160)	(18,410,397)	-	(760,782,736)
Reclassification	-	-	-	(10,274,135)	-	-	(10,274,135)
Net book value	818,833,720	173,520,749	539,796,090	6,582,158,975	45,916,381	8,013,674,938	16,173,900,853
For the year ended 31 December 2015							
Opening net book value	818,833,720	173,520,749	539,796,090	6,582,158,975	45,916,381	8,013,674,938	16,173,900,853
Additions	200,126,474	1,757,751	97,286,109	220,561,867	42,036,558	11,695,490,996	12,257,259,755
Reclassification	-	280,748,860	-	(280,748,860)	-	-	-
Transfer from the construction cost of high voltage power station, net	(7,875,001)	-	-	(180,322,196)	-	-	(188,197,197)
Disposals, net	-	(3,492,798)	-	(745,161)	(834,909)	(115,202,844)	(120,275,712)
Transfer	-	248,283,509	375,526	7,411,750,478	351,651	(7,660,761,164)	-
Depreciation charge	-	(37,803,158)	(88,974,089)	(578,086,363)	(13,477,765)	-	(718,341,375)
Closing net book value	1,011,085,193	663,014,913	548,483,636	13,174,568,740	73,991,916	11,933,201,926	27,404,346,324
At 31 December 2015							
Cost	1,011,085,193	774,846,500	900,868,816	14,153,349,169	103,074,071	11,933,201,926	28,876,425,675
Less Accumulated depreciation	-	(111,831,587)	(352,385,180)	(978,780,429)	(29,082,155)	-	(1,472,079,351)
Net book value	1,011,085,193	663,014,913	548,483,636	13,174,568,740	73,991,916	11,933,201,926	27,404,346,324

16 Property, plant and equipment, net (continued)

	Consolidated						
	Land Baht	Buildings and buildings improvement Baht	Machines and equipment Baht	Power plants, substation, transmission system and spare parts Baht	Office equipment, furniture, computers and motor vehicles Baht	Construction in progress Baht	Total Baht
At 1 January 2016							
Cost	1,011,085,193	774,846,500	900,868,816	14,153,349,169	103,074,071	11,933,201,926	28,876,425,675
Less Accumulated depreciation	-	(111,831,587)	(352,385,180)	(978,780,429)	(29,082,155)	-	(1,472,079,351)
Net book value	1,011,085,193	663,014,913	548,483,636	13,174,568,740	73,991,916	11,933,201,926	27,404,346,324
For the year ended 31 December 2016							
Opening net book value	1,011,085,193	663,014,913	548,483,636	13,174,568,740	73,991,916	11,933,201,926	27,404,346,324
Additions	17,936,644	952,269	12,249,135	96,327,481	12,677,250	7,338,791,177	7,478,933,956
Reclassification	-	(210,196,812)	17,003,467	192,104,907	1,088,438	-	-
Transfer from the construction cost of high voltage power station, net	(16,616,120)	-	-	-	-	(253,983,434)	(270,599,554)
Disposals, net	-	-	(1)	-	-	(4,632,891)	(4,632,892)
Transfer	-	153,251,269	791,670,363	7,824,302,967	4,900,563	(8,774,125,162)	-
Transfer to investment property (Note 15)	-	(32,983,093)	-	-	-	-	(32,983,093)
Transfer to intangible assets (Note 17)	-	-	-	-	(1,070,096)	-	(1,070,096)
Depreciation charge	-	(33,568,289)	(197,843,084)	(837,844,295)	(19,420,212)	-	(1,088,675,880)
Closing net book value	1,012,405,717	540,470,257	1,171,563,516	20,449,459,800	72,167,859	10,239,251,616	33,485,318,765
At 31 December 2016							
Cost	1,012,405,717	650,067,447	1,798,541,607	22,219,350,827	120,194,469	10,239,251,616	36,039,811,683
Less Accumulated depreciation	-	(109,597,190)	(626,978,091)	(1,769,891,027)	(48,026,610)	-	(2,554,492,918)
Net book value	1,012,405,717	540,470,257	1,171,563,516	20,449,459,800	72,167,859	10,239,251,616	33,485,318,765

16 Property, plant and equipment, net (continued)

	Separate						
	Land Baht	Buildings and buildings improvement Baht	Machines and equipment Baht	Sparepart and factory equipment Baht	Office equipment, computers and motor vehicles Baht	Construction in progress Baht	Total Baht
At 1 January 2015							
Cost	55,788,998	186,578,940	802,857,151	79,074,211	27,743,208	1,494,437	1,153,536,945
Less Accumulated depreciation	-	(55,982,849)	(263,381,223)	(70,382,051)	(13,615,352)	-	(403,361,475)
Net book value	55,788,998	130,596,091	539,475,928	8,692,160	14,127,856	1,494,437	750,175,470
For the year ended 31 December 2015							
Opening net book value	55,788,998	130,596,091	539,475,928	8,692,160	14,127,856	1,494,437	750,175,470
Additions	-	1,592,750	-	286,145	4,557,390	18,951,902	25,388,187
Disposals, net	-	(3,492,798)	-	(2,900)	(823,070)	(616,718)	(4,935,486)
Transfer	-	13,753,016	375,526	-	351,651	(14,480,193)	-
Depreciation charge	-	(12,130,329)	(78,732,093)	(3,019,889)	(4,426,915)	-	(98,309,226)
Closing net book value	55,788,998	130,318,730	461,119,361	5,955,516	13,786,912	5,349,428	672,318,945
At 31 December 2015							
Cost	55,788,998	194,193,155	803,232,677	79,357,456	29,026,863	5,349,428	1,166,948,577
Less Accumulated depreciation	-	(63,874,425)	(342,113,316)	(73,401,940)	(15,239,951)	-	(494,629,632)
Net book value	55,788,998	130,318,730	461,119,361	5,955,516	13,786,912	5,349,428	672,318,945

16 Property, plant and equipment, net (continued)

	Office equipment, furniture, computers and motor vehicles					Separate	
	Land Baht	Buildings and buildings improvement Baht	Machines and equipment Baht	Sparepart and factory equipment Baht	Construction in progress Baht	Total Baht	
At 1 January 2016							
Cost	55,788,998	194,193,155	803,232,677	79,357,456	29,026,863	1,166,948,577	
Less Accumulated depreciation	-	(63,874,425)	(342,113,316)	(73,401,940)	(15,239,951)	(494,629,632)	
Net book value	55,788,998	130,318,730	461,119,361	5,955,516	13,786,912	672,318,945	
For the year ended 31 December 2016							
Opening net book value	55,788,998	130,318,730	461,119,361	5,955,516	13,786,912	672,318,945	
Additions	-	-	2,068,880	594,018	7,685,117	16,746,626	
Disposals, net	-	-	(1)	-	-	(1)	
Transfer	-	-	1,829,052	-	(1,829,052)	-	
Reclassification	-	(32,983,093)	-	-	(1,070,097)	(34,053,190)	
Depreciation charge	-	(11,803,395)	(79,590,707)	(45,178)	(4,456,453)	(95,895,733)	
Closing net book value	55,788,998	85,532,242	385,426,585	6,504,356	15,945,479	559,116,647	
At 31 December 2016							
Cost	55,788,998	155,935,113	807,064,609	79,951,474	34,654,520	1,143,313,701	
Less Accumulated depreciation	-	(70,402,871)	(421,638,024)	(73,447,118)	(18,709,041)	(584,197,054)	
Net book value	55,788,998	85,532,242	385,426,585	6,504,356	15,945,479	559,116,647	

16 Property, plant and equipment, net (continued)

For the year ended 31 December 2016, borrowing costs of Baht 313 million (2015: Baht 205 million), arising from financing specifically entered into for the construction of a new power plant, were capitalised during the year and are included in 'additions'. A capitalisation rate of 3.84% - 4.45% per annum (2015: 3.81% - 9.25% per annum) was used representing the actual borrowing cost of the loan used to finance the project.

As at 31 December 2016, property, plant and equipment with net book value amounting to Baht 26,060 million were mortgaged and pledged as collateral for credit facilities with financial institutions (31 December 2015: Baht 26,347 million).

As at 31 December, leased assets included above where the Group is a lessee comprise vehicles leased from third parties under finance leases are as follow:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Cost - leased assets	20,752,230	22,475,449	9,594,000	12,268,449
<u>Less</u> Accumulated depreciation	(9,159,371)	(8,020,609)	(5,777,976)	(6,071,013)
Net book amount	<u>11,592,859</u>	<u>14,454,840</u>	<u>3,816,024</u>	<u>6,197,436</u>

17 Intangible assets, net

	Consolidated			
	Right to use transmission line Baht	Right to power purchase agreement Baht	Computer software Baht	Total Baht
As at 1 January 2015				
Cost	209,336,676	42,461,197	4,857,983	256,655,856
<u>Less</u> Accumulated amortisation	(9,283,107)	(3,749,579)	(420,159)	(13,452,845)
Net book value	<u>200,053,569</u>	<u>38,711,618</u>	<u>4,437,824</u>	<u>243,203,011</u>
For the year ended 31 December 2015				
Opening net book value	200,053,569	38,711,618	4,437,824	243,203,011
Additions	-	-	2,519,928	2,519,928
Transfer from the construction cost of high voltage power station	188,197,197	-	-	188,197,197
Amortisation	(14,952,635)	(1,698,448)	(294,341)	(16,945,424)
Closing net book value	<u>373,298,131</u>	<u>37,013,170</u>	<u>6,663,411</u>	<u>416,974,712</u>
As at 31 December 2015				
Cost	397,533,873	42,461,197	7,377,911	447,372,981
<u>Less</u> Accumulated amortisation	(24,235,742)	(5,448,027)	(714,500)	(30,398,269)
Net book value	<u>373,298,131</u>	<u>37,013,170</u>	<u>6,663,411</u>	<u>416,974,712</u>

