



In Thais' hearts
the King remains
in eternity



Attaching gold leaves to
the back of the Buddha statue





The pure goodness was evident throughout the 70-year reign of peaceful happiness under the royal graciousness of His Majesty King Bhumibol Adulyadej, King Rama IX of Thailand. The impressive pictures of all Thai people were the pictures of the king who worked perseveringly with devotion and dedication solely for the well-being of his people. He was the great king and was like the father who loved all of his children equitably. He also taught us how to truly do good deeds.

Even though today there is not such picture for us to see anymore, the goodness he gave us still remains and will never fade away.

We, as his people, will honor and follow his royal wish forever for the well-being and happiness of Thai people as well as the maintenance of the nation, the religion, and the King to be sustainably with Thailand forever.

In Thais' hearts the King remains in eternity.

We are the Board of Directors, the executives and the employees of
The Platinum Group Public Company Limited





*Now has the King in grace to the throne
ascended after his great father's bloom
with such prestige and virtues to whom
we are all willing to give deepest loyalty.*

*His radiance roams throughout the sphere
in so surpassing a manner,
even radiating the glory in every direction
which is utterly beloved and revered.*

*His mercy shall illuminate and
flourish this golden and fertile land
every now and then and forever
that the celestial does possess ever.*

*Thus we Thais together dedicate our
hearts and bodies to this great Successor
with grateful blessings and in rejoice
as to maintain His eternal fame.*





Long Live the King

We are the Board of Directors, the executives and the employees
of The Platinum Group Public Company Limited



O, Nation is now inundated in tears
from indescribable woe that all of Thais
suffer from passing of the Great King who
returned in eternity to the celestial sphere.

In His glorious reign of three scores and ten
He paid heed to every effort to meet
His citizens' needs in all sorts of deeds
for the prosperity of His beloved land.

His best perseverance in bettering
the being of Thais is most admired,
thus impressed in our grateful minds
to fairly follow His graceful means.

Strong dignity, honesty, patience,
patriotism, determination, and valiance
are the King's virtues that still illuminate
this fair terrestrial from His bright heaven.





The King will remain in the heart of Thai people forever. We pay homage at his feet to remember his boundless and gracious kindness all the time.

We are the Board of Directors, the executives and the employees
of The Platinum Group Public Company Limited



◆— Attaching gold leaves to —◆ the back of the Buddha statue

“...Attaching gold leaves to the back of the Buddha statue has to be done when it is needed. Actually, most people do not like attaching gold leaves to the back of the Buddha statue because they think no one can see them. However, if everyone attaches the gold leaves only to the front of the Buddha statue and no one attaches them to the back, the Buddha statue cannot be the perfectly beautiful one...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Chulalongkorn University
25th July 1963







◆— Achieving with wisdom —◆

“... No matter what duties you have, whether they are many or few,
you have to be determined to accomplish them without delay and with full capacity.
For the benefits of the nation mainly, you should do everything with great determination
and bright wits without prejudice.

When having to judge any problem, you must do it rationally
and prudently in order to accomplish all obligations successfully following the purpose.
This is for the success and prosperity of the nation truly and sustainably...”

Royal speech of His Majesty King Bhumibol Adulyadej
in the attendance of meeting in the Royal Celebration
on His Majesty the King’s Birthday Anniversary 1983
Monday 5th December 1983







◆— Power of perseverance —◆

“... In doing any work, whether it is big or small, easy or difficult,
if your perseverance declines, it is hard to complete it successfully in time.

In practicing the perseverance, at first you may feel tired and find it hard.
But when you regularly practice and make a habit of perseverance, it will turn to be the major power to remind
and stimulate you to work seriously with cheerful mind.

And whenever this power of perseverance occurs, all tasks will be accomplished quickly and easily...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Srinakharinwirot University
Thursday 21st June 1979







Even though our beloved King went to heaven,
his royal grace will remain in the heart of Thai people forever.

We are the Board of Directors, the executives and the employees of
The Platinum Group Public Company Limited

We mourn the passing of the King 25th October 2016



The passing of His Majesty King Bhumibol Adulyadej on 13th October, 2016, is the loss of all Thai people's heart and soul. It is also the loss of one of the great kings of the world. He was the King who had never been arrogant in meeting the people, and the King who grew peace and happiness in Thailand and assimilated Thai people into unity and always created the well-being for his people. Throughout his reign, the King sacrificed his devoted tiredness and his labor to develop the well-being of Thai people.