17 Intangible assets, net (continued)

	Consolidated			
	Right to use transmission line Baht	Right to power purchase agreement Baht	Computer software Baht	Total Baht
As at 1 January 2016				
Cost	397,533,873	42,461,197	7,377,911	447,372,981
<u>Less</u> Accumulated amortisation	(24,235,742)	(5,448,027)	(714,500)	(30,398,269)
Net book value	373,298,131	37,013,170	6,663,411	416,974,712
For the year ended 31 December 2016				
Opening net book value	373,298,131	37,013,170	6,663,411	416,974,712
Additions	-	-	4,157,989	4,157,989
Transfer from the construction cost of high voltage power station	270,599,554	-	-	270,599,554
Reclassification of computer software	-	-	1,070,096	1,070,096
Amortisation	(24,009,538)	(1,698,448)	(1,203,647)	(26,911,633)
Closing net book value	619,888,147	35,314,722	10,687,849	665,890,718
As at 31 December 2016				
Cost	668,133,427	42,461,197	13,593,360	724,187,984
<u>Less</u> Accumulated amortisation	(48,245,280)	(7,146,475)	(2,905,511)	(58,297,266)
Net book value	619,888,147	35,314,722	10,687,849	665,890,718
	Separate			
	Right to use transmission line Baht	Right to power purchase agreement Baht	Computer software Baht	Total Baht
As at 1 January 2015				
Cost	-	-	3,558,810	3,558,810
<u>Less</u> Accumulated amortisation	-	-	-	-
Net book value	-	-	3,558,810	3,558,810
For the year ended 31 December 2015				
Opening net book value	-	-	3,558,810	3,558,810
Additions	-	-	1,896,378	1,896,378
Amortisation	-	-	-	-
Closing net book value	-	-	5,455,188	5,455,188
As at 31 December 2015				
Cost	-	-	5,455,188	5,455,188
<u>Less</u> Accumulated amortisation	-	-	-	-
Net book value	-	-	5,455,188	5,455,188
For the year ended 31 December 2016				
Opening net book value	-	-	5,455,188	5,455,188
Additions	-	-	4,053,109	4,053,109
Reclassification of computer software	-	-	1,070,096	1,070,096
Amortisation	-	-	(813,985)	(813,985)
Closing net book value	-	-	9,764,408	9,764,408
As at 31 December 2016				
Cost	-	-	11,565,756	11,565,756
<u>Less</u> Accumulated amortisation	-	-	(1,801,348)	(1,801,348)
Net book value	-	-	9,764,408	9,764,408

18 Deferred income taxes

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Deferred tax assets:				
Deferred tax assets to be recovered within 12 months	1,406,844	2,132,836	1,406,844	2,132,836
Deferred tax assets to be recovered after more than 12 months	22,406,170	994,445	837,073	675,326
	<u>23,813,014</u>	<u>3,127,281</u>	<u>2,243,917</u>	<u>2,808,162</u>
Deferred tax liabilities:				
Deferred tax liabilities to be settled within 12 months	-	(547,737)	-	(547,737)
Deferred tax liability to be settled after more than 12 months	-	(5,169,827)	-	(5,169,827)
	<u>-</u>	<u>(5,717,564)</u>	<u>-</u>	<u>(5,717,564)</u>
Deferred income taxes, net	<u>23,813,014</u>	<u>(2,590,283)</u>	<u>2,243,917</u>	<u>(2,909,402)</u>

The movement of the deferred income tax account is as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
At 1 January	(2,590,283)	1,960,890	(2,909,402)	1,768,707
Charged/(credited) to profit or loss	26,403,297	(4,746,124)	5,153,319	(4,784,546)
Tax charged/(credited) directly to other comprehensive income	-	194,951	-	106,437
At 31 December	<u>23,813,014</u>	<u>(2,590,283)</u>	<u>2,243,917</u>	<u>(2,909,402)</u>

18 Deferred income taxes (continued)

The movement of the deferred income tax account is as follows: (continued)

	Allowance for slow-moving inventories Baht	Retirement benefit obligations Baht	Property, plant and equipment Baht	Right to use transmission line Baht	Provision for decommissioning costs Baht	Consolidated Total Baht
Deferred tax assets						
At 1 January 2015	2,132,836	653,276	-	-	-	2,786,112
Charged/(credited) to profit or loss						
Tax charged/(credited) directly	-	146,218	-	-	-	146,218
to other comprehensive income	-	194,951	-	-	-	194,951
At 31 December 2015	2,132,836	994,445	-	-	-	3,127,281
At 1 January 2016	2,132,836	994,445	-	-	-	3,127,281
Charged/(credited) to profit or loss	(725,992)	307,963	17,230,085	69,471	3,804,206	20,685,733
Tax charged/(credited) directly						
to other comprehensive income	-	-	-	-	-	-
At 31 December 2016	1,406,844	1,302,408	17,230,085	69,471	3,804,206	23,813,014

18 **Deferred income taxes** (continued)

The movement of the deferred income tax account is as follows: (continued)

	Property, plant and equipment	Right to power purchase agreement	Finance lease liabilities	Deferred financing fee	Others	Total
	Baht	Baht	Baht	Baht	Baht	Baht
Deferred tax liabilities						
At 1 January 2015	825,222	-	-	-	-	825,222
Charged/(credited) to profit or loss	(585,395)	-	547,737	4,930,000	-	4,892,342
Tax charged/(credited) directly to other comprehensive income	-	-	-	-	-	-
At 31 December 2015	239,827	-	547,737	4,930,000	-	5,717,564
At 1 January 2016	239,827	-	547,737	4,930,000	-	5,717,564
Charged/(credited) to profit or loss	(239,827)	-	(547,737)	(4,930,000)	-	(5,717,564)
Tax charged/(credited) directly to other comprehensive income	-	-	-	-	-	-
At 31 December 2016	-	-	-	-	-	-

18 Deferred income taxes (continued)

The movement of the deferred income tax account is as follows: (continued)

	Allowance for slow-moving inventories Baht	Retirement benefit obligations Baht	Separate Total Baht
Deferred tax assets			
At 1 January 2015	2,132,836	461,093	2,593,929
Charged/(credited) to profit or loss	-	107,796	107,796
Tax charged/(credited) directly to other comprehensive income	-	106,437	106,437
At 31 December 2015	2,132,836	675,326	2,808,162
At 1 January 2016	2,132,836	675,326	2,808,162
Charged/(credited) to profit or loss	(725,992)	161,747	(564,245)
Tax charged/(credited) directly to other comprehensive income	-	-	-
At 31 December 2016	1,406,844	837,073	2,243,917

	Property, plant and equipment Baht	Finance lease liabilities Baht	Deferred financing fee Baht	Separate Total Baht
Deferred tax liabilities				
At 1 January 2015	825,222	-	-	825,222
Charged/(credited) to profit or loss	(585,395)	547,737	4,930,000	4,892,342
Tax charged/(credited) directly to other comprehensive income	-	-	-	-
At 31 December 2015	239,827	547,737	4,930,000	5,717,564
At 1 January 2016	239,827	547,737	4,930,000	5,717,564
Charged/(credited) to profit or loss	(239,827)	(547,737)	(4,930,000)	(5,717,564)
Tax charged/(credited) directly to other comprehensive income	-	-	-	-
At 31 December 2016	-	-	-	-

19 Short-term loans from financial institutions

The short-term loans from financial institutions are as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Promissory note	81,050,000	400,000,000	81,050,000	400,000,000
Trust receipts	466,509,559	451,322,753	466,509,559	303,268,613
Bill of exchange	398,931,313	839,107,823	398,931,313	839,107,823
Total short-term loans from financial institutions	946,490,872	1,690,430,576	946,490,872	1,542,376,436

Short-term loans from financial institutions of the Company

As at 31 December 2016, short-term loans from promissory notes of Baht 81.05 million and from trust receipts of Baht 466.51 million bore interests at the rate of MRR per annum and bill of exchange of Baht 398.93 million bore interest at the rate of 2.30 per annum (2015: short-term loans from promissory notes of Baht 400 million and from trust receipts of Baht 303.27 million bore interests at the rate of MRR and bill of exchange of Baht 839.11 million bore interest at the rates between 3.00% - 3.75% per annum). The loans are secured by machinery and shareholder of the Company.

As at 31 December 2016, the Company had available credit facilities of promissory notes of Baht 765 million (2015: Baht 396 million) and of trust receipts of Baht 248 million (2015: Baht 372 million).

Short-term loans from financial institutions of subsidiaries

As at 31 December 2015, short-term loans from trust receipts of subsidiaries of EURO 3.72 million equivalent to Baht 148.05 million bore interest at the rate of 2.50 per annum. The loans were secured by machinery of the subsidiaries and the Company.

20 Other accounts payable

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	Restated 2015 Baht
Other accounts payable				
- third parties	110,608,779	44,668,809	39,144,679	23,531,819
- related parties (Note 35.3)	-	-	1,237,192	562,192
Undue output tax	77,810,293	62,243,813	1,459,757	2,243,293
Revenue department payable	41,317,372	37,498,289	21,385,682	20,579,737
Accrued expenses	41,686,486	26,357,819	1,933,473	21,569,807
Interest payable	86,663,285	12,665,606	82,390,710	-
Others	-	9,297,933	-	208,589
Total other accounts payable	358,086,215	192,732,269	147,551,493	68,695,437

21 Long-term loans from financial institutions, net

21.1 The long-term loans from financial institutions are as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Long-term loans from financial institutions	19,750,950,000	20,816,506,877	-	12,348,519
<u>Less</u> Deferred financing fee	(318,868,031)	(292,758,002)	-	-
	19,432,081,969	20,523,748,875	-	12,348,519
<u>Less</u> Current portion of long-term loans from financial institutions, net	(1,644,104,336)	(1,155,879,956)	-	(12,348,519)
Total long-term loans from financial institutions, net	<u>17,787,977,633</u>	<u>19,367,868,919</u>	<u>-</u>	<u>-</u>

Long-term loans from financial institutions of the subsidiaries

Long-term loans of the subsidiaries are secured liabilities. The long-term loans are secured over land, buildings, power plants and equipment of the subsidiaries, including land of the Company. The subsidiaries are required to maintain cash reserves which are provided from the proceeds of sales of electricity for the purpose of repayment of principal and payment of interest due within three months. In addition, the Power Purchase Agreements, the Asset Purchase Agreements, the Major Maintenance Agreements and insurance policies have been assigned as collateral in accordance with the conditions under the Loan Agreements. The Group is required to comply with certain procedure and conditions as specified in long-term loan agreement with financial institutions; for example, maintaining debt to equity ratio and debt service coverage ratio at the specified level.