We will follow his graceful behavior and take it as the guideline for our conduct of life further.



◆— Less greed brings happiness —◆

“... If we are satisfied with our needs, we will have less greed.
When we have less greed, we will exploit other people less.

If every country can think of this - this is not related to
the economy - the thought of doing anything sufficiently that means it is
moderate , not extreme and not very greedy, people will be happy...”

Royal speech of His Majesty King Bhumibol Adulyadej
given to the groups of people having an audience to congratulate His Majesty
Dusidalai Hall, Chitrada Park, Dusit Palace
Friday 4th December 1998





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Forward
to Growth
in the
Future

Vision

“

To be the leader in commercial property development sector with mixed use development to cover residential, office and hotel together with full support for entrepreneur, social and environment by making the optimum return to shareholders, encouraging work life balance to employees, and looking for corporate partners to achieve the sustainable growth.

”

Mission

- To support “Pratunum Trading District” development as a central strategic location for the country
- To continue strengthen wholesale shopping center management in all market segments
- To promote the holistic view of mixed use property development to meet business requirement for local and South East Asia
- To encourage the entrepreneurship, strategic partner engagement, and responsible for social, community, environment, employees and shareholders for sustainable growth



Objectives

- To develop the Platinum Fashion Mall as “The Best Wholesale and Retail Hub of ASEAN” within 10 years
- To grow both wholesale and retail business at least 3 centers within 5 years
- To expand the hotel business at least 3 hotels within 5 years
- To expand the office business at least 1 building within 5 years

Consolidated Financial Highlight

(Unit : MB)

2012 2013 2014 2015 2016

Consolidated Financial Highlight

Statement of comprehensive income

Revenue from Operation	968	1,115	1,391	1,623	1,718
Total Revenues	1,015	1,169	1,445	1,768	1,863
Cost of Operation	514	533	555	631	650
Total Gross Profit	454	582	836	992	1,068
Profit for the Period (Equity holder of the Company)	166	250	438	630	704

Consolidated Financial Status

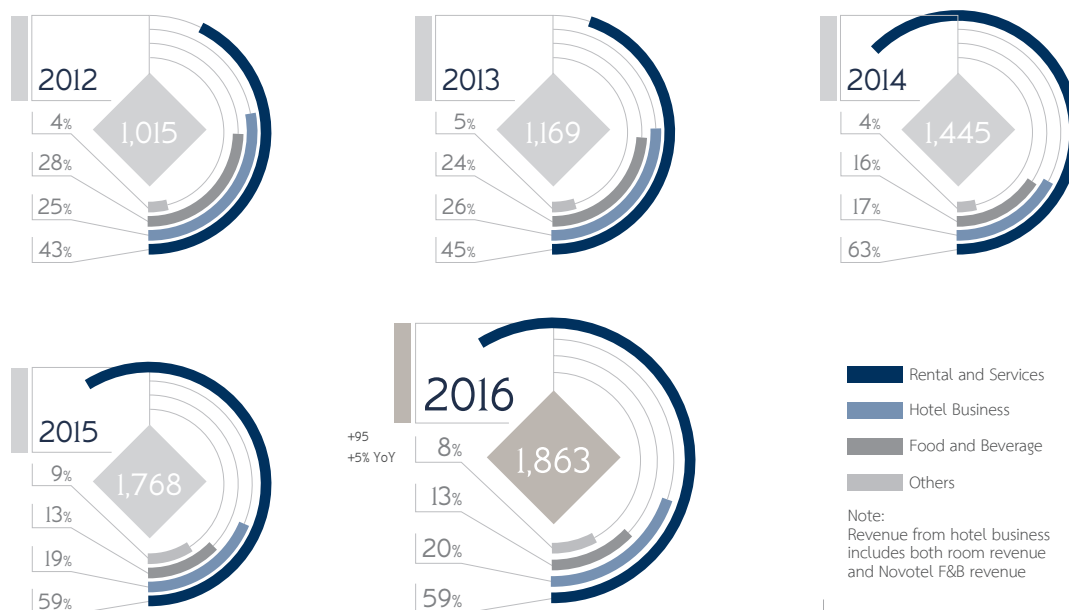
Total Assets	4,058	4,374	4,107	9,547	9,822
Total Liabilities	2,929	2,155	1,471	1,344	1,356
Total Shareholders' Equity	1,129	2,219	2,636	8,203	8,466
Issued and Paid-up Share Capital	572	1,947	2,100	2,800	2,800

Consolidated Financial Ratio

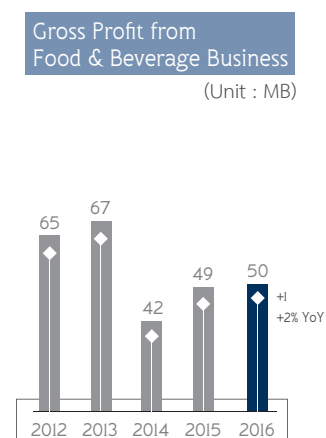
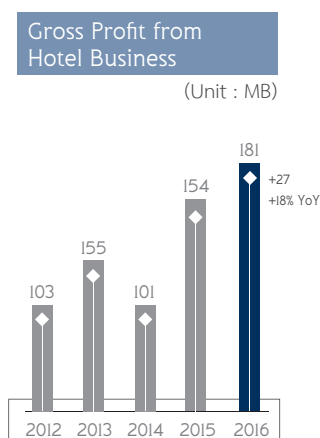
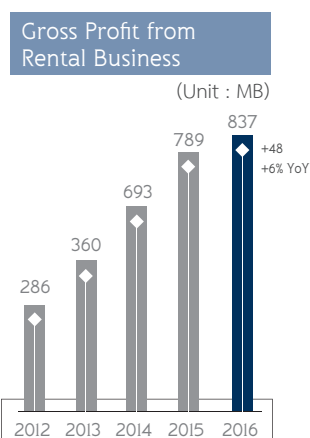
Gross Profit Margin	46.9%	52.2%	60.1%	61.1%	62.2%
Net Profit Margin	16.4%	21.4%	30.4%	35.6%	37.8%
ROA	4.0%	5.9%	10.3%	9.2%	7.2%
ROE	18.6%	14.7%	18.0%	11.6%	8.4%
Debt to Equity (time)	2.60	0.97	0.56	0.16	0.16

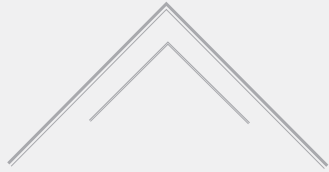
(Unit : MB)

Revenue Breakdown



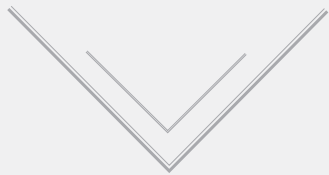
Gross Profit





Further the royal intention

by applying the royal guidance and
royal speeches as the guidelines
for management.





Message from the Chairman

Dear Shareholders

The 2016 marks a big loss for Thai people upon the death of His Majesty King Bhumibol Adulyadej on 13 October 2016. On behalf of The Platinum Group Public Company Limited and all employees, I would like to mourn for revered royal as well as to induce his royal addresses and royal speeches as a guidance for our corporate management. Despite the great loss and despair, on 1 December 2016, the Thais were rejoicing over the blissful event when His Royal Highness Crown Prince Maha Vajiralongkorn has ascended the throne as King Rama X of the Chakri Dynasty, according to the bestowment of His Majesty King Bhumibol Adulyadej.

Thai economy in 2016 was gradually recovered at 3.3%, attributed to high level of state spendings and investments, and the impact of government's stimulus measures. As for tourism sector, the number of all types incoming tourists increased and reached approximately 32.6 million peoples, surging by 8.9% comparing to previous year.

The Company's operation saw continual growth during the year. Total income was Baht 1,863 million, representing an increase of Baht 95 million or 5%, while the net profit generated Baht 704 million, representing an increase of Baht 74 million or 12% comparing to the previous year respectively. All these are contributed to the improved

performance in rental, hotel business and effective cost control and management.

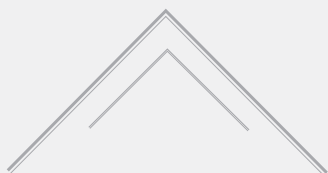
The Company keeps moving forward to allow the business growth with adherence to sustainable development, focusing on conducting business with morality, ethic and responsibility in relation to all shareholders, society and environment. The Company's long term goal is to achieve the comprehensive development of real estate projects.