Under the terms and condition of long-term loan agreements of four subsidiaries, such subsidiaries have pledged their ordinary shares as collateral for the long-term loans (Note 14).

As at 31 December Long-term loans from financial institutions of the subsidiaries are as follow:

Number	2016 (Million Baht)	2015 (Million Baht)	Interest rate	Principal repayment term	Interest payment period
1	-	12	MLR minus a certain margin per annum	Repayment every three months from April 2012	Payment every month
2	-	454	THBFIX three-month plus a certain margin per annum	Repayment every three months from May 2013	Payment every three months
3	-	4,646	THBFIX three-month plus a certain margin per annum	Repayment every three months from March 2014	Payment every three months
4	5,733	5,980	MLR minus a certain margin per annum	Repayment every three months from June 2015	Payment every three months
5	490	114	THBFIX three-month plus a certain margin per annum	Repayment every three months from June 2016	Payment every three months
6	6,248	6,375	BIBOR three-month plus a certain margin per annum	Repayment every three months from September 2016	Payment every three months
7	7,280	3,236	THBFIX six-month plus a certain margin per annum	Repayment every three months from March 2017	Payment every three months
Total	<u>19,751</u>	<u>20,817</u>			

21 Long-term loans from financial institutions, net (continued)

21.1 The long-term loans from financial institutions are as follows: (continued)

As at 31 December 2016, the Group reclassified long-term loan from financial institutions of a certain subsidiary at Baht 490 Million to short-term loans since the Group's management found some financial ratio of such subsidiary did not comply with debt covenant condition as specified in the long-term loan agreement. As a result, such loan maybe request for a repayment at call. However, on 21 February 2017, the lender considered that the aforementioned subsidiary is able to repay principal amount in compliance with repayment schedule as specified in the long-term loan agreement. Therefore, the lender approve to waive for breaching of debt covenant condition for the year 2016 and if a subsidiary can maintain financial ratio as specified in the long-term loan agreement, this loan will be reclassified to non-current liabilities.

21.2 Interest rate risk management

The detail of interest rate swap contracts for long-term loans from financial institutions of the Group are shown in Note 4.2.

The interest rate exposure on the long-term loans from financial institutions of the Group after taking account of interest rate swap contracts is as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Long-term loans from financial institutions, net				
- at fixed rates	12,139,906,200	17,530,384,000	-	-
- at floating rates	7,611,043,800	3,286,122,877	-	12,348,519
Total long-term loans from financial institutions, net	19,750,950,000	20,816,506,877	-	12,348,519

After taking account of interest rate swaps, the weighted average effective interest rates of the long-term loans from financial institutions of the Group were 3.80% - 5.61% per annum (2015: 2.70% - 5.63% per annum).

21.3 Maturity of long-term loans are as follows:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Within 1 year	1,701,974,500	1,202,712,084	-	12,348,519
Later than 1 year and not later than 5 years	8,127,532,000	9,468,554,420	-	-
Later than 5 years	9,921,443,500	10,145,240,373	-	-
Total long-term loans, net	19,750,950,000	20,816,506,877	-	12,348,519

21.4 Credit facilities

As at 31 December 2016, the Group and the Company had no available credit facilities from financial institutions (31 December 2015: Baht 8,689 million and Baht 5,300 million, respectively).

22 Debenture, net

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Debenture	8,000,000,000	-	8,000,000,000	-
<u>Less</u> Deferred financing fee	<u>(8,594,529)</u>	<u>-</u>	<u>(8,594,529)</u>	<u>-</u>
Debenture, net	<u>7,991,405,471</u>	<u>-</u>	<u>7,991,405,471</u>	<u>-</u>

On 21 July 2016, the Company issued debentures of Baht 8,000 million in three tranches:

Tranche 1: The Company's partial secured debentures of Baht 1,000 million, term of debentures 3 years, maturity in 2019, fixed interest rate 2.36% per annum with semi-annually interest payment.

Tranche 2: The Company's secured debentures of Baht 3,000 million, term of debentures 4 years, maturity in 2020, fixed interest rate 2.22% per annum with semi-annually interest payment.

Tranche 3: The Company's secured debentures of Baht 4,000 million, term of debentures 5 years, maturity in 2021, fixed interest rate 2.37% per annum with semi-annually interest payment.

The Company is required to comply with certain procedure and conditions; for example, maintaining debt to equity ratio at the level as specified in the contract.

The objectives of issuing debentures are to repay the existing loan of the Company and used in operation or investment and support the operation of Company and its affiliates. The issue was approved in the resolution of the Annual General Shareholders' Meeting on 29 April 2016, which granted the Company the right to issue secured or unsecured debentures for up to Baht 10,000 million with terms of up to ten years.

23 Provision for decommissioning costs

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Opening net book balance	200,575,242	-	1,592,750	-
Additional provision	90,039,043	200,575,242	-	1,592,750
Finance cost	8,747,151	-	-	-
Closing net book balance	<u>299,361,436</u>	<u>200,575,242</u>	<u>1,592,750</u>	<u>1,592,750</u>

24 Legal reserve

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Opening balance	37,300,000	37,300,000	37,300,000	37,300,000
Appropriation during the year	-	-	-	-
Closing balance	<u>37,300,000</u>	<u>37,300,000</u>	<u>37,300,000</u>	<u>37,300,000</u>

Under the Public Companies Act B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital. The legal reserve is non-distributable.

25 Revenue from sales

For the years ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Sales of biodiesel	4,721,130,410	5,005,333,077	4,721,130,410	5,005,333,077
Sales of glycerine	169,492,163	220,313,147	169,492,163	220,313,147
Sales of by products	11,322,942	16,061,980	11,322,943	16,061,980
Sales of electricity	1,786,310,006	1,360,393,859	-	-
Total revenue from sales	<u>6,688,255,521</u>	<u>6,602,102,063</u>	<u>4,901,945,516</u>	<u>5,241,708,204</u>

26 Revenue from subsidy for adders

Revenue from subsidy for adders represented income received from Provincial Electricity Authority and Electricity Generating Authority of Thailand from sales of solar electricity at Thai Baht 8 per kilowatt-hour and Thai Baht 6.5 per kilowatt-hour for the period of 10 years since commercial operation date. The Group recognised such adders as revenue at whole amount according to the actual electricity production.

27 Other income

For the years ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Land rental income	-	-	57,644,541	39,553,469
Gains on power plant development contract	-	-	-	21,474,824
Interest income	24,003,146	10,172,201	41,095,304	53,647,879
Others	22,854,775	4,651,226	14,683,679	14,228,610
Total other income	<u>46,857,921</u>	<u>14,823,427</u>	<u>113,423,524</u>	<u>128,904,782</u>

28 Finance costs

For the years ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Interest from bank borrowings	993,448,942	644,510,977	180,470,145	90,755,551
Interest from loans from related parties	-	-	675,000	2,912,877
Other finance costs	1,437,804	1,600,045	391,765	633,764
Total other income	<u>994,886,746</u>	<u>646,111,022</u>	<u>181,536,910</u>	<u>94,302,192</u>

29 Expense by nature

The following expenditure items have been charged in arriving at net profit:

For the years ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Changes in inventories of finished goods and work in process	(8,924,502)	(19,674,091)	(8,924,502)	(19,674,091)
Raw material and consumables used	4,270,650,423	4,485,630,633	4,270,650,423	4,485,630,633
Staff costs	149,136,257	123,370,780	125,367,023	103,600,292
Directors and management compensation	93,419,164	87,503,169	84,231,269	84,176,169
Depreciation	1,088,675,880	718,341,375	95,829,733	98,309,226
Amortisation	26,911,633	16,945,424	813,985	-
Loss from slow-moving inventories	(3,629,960)	-	(3,629,960)	-
Finance costs	994,886,746	646,111,022	181,536,910	94,302,192
Delivery and export expenses	44,987,291	56,774,115	44,987,291	56,774,115

30 Income tax

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	Restated 2015 Baht
Current tax	20,901,326	23,574,586	-	14,212,609
Deferred tax	(26,403,297)	4,746,124	(5,153,319)	4,784,546
Total income taxes	(5,501,971)	28,320,710	(5,153,319)	18,997,155

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the parent company as follows:

	Consolidated		Separate	
	2016 Baht'000	2015 Baht'000	2016 Baht'000	Restated 2015 Baht'000
Profit before tax	3,247	2,716	2,098	2,317
Tax calculated at a tax rate of	20%	20%	20%	20%
The result of the accounting profit multiplied by the income tax rate	649	543	420	463
Tax effect of :				
Income not subject to tax	(613)	(505)	(404)	(434)
Expenses not deductible for tax purpose	(24)	11	(4)	11
Revenues that are granted income tax exemption or expenses that are deductible at a greater amount	(18)	(21)	(17)	(21)
Income tax	(6)	28	(5)	19

The weighted average applicable tax rate for the Group and the Company were -0.17% and -0.25%, respectively (2015: 1.04% and 0.82%, respectively).

31 Earnings per share

The basic earnings per share is calculated by dividing the profit for the year attributable to ordinary shareholders of the parent divided by the weighted average number of ordinary shares outstanding during the year.

	Consolidated		Separate	
	2016	2015	2016	Restated 2015
Basic earnings per share				
Net profit attributable to ordinary shareholders of the parent (Baht'000)	3,251,506	2,686,922	2,103,368	2,298,392
Weighted average number of ordinary shares outstanding (Shares'000)	3,730,000	3,730,000	3,730,000	3,730,000
Basic earnings per share (Baht per share)	0.87	0.72	0.56	0.62

There are no dilutive potential ordinary shares in issue during the periods presented, so no diluted earnings per share are presented.

32 Dividend

At the Annual General Shareholders' Meeting held on 29 April 2016, the shareholders approved annual dividend payments from net profit from BOI operating results and from non-BOI operating results for the year ended 31 December 2015 of Baht 0.05 per share and Baht 0.05 per share, respectively, totaling Baht 373 million. The Company paid the dividend to shareholders in May 2016.