For the plans during the next 5 years contains 4 projects undergoing the development and the plan which are The Market Bangkok, hotels in Samui Island, office for rent and hotel on The Market Bangkok. The above mentioned projects are a pivotal drivers attributing to leaping growth of our business in the years to come.

On this occasion, on behalf of The Platinum Group Public Company Limited, I would like to thank to our shareholders, customers, financial institutions, business partners and all business alliances for your constant support. Thanks to the Board of Directors, Executives and all employees for your determination and devotion to work. Thank you for fulfilling the duties at your great effort in order to achieve the Company's goal and to maintain the stability and sustainable growth toward to future.

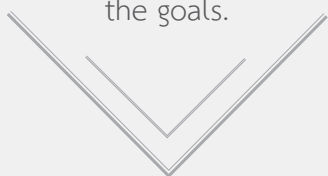
Mr. Palakorn Suwanrath

Chairman of the Board of Directors



Pay graceful remembrance

to the royal kindness by dedicating
the labors and resources to operate
the business to achieve
the goals.





Message from the Chairman of the Executive Committee

Dear Shareholders

I, as a Chairman of the Executive Committee of The Platinum Group Public Company Limited, and on behalf of all employees, hereby I mourn the loss of revered monarch His Majesty King Bhumibol Adulyadej. The Company held a special ceremony in remembrance of His Majesty at the frontal area of the Platinum Fashion Mall, Zone 3 in November 2016, whereby employees and customers legibly signed a book of condolence dedicated to His Majesty.

The Platinum Fashion Mall, considered as the main business of the Company, has reached its milestone of over 11 years of operation in 2016. The occupancy rate of 98%, which the Company was able adjust the rent rate properly, resulting from taking into account the importance of marketing activities and all relevant target groups. For instance, a provision of training courses to tenants within the Mall, business matching-up activity with oversea wholesalers, various sales promotions etc.

Novotel Bangkok Platinum Pratunam had occupancy rate at 87% and the room rate was increased by 5% comparing previous year. All these contributed and supported the income growth. In addition, the Food Center showed high growth rate despite the termination of food franchise in the end of year 2015.

The Market Project completed its sub-structure at the year end whereby the super-structure will be started in the early of 2017 and is expected to be launched in the end of 2018. In addition, The Company has completed the design of hotel in Samui Island, Surat Thani province and applied for environmental impact assessment for approval. It is estimated that the project will be completed and ready for official launch in 2019. As for Bangkok Skyline, the entire project is expected to be completed and opened at the end of Q1 of 2017.

The Company is now devoting its energy and resources to drive the business toward the target goals, and expand the business with aim to develop and generate steady income coupled with development of current and future projects. All these are contributed to the Company's strength, sustainable growth and responsibility to all stakeholders.

Last but not least, I would like to express my grateful thank to all shareholders, customers, financial institutions, business partners and alliances for your ongoing support. My sincere appreciation is hereby sent to the Board of Directors, executives and all employees for your commitment and absolute devotion to your duties at full capacity, to achieve the Company's goals.

Mr. Surachai Chotjurangkool
Chairman of the Executive Committee



Report of the Audit Committee

Dear Shareholders,

The Audit Committee of The Platinum Group Public Company Limited comprises of three independent directors who are expert and eminent persons in law, financial and managerial fields, and are fully qualified in accordance with the Company's Audit Committee Charter as well as the requirements of the Securities and Exchange Commission Office (SEC) and the Stock Exchange of Thailand (SET). Below is the list of the member of the Audit Committee.

1. Prof. Chaiyos Hemarajata
Chairman of the Audit Committee
2. Pol.Gen. Boonpen Bumpenboon
Member of the Audit Committee
3. Mr. Somchai Boonnamsiri
Member of the Audit Committee

The Audit Committee performed its duties independently as assigned by the Board of Directors in overseeing and controlling the Company's operation to ensure no conflict of interest, sufficient internal control system and that all management performing their duties with responsibilities and honesty for the best benefit of all shareholders and all stakeholders. Following are the summary of the Audit Committee report for the year of 2016.