At the Annual General Shareholders' Meeting held on 22 April 2015, the shareholders approved dividend payments from net profit from BOI operating results for the year ended 31 December 2014 of Baht 0.02 per share, totaling Baht 74.60 million. The Company paid the dividend to shareholders in May 2015.

33 Promotional privileges

The Group has been granted promotional privileges by the Office of the Board of Investment under promotion certificates in respect of manufacturing of biodiesel, oil and fat produced from plant or animal and electricity. The Company and five subsidiaries have been granted exemption from certain taxes and duties as detailed in the certificates including exemption from corporate income tax for a period of eight years from the date of first revenue. As promoted entities, these subsidiaries are required to comply with the terms and conditions specified in the promotion certificates.

34 Financial instruments

In order to manage risks arising from fluctuations in interest rates and currency exchange rates, the Group uses the following derivative financial instruments.

Interest rate swap contracts

Interest rate swap contracts are entered into to manage exposure to fluctuations in interest rates. The five subsidiaries of the Company entered into interest rate swap contracts by converting floating rates to fixed rate. As at 31 December, fixed interest rate under interest rate swap contracts are as follow:

	Amount (Baht Million)		Fixed interest rate per annum	
	2016	2015	2016	2015
Outstanding contract amount	16,593	17,530	5.25 - 5.625	5.25 - 5.625

34 Financial instruments (continued)

Foreign currency forward contracts

Foreign currency forward contracts are entered into to manage exposure to fluctuations in exchange rates. As at 31 December 2016, the Group entered into foreign exchange forward contracts for accounts payable denominated in foreign currency of US Dollar 3.68 million which is equivalent to Baht 128.62 million. (2015: US Dollar 28.15 million which is equivalent to Baht 1,004.17 million) The forward contracts with maturity date between 4-6 months

35 Related party transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under ordinary control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

As at 31 December 2016, the major shareholders of the Company are Mr. Somphote Ahunai and UBS AG Singapore Branch who held ordinary shares portion of 23.30% and 16.89%, respectively. The remaining portion of ordinary shares were held by others.

Details of subsidiaries and an associate are disclosed in Note 14

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

Transactions	Pricing policies
Management fees	Agreed price
Vehicle rental income	Agreed price
Land rental income	Cost of acquiring the land plus operating fee 3% per annum
Interest income	At rates as the Company borrowing from financial institutions plus 0.25% per annum (since May 2015) and 4.20% - 7.50% per annum (before May 2015)
Dividend income	Approval from the shareholders
Power plant development cost	Agreed price
Interest expense	At rates as the parent borrowing from financial institutions plus 0.25% per annum and at rates as the parent borrowing from financial institutions (since May 2015) and 1.25% per annum (before May 2015)
Directors and management benefit expenses represent salary, bonus, meeting allowance and others	Approval from the Company's directors and shareholders

35 Related party transactions (continued)

The following material transactions are carried out with related parties:

35.1 Revenue from sales and services

For the year ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Revenue from management fees - Subsidiaries	-	-	9,000,000	8,900,000
Revenue from rental - Subsidiaries	-	-	57,644,541	39,553,469

35.2 Other income and expenses

For the year ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Interest income - Subsidiaries	99,117	74,911	26,377,236	51,870,684

35.3 Other receivables from and other payables to related parties

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	Restated 2015 Baht
Other receivables (including interest receivable (Note 35.4)) - Subsidiaries	249,727	150,330	153,333,176	120,481,510
Other payables (including interest payable (Note 35.5)) - Subsidiaries	-	-	1,237,192	562,192

35.4 Short-term loans and long-term loans to related parties and related interests

As at 31 December 2016, the Company had short-term loans and long-term loans to related parties amounting to Baht 600.80 million and Baht 71.40 million, respectively (2015: Baht 142.60 million and Baht 71.40 million, respectively).

The movement of short-term loans to related parties can be analysed as follow:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
For the year ended 31 December				
Opening balance	1,300,000	900,000	142,600,000	569,700,000
Additions during the year	500,000	400,000	770,500,000	234,620,000
Repayments during the year	-	-	(312,300,000)	(661,720,000)
Ending balance	<u>1,800,000</u>	<u>1,300,000</u>	<u>600,800,000</u>	<u>142,600,000</u>

35 Related party transactions (continued)

The following material transactions are carried out with related parties: (continued)

35.4 Short-term loans and long-term loans to related parties and related interests (continued)

The movement of long-term loan to a related party can be analysed as follow:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
For the year ended 31 December				
Opening balance	-	-	71,400,000	71,400,000
Additions during the year	-	-	-	-
Repayments during the year	-	-	-	-
Ending balance	-	-	71,400,000	71,400,000
	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Interest receivable				
- Subsidiaries	249,727	150,330	85,648,542	66,863,519
	249,727	150,330	85,648,542	66,863,519
	Consolidated		Separate	
For the year ended 31 December	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Interest income				
- Subsidiaries	99,117	74,911	26,377,236	51,870,684
	99,117	74,911	26,377,236	51,870,684

35.5 Short-term loans from related parties and related interests

The movement of short-term loans from related parties can be analysed as follow:

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
For the year ended 31 December				
Opening balance	-	-	54,000,000	-
Additions during the year	-	-	-	314,000,000
Repayments during the year	-	-	-	(260,000,000)
Ending balance	-	-	54,000,000	54,000,000
	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Interest payables				
- Subsidiaries	-	-	1,237,192	562,192
	-	-	1,237,192	562,192

35 Related party transactions (continued)

The following material transactions are carried out with related parties: (continued)

35.5 Short-term loans from related parties and related interests (continued)

For the year ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Interest expenses				
- Subsidiaries	-	-	675,000	2,912,877
	-	-	675,000	2,912,877

35.6 Advance receipts for land rental

	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
For the year ended 31 December				
Opening balance	-	-	626,033,285	310,474,285
Increase during the year	-	-	30,896,276	355,112,469
Decrease during the year	-	-	(57,644,541)	(39,553,469)
Closing balance	-	-	599,285,020	626,033,285

35.7 Dividend income

For the year ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Dividend income				
- Subsidiaries	-	-	2,078,860,211	2,058,846,329
	-	-	2,078,860,211	2,058,846,329

35.8 Key management compensation

For the year ended 31 December	Consolidated		Separate	
	2016 Baht	2015 Baht	2016 Baht	2015 Baht
Short-term employee benefits	92,848,259	87,331,724	83,798,777	84,004,724
Post employee benefits	570,905	171,445	432,492	171,445
Total key management compensation	93,419,164	87,503,169	84,231,269	84,176,169

36 Fair value

36.1 Fair value estimation

The table below analyses financial assets and liabilities carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

36.2 Financial assets and liabilities that are not measured at fair value

The carrying amounts of the following financial assets and financial liabilities approximate their fair values: cash and cash equivalents, deposits at financial institutions used as collateral, trade receivables and payables, amounts due from and due to related parties, other receivables and payables, and short-term loans due to the short maturities of these instruments.

(a) Long-term loans to related parties, long-term loans from financial institutions and debenture

The fair values of long-term loans to related parties and debenture with fixed interest rates have been calculated by level 2. The fair values have been calculated from the net present value of future cash flows discounted by market interest rates using rates at the date of financial statements. The fair values of long-term loans from financial institutions with floating interest rates approximate their carrying amounts.

The net fair value of long-term loans to a related party, long-term loans from financial institutions and debenture as at 31 December 2016 are as below

	Consolidated		Separate	
	Carrying amounts	Fair values	Carrying amounts	Fair values
	Million Baht	Million Baht	Million Baht	Million Baht
Long-term loans to a related party	-	-	71	71
Long-term loans from financial institutions	19,751	19,751	-	-
Debenture	8,000	7,888	8,000	7,888

(b) Derivatives financial instruments

The fair values of the derivatives financial instruments have been calculated by level 2. The fair values of interest rate swap contracts and foreign currency forward contracts have been calculated using rates quoted by the Group's counterparties to terminate the contracts at the date of financial statements.

The fair values of the derivatives financial instruments at the date of financial statements are as follows:

	Consolidated		Separate	
	2016	2015	2016	2015
	Million Baht	Million Baht	Million Baht	Million Baht
Asset				
Foreign currency forward contracts	3	14	-	-
Liability				
Interest rate swap contracts	474	514	-	-

37 Commitments and contingent liabilities

37.1 Capital expenditure obligations

Capital expenditure contracted as at the statement of financial position date but not recognised in the financial statements is as follows:

	Consolidated		Separate	
	2016 Million Baht	2015 Million Baht	2016 Million Baht	2015 Million Baht
Land purchase agreement	1	1	1	1
Machine under installation	-	236	-	2
Wind power plant consultant fee and construction in progress	579	6,441	3	1
Solar power plant consultant fee and construction in progress	-	404	-	-
Intangible assets	-	1	-	1
Total other accounts receivable	580	7,083	4	5

37.2 Capital expenditure obligations

Future minimum lease payments required under these non-cancellable operating leases contracts and service contracts are as follows:

	Consolidated		Separate	
	2016 Million Baht	2015 Million Baht	2016 Million Baht	2015 Million Baht
Payable within:				
Less than 1 year	24	109	17	8
1 to 5 years	87	110	60	11
More than 5 years	298	-	212	-
	409	219	289	19

37.3 Bank guarantee

As at 31 December 2016, the Group and the Company had outstanding letters of guarantee issued by government sector and private sector of Baht 8,106 million and Baht 7,789 million, respectively. (2015: Baht 2,312 million and Baht 2,299 million, respectively).

38 Significant agreements

The Group has entered into eleven and one power purchase agreements with Electricity Generating Authority of Thailand ("EGAT") and Provincial Electricity Authority ("PEA"), respectively. The agreement is effective for a period of 5 years commencing from agreement effective date and the Group has the right to extend the term for consecutive periods of 5 years each. Such agreement will be effective until the Group notifies the termination of sales of electricity by voluntary termination or any party did not comply with the agreements. The sales quantity and its price must be complied with the agreements.