I. Review of Financial Reports.

The Audit Committee reviewed the material information of the Company's audited quarterly and annual financial statements of the year 2016, as well as the list of connected transactions and transactions which may lead to conflicts of interest. It has been reviewed and confirmed by an auditor, and proposed to the Board of Directors for approval. In addition, the Audit Committee has formally met with the Company's auditor for one time to independently discuss about the material

information in financial statement, scope, guideline and annual audit plan. The Audit Committee opines that the preparation progress of accounting and financial statements of the Company are effective and sufficient. The Audit Committee is confident that the Company financial statement has reflected its financial status and its operating result accurately and properly according to the legally required accounting standard, and has disclosed sufficient information to benefit the investors or any other users.

2. Review the effectiveness of the internal control system.

The Audit Committee has reviewed the effectiveness and adequacy of the Company's internal control system by considering the Internal Annual Control Report 2016 which the internal audit reported every quarter, and the results of internal control system assessment performed under the frameworks of the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and SEC guidance. Based on the review above, there were no significant weaknesses or material deficiency, which is in line with the independent Auditor's opinion. Therefore, the Company's internal control system is considered adequate, including sufficient anti-corruption measures, whistleblowing system and independent decision making process to protect the whistleblower to ensure no retaliation as well as to treat the accused with fairness.

3. Review of Good Corporate Governance.

The Audit Committee reviewed the operation performance to comply to the law relating to securities and Stock Exchange and other laws related to the Company's operations to ensure its compliance to normal business operation with a reasonable ground.

The Audit Committee also conducted self-assessment to review their own performance. The Board of Directors assessed the Audit Committee's performance and the results were recorded on the good level.

4. Review of Risk Management.

The Audit Committee has reviewed the Risk Management Policy, plan and guidelines in risk management of both internal and external factors and has provided recommendations to enhance the efficiency of all risk management practices in the Company.

5. Monitoring Internal Audit Work.

The Audit Committee has overseen the internal audit to ensure that the internal auditing is effective and efficient. The Committee has reviewed the audit reports, provided recommendations and monitored the remedial actions of the material audit issues. The Committee has also reviewed and approved the Internal Audit Plan for the year 2017 which is focused on the Company's material risks.

The Audit Committee opined that the Company had proper, effective and independent internal audit system and the performance of the internal audit team was satisfactory by achieving all the set targets.

6. Consideration of Selection, Nomination of the Company's Auditor and Auditor's Remuneration.

By evaluating its performance in 2016, its expertise and experience in auditing and the independency of its auditors, the Audit Committee has agreed to propose to the Board of Directors, then to approve in Annual General Meeting of Shareholders to appoint EY office to be the Company's auditor for the year 2017.

The Audit Committee has performed its duties and responsibilities, as governed by the Audit Committee Charter which was approved by the Board of Directors, using their expertise, knowledge and skills cautiously and independently.

In summary, the Audit Committee viewed that the Company's financial report was accurate and reliable, prepared in accordance with the generally accepted accounting standards. Furthermore, the Board of Directors, Executives and Executive Committee are ethical and highly committed to perform their duties to achieve the Company's goals and objectives, while recognizing the importance of good corporate governance with proper and sufficient risk management and internal controls.



Prof. Chaivos Hemarajata
Chairman of the Audit Committee

Report of the Nomination and Remuneration Committee

Dear Shareholders,

The Nomination and Remuneration Committee has been appointed by the Board of Directors, consisted of three directors; Mr. Somchai Boonnamsiri as Chairman of the Nomination and Remuneration Committee, Mr. Chatchawal Pongsuthimanus and Mrs. Punjaporn Chotjurangkool as Member of the Nomination and Remuneration Committee. In 2016, the Nomination and Remuneration Committee held two meetings in total and in 2017 held the meeting No.1/2017 on February 14, 2017. Followings are summaries of the meetings' resolutions.

1. Approval salary structure and benefit package of employees in order to encourage employees to grow in line with the Company's growth, increased motivation for them to perform their duties and retain them with the Company. In addition, it will also leverage the Company's competitive advantage in labor market, increasing opportunities to attract quality manpower.
2. Review and propose the charter of the Nomination and Remuneration Committee to the Board of Directors for approval.
3. Consider and propose the appointment of replacement directors for the retiring directors to the Board of Directors

to get approval from the Annual General Meeting of Shareholders in 2017. The Company opened stage for shareholders to propose the nomination until December 31, 2016, which there were no any shareholders to propose the qualified persons for the consideration. Therefore, the committees considered and nominated the dethroned directors to be re-selected to the Board of Directors for another term due to the 3-director well understanding business, well-performance and meeting qualification to be appointed as the Director

4. Consider and propose the remuneration package for the Company's directors in 2017 to propose to the Board of Directors and the Annual General Meeting of Shareholders in 2017 for approval. The proposed remuneration package and meeting fees of the Board of Directors, Audit Committee, and Nomination and Remuneration Committee are the same package and fees, which approved by the Annual General Meeting of Shareholders in 2016. The Nomination and Remuneration Committee considered that they are still proper compensations for the scope of duties and responsibilities of each committee and comparable to other listed companies in the same industry and to other companies with the same business size.



Mr. Somchai Boonnamsiri

Chairman of the Nomination and Remuneration Committee



◆.— Efficiency of human —.◆
is on the responsibility

“... In working effectively and smoothly,
it is very necessary to do it with high responsibility,
not to distort the facts and the true purpose of the task.
The most important thing is to understand the meaning
of the word “Responsibility” correctly...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Kasetsart University
Kasetsart University Hall
Friday 16th July 1976



Board of Directors



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1. Mr. Palakorn Suwanrath

Chairman of the Board of Directors
and Independent Director

2. Mr. Surachai Chotjurangkool

Vice Chairman,
Chairman of the Executive Committee
and Authorized Director

3. Prof. Chaivos Hemarajata

Independent Director and
Chairman of the Audit Committee

7. Mrs. Punjaporn Chotjurangkool

Director, Executive Director,
Member of the Nomination and
Remuneration Committee and
Authorized Director

8. Mr. Piroon Limpiviatkul

Director,
Executive Director and
Authorized Director

9. Dr. Chadarat Anantakoon

Director



4



5



6



10



11

4. Mr. Somchai Boonnamsiri
Independent Director,
Chairman of the Nomination
and Remuneration Committee and
Member of the Audit Committee

5. Pol.Gen. Boonpen Bumpenboon
Independent Director and
Member of the Audit Committee

6. Mr. Chatchawal Pongsuthimanus
Director, Executive Director,
Member of the Nomination and
Remuneration Committee and
Authorized Director

10. Mr. Chanchai Phansopha
Director,
Executive Director
and President

11. Mr. Somchai Warunpantulak
Member of Executive Committee and
Executive Vice President



Mr. Palakorn Suwanrath

Chairman of the Board of Directors and Independent Director

Age 68

Date of Appointment

- 23 June 2014

Date of Re-Appointment

- The resolution of the 2016 AGM on 26 April 2016

Education

- Master of Arts in International Affairs (M.A.I.A.) Southeast Asia Studies, Ohio University, USA
- Bachelor of Political Science, Chulalongkorn University
- Diploma, National Defence College, The National Defence Course Class 37

Training

- Certificate of Director Accreditation Program (DAP), Director Certification Program (DCP), The Role of Chairman from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount - share
- Held by Spouse / Minor Children amount - share

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (2 Companies)

- Since June 2014 Chairman of the Board of Directors and Independent Director, The Platinum Group Public Company Limited
- Since 2007 Chairman of the Board of Directors and Independent Director, Bangkok Aviation Fuel Services Public Company Limited

Position in Other Company / Organization / Institution (5 Companies)

- Since 2001 Privy Councilor
- Since 1990 Director, Laystours Company Limited
- Since 1980 Director, Lucky Clover Company Limited
- Since 1979 Director, Tongthip Company Limited
- Since 1979 Director, Supatasna Company Limited

Other Position in PLAT's Group (None)

5 - year Past Experiences and / or Remarkable Position

- 2013 - 2014 Chairman of the Board of Directors and Independent Director, The Platinum Group Company Limited

Illegal Record in Last 5 years (None)



Mr. Surachai Chotjurangkool

Vice Chairman, Chairman of the Executive Committee and Authorized Director

Age 66

Date of Appointment

- 23 June 2014

Re-Appointment of Directors

- The resolution of the 2015 AGM on 28 April 2015

Education

- Grade 9, Darunanukrao School

Training

- Certificate of Director Accreditation Program (DAP) from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount 774,622,500 shares (27.67%)
- Held by Spouse / Minor Children amount 491,426,800 shares (17.55%)
- Total amount 1,266,049,300 shares (45.22%)