39 Events after the reporting period

At the Board of Directors' meeting held on 12 January 2017 of EA Renewable Holding Co., Ltd., a direct subsidiary, the directors resolved to approve as follow:

- 1) To appropriate net profit of Baht 9.41 million to legal reserves.
- 2) To declare interim dividend from retained earnings as of 27 December 2016 at Baht 0.255 per share and 0.252 per share for fully paid ordinary shareholders of Baht 10 per share and partially paid ordinary shareholders of Baht 9.87 per share, respectively, totaling 188.28 million. Such dividends are paid to shareholders on 13 January 2017.



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ENERGY ABSOLUTE
PUBLIC COMPANY LIMITED

RENEWABLE ENERGY

SUSTAINABILITY REPORT 2016





Energy is essential for life and the renewable energy is alternative energy resources to reserve the non-renewable energy resources.

Energy Absolute Public Company Limited operates business as manufacturer and distributor of biodiesel, high-speed diesel, purified glycerin and byproducts. The Company expanded business to generating and producing the electricity from solar and wind power by using environmentally friendly technology.

World driven with Energy





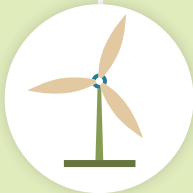
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About the Company


Energy Absolute Public Company Limited (“the Company”) was registered as a company on the March 6, 2006 under the former name as Suntech Palmoil Co., Ltd., with registered capital of Baht 50 million. Currently, the Company has registered capital of Baht 373 million, divided into 3,730,000,000 ordinary shares at par value of Baht 0.10 per share.



The Major Business:

1) Production and distribution of biodiesel (B100) purified glycerin and by-products from process to produce biodiesel : The Company has been granted a license of Oil Trader pursuant to Section 7 of the Fuel Trade B.E. 2543 by the Ministry of Energy on 14 October 2009

2) Generating and distributing the electricity from renewable energy (Solar Power and Wind Power) :The Company aim to become leader of alternative power which is main goal of conducting business. The Company also recognizes the important of environment and community. Consequently, in 2014, the Board of Directors has set vision, mission and values as direction for business operation in consistency with the environment friendly and the sharing & caring with community which is guideline for operating business of the group Company.



Do you
know?



Bio Diesel

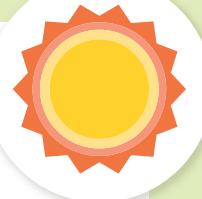
Biodiesel is diesel fuel produced from crops such as palm oil. Biodiesel is an alternative fuel to petroleum diesel fuel.



renewable energy

Renewable energy is generated from natural resources such as sunlight, wind power that is an alternative to using petroleum and coal. Renewable energy has no environment impact and be renew.

Business overview and Policy of the Company

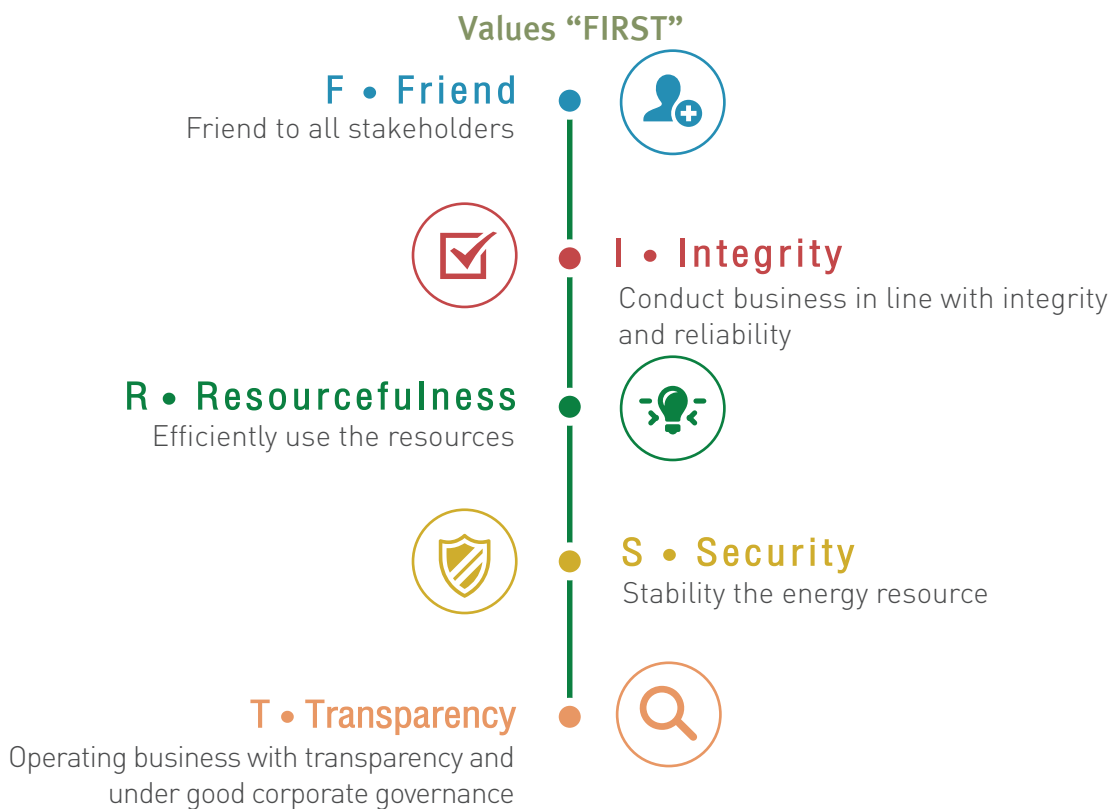


Vision

Company is a leader in the alternative energy business with use of an advanced and environmental-friendly technology for the best benefit and fairness toward customers, shareholders, partners and employees

Mission

1. To use advanced technology in order to increase production efficiency.
2. To support using energy corps as well as natural energy in order to reduce pollution of the environment.
3. To support government policies in regard to energy stability of the country.
4. To conduct a business based on fairness, build confidence among partners and shareholders.
5. To manage human resource for stable and sustainable growth.



The Company communicated its vision, mission and values to employees of the Company and subsidiaries through various channels. It also serves as a framework for implementing the strategy to sustain growth sustainably.

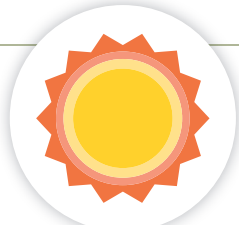
The Company has a business plan to develop and finish all renewable power project which PPA were executed within the contract period. Meanwhile, the company plan to expand business to other sector, not limited to renewable energy business, which will give the high and stable returns For doing so, the Company has experience, the expertise teamwork as the key in driving the expansion



Policy and Treatment to Stakeholders



Stakeholders	Requirement/expectation	Business operation of the Company
1. Shareholders	<ul style="list-style-type: none"> • Receive stable return both short and long-term • Receive sufficient information supporting making decision • Ability to exercise rights as stipulated by law • Being equally facilitated among other shareholders 	<ul style="list-style-type: none"> • Conduct business with spirit, well organized and planned by taking into account the return and risks, conduct business of alternative energy which covering production and distribution of biodiesel oil including solar power plant and wind power plant operations. • Disseminate information completely, sufficiently, timely with transparency through different channels such as publishing hard copies, Company's website, as well as publicize of Company news through public press occasionally. • Comply with applicable laws, especially concerning exercise of rights of shareholders. • Facilitate shareholders equally and properly to enable convenience during the meeting and provide visiting trip to the Company.
2. Customers	<ul style="list-style-type: none"> • Product quality is in accordance with standards, at reasonable price and excellent service • The production process is available for examination to assure the confidence • Open for suggestions, opinions in order to be a guideline for improvement on product and service quality • Determine terms of trading with fairness and justice and supports long term business relationship 	<ul style="list-style-type: none"> • The Company implements strict quality control procedures on products and services as well focusing on constant improvement. • In regard to business of production of electricity, the Company processing its operations in order to control quality and safety of the production and distribution system; concentrated on maintenance of equipment and tools to ensure its good condition. • Sales and Marketing Department conducts survey on customers' satisfactory as well as managing sales plan and delivery schedule to customers. • Research and development on production process are conducted continuously. • Determine terms of trading with fairness and flexibility as considered necessary to allow mutual benefit among parties.





Stakeholders	Requirement/expectation	Business operation of the Company
3.Trading partners	<ul style="list-style-type: none"> • Determine trading terms clearly, fairly and appropriately • The procurement procedure is fair; transparent, without conflict of interest or transfer of interest • No violation on intellectual property or disclosure of the trade secrets which may cause damages to trading partners 	<ul style="list-style-type: none"> • Adhere to fair treatment to trading partners; determine procurement terms clearly with all trading partners. • Open an auction in case of procurement of equipment and tools or investment where the value is high, in order to receive terms and conditions that meet requirement of the Company, when is acceptable by the trading partners. • Comply with agreement pertaining to contract and business ethics strictly. • Implement internal control system and ethic of business conduct to prevent any person from disclosing or using information of the Company for other benefit than business operation of the Company.
4. Creditors	<ul style="list-style-type: none"> • Comply with the conditions and terms stated in the contract strictly. • Implement reporting, controlling, managing system and risk management which is appropriate and in line with acceptable standards 	<ul style="list-style-type: none"> • The Company sets up Investment Plan Department and Finance Department to coordinate with creditors from financial institution and other accounts payable in order to support business operation of the Company to be consistent with working plan and terms and conditions stated in the related contracts. • The Company has the Risk Management Committee whose duties are to supervise, control, and monitor to ensure the appropriate measures of risks of the Company. • Provide meeting with creditors and related teams on regular basis to follow the progress and coordinate joint plans, discuss closely maintaining good relationship.
5. Surrounding communities	<ul style="list-style-type: none"> • Business conduction of the Company shall not cause negative impacts to communities and environment • Immediately take action on any problems occurred with speedy manner • Liaise for good relationship and support activities of the communities • Provide opportunities for community members to become a part of team work of the Company in order to support their income 	<ul style="list-style-type: none"> • Before commencing the construction of power plants, the Company arranges public hearing from community as required by law. The Company also monitors closely and follows up the suggestion as well as requirements of community. The IR teams have been set up in every plant to dealing with community directly. • Assign team work to monitor and control factory environment as well as quality and safety undertake Such tasks will be performed on regular basis. • Provide knowledge and training courses to employees, communities, students and public, to create correct knowledge and understanding of the Company's business operation.