Family Relationship among Directors and Executives

- Spouse of Mrs. Punjaporn Chotjurangkool

Board Member / Management in Listed Company (2 Companies)

- Since June 2014 Vice Chairman and Chairman of Executive Committee, The Platinum Group Public Company Limited (Main Occupation)
- Since January 1994 Director, Rockworth Public Company Limited

Position in Other Company / Organization / Institution (6 Companies)

- Since April 2008 Director, The Platinum Square Company Limited
- Since April 2008 Director, Platinum Hotel Company Limited
- Since February 2002 Director, S.C.P. Management Company Limited
- Since December 1991 Director, Seree Golf Club 1991 Company Limited
- Since August 1990 Director, Nakorn Chai-Sri River Side Company Limited
- Since April 1990 Director, Rum Tarn Land Company Limited

Other Position in PLAT's Group

- Being director of PLAT's subsidiaries with non-listed companies, totaling 3 companies

5 - year Past Experiences and / or Remarkable Position

- 2013 - 2014 Vice Chairman and Chairman of Executive Committee, The Platinum Group Company Limited
- 2010 - 2013 Director Kanasin Management Company Limited*
- 2010 - 2013 Director Barbara Management Company Limited*
- 2007 - 2013 Director The Platinum Fashion Mall Company Limited*
- 2006 - 2013 Director C.R.C. Development Company Limited*
- 2006 - 2013 Director P.P.J. Management Company Limited*
- 2005 - 2013 Director Platinum Asset Management Company Limited*
- 2004 - 2013 Director appattana Associates Company Limited*
- 2002 - 2013 Director S.P.T. Management Company Limited*

Illegal Record in Last 5 years (None)

* Subsequently amalgamation of 9 associated companies to group of The Platinum Group Company Limited in 2013.



Prof. Chairros Hemarajata

Independent Director and
Chairman of the Audit Committee

Age 70

Date of Appointment

- 23 June 2014

Education

- Master of Law, Chulalongkorn University and Columbia University, USA
- Bachelor of Law, Chulalongkorn University

Training

- Certificate of Director Accreditation Program (DAP) from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount - share
- Held by Spouse/Minor Children amount - share

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (2 Companies)

- Since June 2014 Independent Director and Chairman of the Audit Committee, The Platinum Group Public Company Limited
- Since December 2005 Independent Director, SENA Development Public Company Limited

Position in Other Company / Organization / Institution (None)

Other Position in PLAT's Group (None)

5 - year Past Experiences and / or Remarkable Position

- 2013 - 2014 Independent Director and Chairman of the Audit Committee, The Platinum Group Company Limited

Illegal Record in Last 5 years (None)



Mr. Somchai Boonnamsiri

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

Age 62

Date of Appointment

- 23 June 2014

Education

- Master of Economics, The Victoria University of Manchester, UK
- Bachelor of Economics, The University of Salford, UK
- Certificate of Ordinary National Diploma in Business Studies, The City of Bath Technical College, UK
- Top Management Program 8/2009, Capital Market Academy, The Stock Exchange of Thailand
- Class 9 National Defence Course for the Joint State-Private Sectors, The National Defence College

Training

- Certificate of Director Certificate Program (DCP) from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount - share
- Held by Spouse/Minor Children amount - share

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (3 Companies)

- Since December 2015 Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee, and Member of the Risk Management Committee, Krung Thai Bank Public Company Limited
- Since June 2014 Independent Director, Chairman of the Nomination and Remuneration Committee, and Member of the Audit Committee, The Platinum Group Public Company Limited
- Since May 2010 Independent Director, BEC World Public Company Limited

Position in Other Company / Organization / Institution (1 Company)

- Since September 2014 Director, Magnolias Finest Corporation Company Limited

Other Position in PLAT's Group (None)

5 - year Past Experiences and / or Remarkable Position

- 2015 Director, Siam City Leasing and Factoring Public Company Limited
- 2013 - 2015 Chairman, Thaifoods Group Public Company Limited
- 1995 - 2015 Director, Siam Allied Holding and Construction Company Limited
- 1995 - 2015 Chairman, Wall Street Tullet Prebon Company Limited
- 2013 - 2014 Independent Director, Member of the Audit Committee, The Platinum Group Company Limited
- 2007 - 2014 President, Krung Thai Asset Management Public Company Limited