Stakeholders	Requirement/expectation	Business operation of the Company
	<ul style="list-style-type: none"> Promote the development of community enterprises in line with sustainable development and environmentally friendly 	<ul style="list-style-type: none"> Arrange budget and funds to support activities of the communities in respect to education, cultures and local traditions, including hygiene and environment. Arrange reservoir within the solar power plant and share the water with surrounding communities during shortage in water resources. Support full time and temporary employment for people from surrounding communities based on knowledge, skills and profession in order to stimulate employment, skill development both during construction time when the employment rate reached thousand positions and after the project completion and operation start date to manage the power plant, maintain properties thereof, safeguard the area, maintain landscape and other matters which employed hundreds of people. Therefore, the business operation of the Company generated high rate of employment to the surrounding communities. Conducting integrated organic farming projects. Initially, the first solar power plant in Nakhonsawan, and later extended to the solar power plants in Lampang and Phitsanulok provinces to experiment with sustainable and environmentally friendly farming practices. The company also welcome the community, students from the schools surrounding the power plants and those interested in learning in the demonstration plantation of farm of Ubon-rice, corn, sugarcane, vegetable and the practicing to improve soil quality and trees. The animal farm and fisheries, as well as the dissemination of knowledge to schools around the power plant in Nakhon sawan. And further development of processed products. Development, marketing and direct linking to consumers.



Enhance the balance of ecological



Avoidance of agro-chemicals, and approach organic materials

Organic Agriculture

Resistant to pest and diseases with natural substances

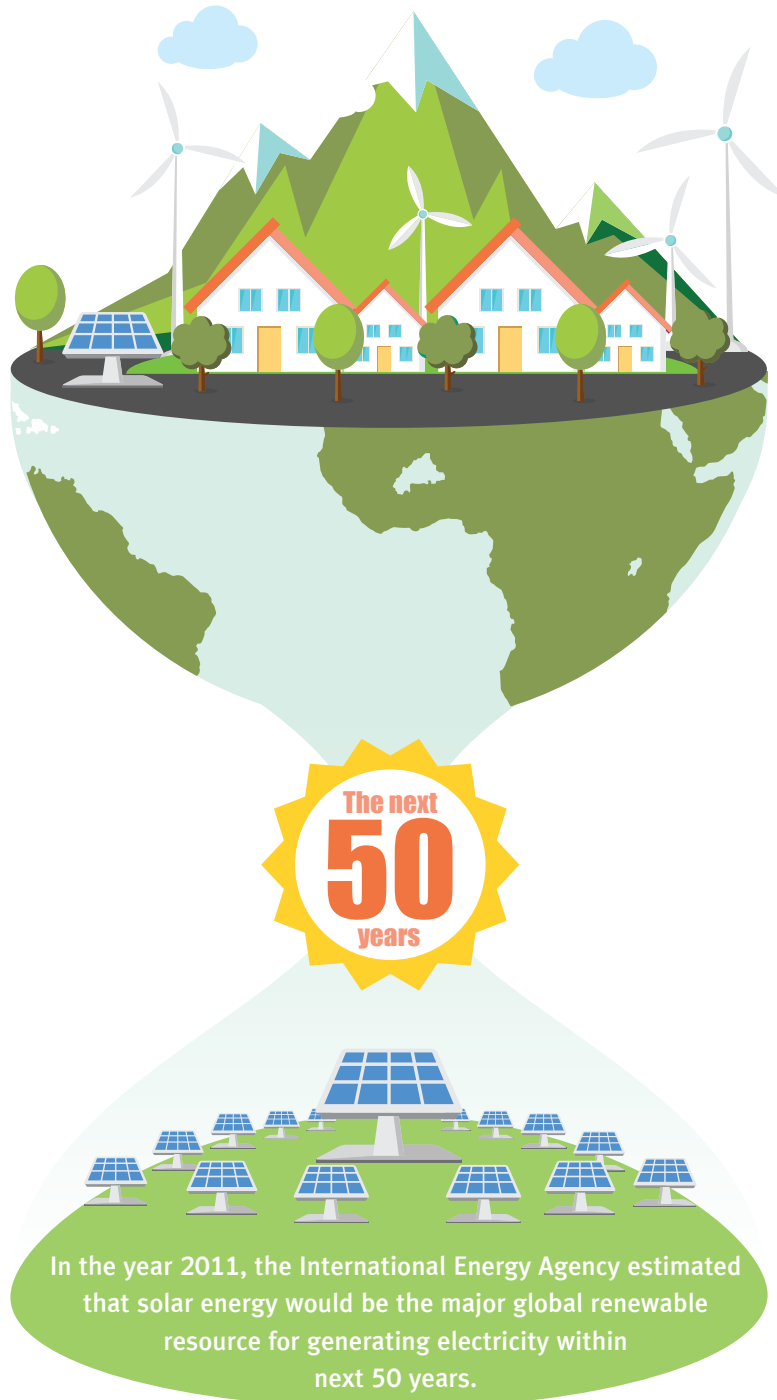


Caring and utilizing local wisdom



Stakeholders	Requirement/expectation	Business operation of the Company
6. Employees	<ul style="list-style-type: none"> • Receive fair and appropriate compensation and welfare paid in form of money and other forms of incentives which attract the employees • Provide opportunity to grow, advance and develop their knowledge and skill equally and regularly • Provide good working environment, hygiene and safety 	<ul style="list-style-type: none"> • Treat employees with fairness, determine compensation rate and work performance assessment which can be linked to assessment result. • Provide sufficient welfare not lower than stipulated by law. • Consider human rights, hygiene and safety at work. • Provide skill training courses for employees in both internal and external courses in order to increase knowledge and skills of employees as well as to relocate the potential employees to work in the area that fit in with their skills which will enhance their opportunities. • Provide channel for complaint in case of receiving unfair treatment where investigation procedure is undertaken prior to further actions.
7. Competitors	<ul style="list-style-type: none"> • Conduct business with morality, transparency; compete with fairness and in accordance with related law. 	<ul style="list-style-type: none"> • The Company determines ethic of business conduct in respect to treatment of the competitors with good morality and in accordance with related laws.
8. Control unit and public sector	<ul style="list-style-type: none"> • Comply with related regulations, refrain from violation, negligence, in compliance with the critters and provisions which may cause severe damages 	<ul style="list-style-type: none"> • Assign person to be responsible for monitoring compliance of all related parties to be in accordance with related agencies. • The Company has Internal Audit Unit by hiring Dharmanithi Co., Ltd., an independent external company providing internal audit, to control compliance with regulations on regular basis.

Sustainable operating business



The Company is committed to developing its organization in line with corporate governance principles. In order to build confident to all stakeholders as well as to promote the competitiveness of sustainable growth. The Company operates various activities. In line with the following principles of corporate governance:

1. The company set up sub-committees to supervise and monitor on the good corporate governance practices

☛ The Nomination Committee : scope and duty

1. Consider policy of nomination of directors and top executives, nominate, select and propose qualified person with morality, ethics and qualification suitable to the position.
2. Review and assess the work performance of the directors and executives.
3. Supervise the nomination plan for specific position of the top executives.
4. Provide succession plan, revise the development plan of the Chairman of the Executive Officers or top executives as a prepared plan in the event that the CEO or top executives in particular position will retire or will be unable to perform their duties to assure smooth and continual business operation.
5. Provide development plan for directors to ensure that the current directors and new directors understand the business of the Company and their roles, including important development such as industry situation, rules or law related to the business of the Company.

☛ Remuneration Committee : scope and duty

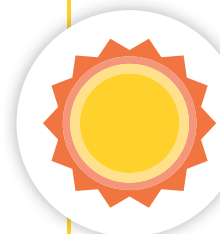
1. To consider the remuneration payment and other forms of remuneration to the Board of Directors and top executives, including to seek for solution and method of remuneration payment .
2. To consider and review the structure and rate of remuneration according to current market condition and operation result of the Company to maintain competent person, and to be as incentive for directors and executives to perform their

☛ Risk Management Committee : scope and duty

1. To determine and measure the acceptable risk level.
2. Follow up the implementation, review the report of risk management, ensure the appropriateness and sufficiency of the risk management, ensure the risk management remain in the acceptable level, and to ensure that the risk management has been continuously applied.
3. Regularly coordinate with the Audit Committee by exchanging knowledge and information regarding risk and internal control which impacts or may impact the Company, encourage to have culture of risk management and proper internal control.

☛ Corporate Governance Committee : scope and duty

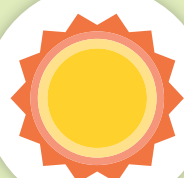
1. To determine and review policy, regulations and work approach to be in line with good corporate governance.
2. To determine and plan about corporate social responsibilities, hold a meeting to follow up progress of corporate governance plan as well as corporate social responsibilities, as well as to give advice and support as necessary, to conduct internal assessment based on corporate governance principles in order to seek for improvement.
3. To act as representative of the Company in communication and conduct corporate governance with the executives, employees and external agencies.



2. The Company review the governance manual. All policies and good practices have been collected and set out as the governance manual. The governance manual has been announced in both of in the organization and outside as follows:

● **Code of Conduct**

- 1 . Human rights and practices to employees
- 2 . Community, society, environment, health, and safety
- 3 . Accepting or giving assets or benefits which might influence decision making
- 4 . Conflicts of interests transactions of the Company
- 5 . Buying or selling of the Company's securities and the use of inside information of the Company
- 6 . Compliance with the law, relevant rules, and regulations
- 7 . Use and maintenance of assets, data, information technology, and intellectual property of the Company
 - Policy on non-violation on information, IT and intellectual property.
- 8 . Practices toward customers, quality of product, and marketing communication
- 9 . Practices toward partners (business partner and business creditors)
10. Practices toward business competitors



● **The ethics of directors, executives and employees**

1. No conflict of interest
2. The confidentiality of the company
3. Responsible to asset and property of the company.
4. Being in morality and virtue
5. Responsible to stakeholders

● **Corporate Governance (CG)**

Section 1 : Rights of Shareholders

1. Right of shareholders
2. Shareholders' meeting

Section 2: Equitable Treatment of Shareholders

1. The policy of the Control of internal information
2. The policy of Prevention on the conflict of interest
3. The report of interested transaction

Section 3 : Roles of Stakeholders

1. Treatment to stakeholders
2. The policy of Risk Management
3. Policy of environment and safety in workplace
4. Policy of social and environment
5. The whisper blowing policy
6. Treatment to employee and contract parties

Section 4 : Disclosure and Transparency

1. The disclosure of information
2. The auditor and the quality of the financial statements.



Section 5 : Board Responsibilities

- 1 . Structure of the Board of Directors
- 2 . The qualification of Director
- 3 . The term of Director
- 4 . The meeting of Board of Directors
- 5 . Roles, duties and responsibilities of the Board of Directors
- 6 . The appointment of sub-committee : the Executive Committee / the Audit Committee / the Nomination Committee / the Remuneration Committee / the Risk Management Committee / the Corporate Governance Committee
- 7 . The self - evaluation of Directors
- 8 . The remuneration of Directors
- 9 . The training and development of directors
10. The policy on succession plan



■ The Corporate Social Responsibility (CSR)

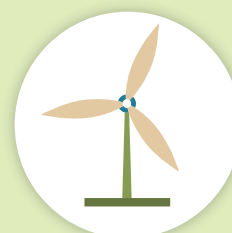
Corporate Social Responsibility Policy

1. The Good Corporate Governance
2. The Fair business operating
3. Human rights and equitable treatment to employees
4. Responsibility to consumers
5. Environment and safety
6. Participation in community and social development
7. Development and promotion of innovations from social responsibility

■ The Anti-corruption

The Anti-corruption Policy

1. Definition
2. Duty and Responsibility
3. Good Practice Guideline
4. Rules and regulation of operation



3. The Company operate business according the sustainable development for the whole supply chain

The major business of the Company as the distribution and production of bio-diesel oil. The production process is certified and assured

● Biodiesel oil production plant, the beginning of CSR in Process

Biodiesel oil production plant, the beginning of CSR in Process The Company steps to energy business through development of its own technology as to produce biodiesel oil extracted from crude palm oil, a natural raw material. The product is distributed to customers from the country's large oil refinery plants, or to mixed with diesel oil to reduce demand of imported oil, while increase consumption of environment-friendly energy. This is how we start our first move to business with consideration placed on environment as a priority.

1. The Company has focused on the environmentally-friendly production of oleo-oil, that is, since the beginning of the palm cultivation until the final consumer.

In 2008, the Company is the regular member of the Roundtable on Sustainable Palm Oil (RSPO), a standard that the International Organization for Standardization. The current RSPO certificate is valid from June 2014 to June 2016.

RSPO Supply Chain Certification Systems standard is an international organization of producers, distributors, conservationists and other stakeholders formed by members from 42 countries with aim to support plantation and utility of palm oil sustainably. The plantation area and palm oil refinery factory must be in while deliver of palm oil to supply chain must be in accordance with standard of RSPO Supply Chain Certification Systems as well. compliance with principles and regulation of RSPO while deliver of palm oil to supply chain must be in accordance with standard of RSPO Supply Chain Certification Systems as well.

2. The Company takes glycerin which is by-product of biodiesel back into process invented by the Company in order to take the most benefit of raw material and left at the minimum. Purified glycerin can be used as a precursor for food, medicine, cosmetics and soap business. To use the efficient technology in process create benefit and the capacity to the Company. It also reduces waste or residue in the production process as well.
3. The company pays attention to every production process, i.e., design and installation of machinery. The production control at every stage, strict quality inspection of the product with advanced equipment and specialized team before delivery. The delivery system , the management system with residue and waste water from production. Including safety, hygiene and environmental protection. Both of inside the factory and surrounding area operated in conjunction with Kabinburi Industrial Estate. This is to monitor the process not to affect the surrounding community, resulting in CSR in Process.





The innovation on biodiesel from the extraction of palm oil

of King Bhumibol Adulyadej participated in the international invention exhibition of “Brussels Eureka 2001” in Brussels, Belgium, and won the gold medal and certificate for honoring the King’s prestige with trophy.

4. The Company joined the project. “Environmental Governance.” Industrial establishments ” conducted by the Ministry of Industry. The purpose is to comply the environmental good governance to conduct business in accordance with the specified criteria and focus on protecting and preserving the environment with the community and local society.
5. The Company places its emphasis on safety of employees during work operation and complies with the laws related to safety strictly. The Company provides training courses related to safety on regular basis and report work result directly to the Executive Committee. The Company launched different training courses and provided safety equipment, tools for employees working in Prachinburi factory as follows:
 - “Techniques of Gas Measuring in Confined Space”
 - “Safety of Confined Space Entry”
 - Examine and test the Fire Pump system
 - Provided another 12 types of mobility warning signs to place on the confined spaces area, working site on the road and provided and installed emergency equipment to prevent and take immediately response to the emergency case.
 - Provided Self-Contained Breathing Apparatus : SCBA
 - Submitted application to the Defense Industry Department for Yor. Por.5 (Permission to possess military materials)
 - Cardiopulmonary resuscitation: (CPR) training course.
 - First aid for various events.



● The ISO 9001 : 2008 from United Kingdom Accreditation Service (UKAS)

The Company bio-diesel factory has been assured by the ISO 9001 : 2008 international standard

The ISO 9001 is an international standard that defines good management practices. The certification aims at providing a global standard that spells out quality and trust. To meet the requirements for the ISO 9001:2008 certification means that the Company is able to demonstrate its ability to consistently provide products that meet applicable regulatory requirements

Benefit to Corporate

1. The work-process is more system.
2. The quality of goods is improved.
3. Reduce the expenses from waste.
4. To increase the effectively and efficiency at workplace.
5. The document management is more system.

External Benefits

1. Customer confidence in products and services.
2. Step into foreign markets more easily.
3. Increased satisfaction to customers.
4. Building relationships with customers.
5. Increase competitiveness

The 8 quality management principles are as follows:

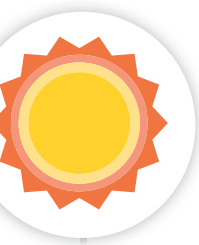
1. Customer focus
2. Leadership
3. Involvement of People
4. Process Approach
5. System Approach
6. Continual Improvement
7. Factual Approach to Decision Making
8. Mutually Beneficial Supplier Relationship



stands for

International
Organization for
Standardization

**is an international
standard-setting
body composed of
representatives
from various
national standards
organizations**



● Kosher Certificate by Thai Kashrut Services Ltd.

The refined Glycerin of the Company is certified that the products produced and packed by following manufacture, are Kosher Parve. Kosher is a process of food production that adheres to dietary guidelines set forth in the Bible and clarified over the centuries by rabbinic authorities in Jewish law



Benefits to Corporate

- The work-process is more system
- The quality of goods is improved

External Benefits

- Customer confidence in products and services.
- Step into foreign markets more easily.
- Increased satisfaction to customers.
- Building relationships with customers.
- Increase competitiveness



● Environment Corporate Governance Project

The Environment Corporate Governance Project is the strategy to encourage all sectors to emphasize the environment resulting the understanding between the industry and community. Provincial Industry Office is in co-ordinate for transparency and fairness. This also gives opportunity for public involvement to report the issue in order to prevent the violent from industry. And the co-ordination is from industry – community – government.

The Company places its emphasis on safety of employees during work operation and complies with the laws related to safety strictly. The Company provides training courses related to safety on regular basis and report work result directly to the Executive Committee. The Company launched different training courses and provided safety equipment, tools for employees working in Prachinburi factory as follows: violent to environment



1. Community can access to relevant information

- The accuracy of the industrial enterprises
- Provide community access to information

2. Community can participate to solve the environment problems

- To report when the industry may violent to environment
- To allow community to participate and give suggestion to solve environment problem

3. Transparency

- The relevant information is available to check
- The relevant information is closure

4. Social responsibility

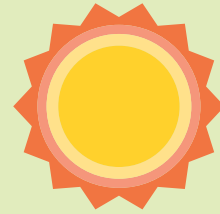
- Responsible when there is the impact to social
- Providing the channel for complaint and response

5. Rules and regulations

- The pollution management is as per rules and regulation
- The safety is arranged according rules and regulation

6. The fairness

- To allocate appropriate resources
- To return the benefit to social



7. Sustainability

- Industry enterprise operates business with no impact to community and social
- Reduce the complaints
- Industry enterprise and community support each other

Benefits to Corporate

- Reduce risk from the pollution
- Employees work in good environment without pollution
- Enhance the employee to protect the environment leading to the corporate culture for environmental sustainability
- Obtain the advice and suggestion from external organization

External Benefits

- Communities live together in support.
- Support the Government policy



● Safety standard of Employees

1. The Company places its emphasis on safety of employees during work operation and complies with the laws related to safety strictly. The Company provides training courses related to safety on regular basis and report work result directly to the Executive Committee. The Company launched different training courses and provided safety equipment, tools for employees working in Prachinburi factory as follows:
 - “Techniques of Gas Measuring in Confined Space”
 - “Safety of Confined Space Entry”
 - Examine and test the Fire Pump system year 2014
 - Provided another 12 types of mobility warning signs to place on the confined spaces area, working site on the road and provided and installed emergency equipment to prevent and take immediately response to the emergency case.
 - Provided Self-Contained Breathing Apparatus : SCBA
 - Submitted application to the Defense Industry Department for Yor. Por.5 (Permission to possess military materials)
 - Cardiopulmonary resuscitation: (CPR) training course.
 - First aid for various events
2. In addition to the requirement for the management to submit a report to the Executive Board. The Audit Committee of the Company and internal audit department also scheduled to inspect factories and projects of the Group including the annual audit plan.

Purpose of inspection the factory and the company's projects is to ensure that the operations of the Company are in accordance with standards, the regulations and compliance with the Company's vision and mission, as well as internationally standards. The Company aimed at zero accidents until disruption. And during last year there is no such event occurred, however, there are only 3 minor accidents that the Company has investigated and prevent and educate employees to prevent this happening again.

Benefits to the organization

- Reduce accidents in industrial establishments.
- Increase safety in the workplace.
- Staff are trained by regular and continuous training.
- Increase confidence and the competition for recruitment the quality employee.

Benefit outside the organization.

- Increased confidence in government agencies regarding labor force visibility. And safety in industrial facilities
- Promote relationships and cooperation between the Company with government agencies



4. Power Plant of Renewable Energy; CSR at Full Form

Since 2012, the Company has stepped into being a developer of renewable energy projects, starting from 4 solar power plants with total capacity of 278 megawatts and continue to develop the 8 wind power plants with total capacity of 386 megawatts. All power plant projects are operated by subsidiaries. The Company and subsidiaries realized the importance of environmental and community. And the following activities are conducted

1. The Company launched activities to distribute knowledge of using alternative energy for generating electricity to students, community and government organization to visit and learn of the production process of solar power plants at Nakornsawan and Lampang provinces as well as. Various of exhibitions are arranged and allow visitor to study the process of generating electricity from solar energy. In addition, the Company also disseminate the organic agriculture knowledge for school nearby. The initiative is arranged at solar power plant in Nakornsawan and school nearby. The production of organic vegetable is for lunch of student and some are sold to community for which the return is back to the projects.

2. Within the huge area, the Company is able to allocate partial plot of land and turn into big reservoir in order to use it within the project during the shortage of water. The Company also share water to surrounding communities

3. According to the policy of utilizing material to create maximum benefit to projects of the Company Group and surrounding communities, the Company has developed spare plot of land within the project area by taking the idea of His Majesty the King on mixed farming system to create model farm and open into a learning center for students, local communities and general public who are interested; whom all are welcome to visit, try and apply the ideas into practice. The products from mixed farming are also given out to the public for free.

● Create the occupation to community

The Company well aware that solar and wind power plants needs large area, while there are a number of existing local people settling down nearby the area of solar power plant. For this reason, planning for construction and development is conducted by concentrating on benefit to the local labor, create employment directly and indirectly (through contractors) by employing local people and after commenced the operations, the solar power plant of the Company also continue occupy local people. The Company also support community to design packaging and processed agricultural products in order to increase value of product



To create the opportunity to community by complying the ideal of Social Enterprise.

The Company aim to develop community surrounding the plant in order to increase their income and to improve the community for sustainable self-reliance basing on the development which is benefit for all stakeholders and be friendly to environment and core value of operating business of the Company. During 2016, the social enterprise projects are as follows:

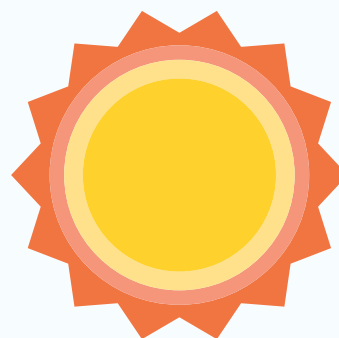
1. Sustainable Organic Agriculture: The Organic Farming approach : It is an agricultural system that is cultivating crops or raising animals. The species are in the same area under mutual benefit to each other in the most efficient way. Based on the principle of combining plants, animals and the environment. Reduce the use of chemicals and restore the soil to a complete and sustainable ecosystem. This will help to increase productivity and reduce crop costs. By carrying out an experimental project to grow rice, sugarcane, corn, vegetables, fruit, fruit and herbs, rare, non-toxic and chemical. Within the experimental areas in the three solar power plants are Nakhonsawan, Lampang and Phitsanulok.

2. Reducing soil cost by adding value-added materials. Focus on cost reduction and add value from near ones, such as the Organic Grass and Microbial Composting Project at Lampang. Organic Compost from Water Hyacinth And goats were used in agricultural plots in Nakhonsawan Province and distributed training to the communities around the power plants.

3. extending life and increasing product value It is part of the revenue and profit maximization plan. To community enterprises From trial processing and packaging design study to value adding. Starting from the company's products produced from organic farming products such as passion fruit jam from the project area in Lampang province. And lemon grass tea and herbs From the project area in Phitsanulok Province. By supplementing the employment guidelines for older people to increase income in non-labor intensive work, such as packing. To create a sense of value to local old people. Along with preparing for the adaptation to the age of society in Thailand.

Do you
know?

We have
4 solar
power
plants.




Phitsanulok 90 MW


Lampang 90 MW


Lopburi 8 MW


Nakhonsawan 90 MW

Total 278 MW

4. Linkages and integrated enterprise management. The project focused on business planning for community enterprises by applying demand-supply and supply-side economics to link the market to crop planning for farmers. Hedging on the price of one of the production too much. Marketing and sales arrangements that directly link farmers to consumers. Produce products to meet GMP safety standards and promote production ethics to sell safe products to consumers. It also helps to plan and test the handling of corporate shipments to the market. Starting from the transport of organic vegetables without chemicals from Nakhonsawan and Phitsanulok.

Based on the success of the development of the power plant projects along with community development, the environment and the opportunity for the community to participate, make the Company's power plant business grow along with the prosperity and development of the community. This practice will be applied to all power plants of the company for sustainable growth.

5. The process of Anti-corruption

In order to support operation related to anti-corruption, the Company has formulated policy on filing complaints, as well as other regulations as a guideline for considerations and practice as following:

1. The Board of Directors have approved policy on receiving complaints from internal and external the organization. Details are as following:

Policy on receiving complaint

To encourage and support all stakeholders both inside and outside the organization to take part in corporate governance, the Company has set whistle-blowing policy for receiving claim of any in-compliance, illegal actions. All information or claim can be reported directly to the Chairman of the Audit Committee.

Conditions and consideration on complaints

- 1) The complaint must be true and contain enough information to conduct an investigation.
 - 2) To protect whistle-blower, he/she may choose not reveal their name.
 - 3) The information received by the Chairman of the Audit Committee is kept as confidential and disclosed as deemed necessary, as the safety of whistle-blower is the main concern
 - 4) Upon fact-finding and investigation process, the complaint will be reported to the Board of Directors for appropriate execution.
 - 5) The person filing complaint will be equally protected whether he is an employee or the third party
2. The Company has arranged to receive complaints, from which the complainant can send a letter to the Chairman of the Board. Complaints can also be submitted directly

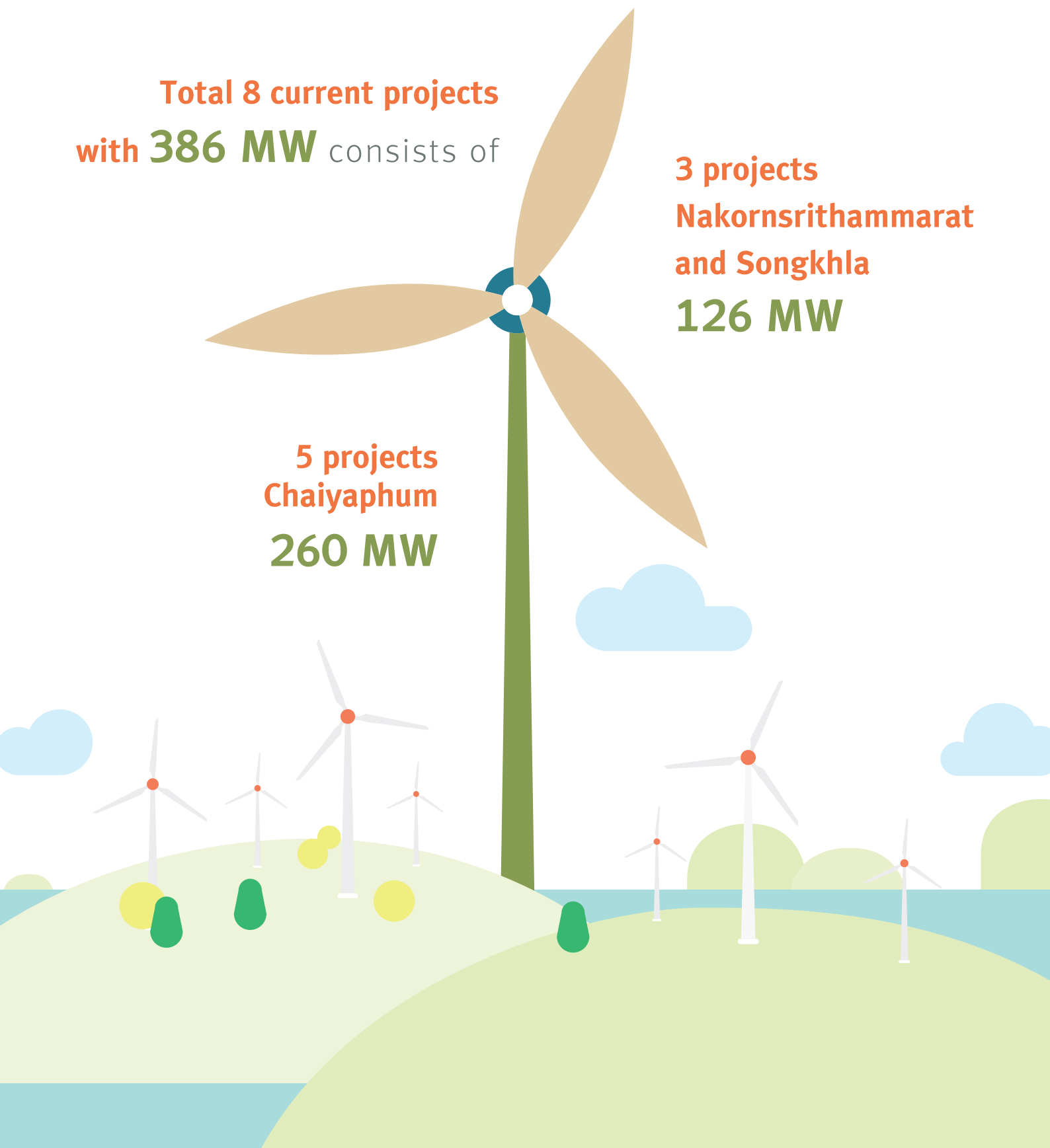
Do you
know?

Our wind power plants

Total 8 current projects
with **386 MW** consists of

3 projects
Nakornsrihammarat
and Songkhla
126 MW

5 projects
Chaiyaphum
260 MW





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