Illegal Record in Last 5 years (None)



Pol.Gen. Boonpen Bumpenboon

Independent Director and Member of the Audit Committee

Age 71

Date of Appointment

- 23 June 2014

Education

- Master of Public Administration Program, The National Institute of Development Administration
- School of Law, Sukhothai Thammathirat Open University
- B.P.A. (Police) Royal Police Cadet Academy
- Diploma, National Defense College Class 37

Training

- Certificate of Director Accreditation Program (DAP) from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount - share
- Held by Spouse / Minor Children amount - share

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (4 Companies)

- Since June 2014 Independent Director, Member of the Audit Committee, The Platinum Group Public Company Limited
- Since February 2008 Director, Asia Green Energy Public Company Limited
- Since March 2004 Director, Khon Kaen Sugar Industry Public Company Limited
- Since June 1995 Director, The Construction Sahaphandh Public Company Limited

Position in Other Company / Organization / Institution (3 Companies)

- Since January 2014 Director, AGE Power Holding Company Limited
- Since March 2010 Director, AGE Terminal Company Limited
- Since June 2007 Director, Electric Vehicles (Thailand) Company Limited

Other Position in PLAT's Group (None)

5 - year Past Experiences and / or Remarkable Position

- 2013-2014 Independent Director and Member of the Audit Committee, The Platinum Group Company Limited

Illegal Record in Last 5 years (None)



Mr. Chatchawal Pongsuthimanus

Director, Executive Director, Member of the Nomination and Remuneration Committee and Authorized Director

Age 74

Date of Appointment

- 23 June 2014

Re - Appointment of Directors

- The resolution of the 2015 AGM on 28 April 2015

Education

- Bachelor of Political Science, Ramkhamhaeng University

Training

- Certificate of Director Accreditation Program (DAP) from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount 92,000,000 shares (3.29%)
- Held by Spouse / Minor Children amount - share (-)

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (2 Companies)

- Since June 2014 Director, Executive Director, and Member of the Nomination and Remuneration Committee, The Platinum Group Public Company Limited
- Since January 1994 Chairman, Rockworth Public Company Limited (Main Occupation)

Position in Other Company / Organization / Institution (3 Companies)

- Since April 2008 Director, The Platinum Square Company Limited
- Since April 2008 Director, Platinum Hotel Company Limited
- Since February 2002 Director, S.C.P. Management Company Limited

Other Position in PLAT's Group

- Being director of PLAT's subsidiaries and joint venture with non-listed companies, totaling 4 companies

5 - year Past Experiences and / or Remarkable Position

- 2013 - 2014 Director and Executive Director, The Platinum Group Company Limited
- 2010 - 2013 Director Kanasin Management Company Limited*
- 2010 - 2013 Director Barbara Management Company Limited*
- 2007 - 2013 Director The Platinum Fashion Mall Company Limited*
- 2006 - 2013 Director C.R.C. Development Company Limited*
- 2006 - 2013 Director P.P.J. Management Company Limited*
- 2006 - 2013 Director Platinum Asset Management Company Limited*
- 2005 - 2013 Director Platinum Food Center Company Limited*
- 2004 - 2013 Director Sappattana Associates Company Limited*
- 2002 - 2013 Director S.P.T. Management Company Limited*

Illegal Record in Last 5 years (None)

* Subsequently amalgamation of 9 associated companies to group of The Platinum Group Company Limited in 2013.



Mr. Piroon Limpitwattkul

Director, Executive Director and Authorized Director

Age 59

Date of Appointment

- 23 June 2014

Re - Appointment of Directors

- The resolution of the 2016 AGM on 28 April 2015

Education

- Bachelor of Mechanical Engineering,
Wentworth Institute of Technology, USA

Training

- Certificate of Director Accreditation Program (DAP)
from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount - share (-)
- Held by Spouse / Minor Children amount 108,459,300 share (3.87%)

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (1 Company)

- Since June 2014 Director and Executive Director,
The Platinum Group Public Company Limited

Position in Other Company / Organization / Institution (5 Companies)

- Since April 2008 Director, The Platinum Square Company Limited
- Since April 2008 Director, Platinum Hotel Company Limited
- Since September 2005 Director, Mah Boonkrong 2012 Company Limited
- Since February 2002 Director, S.C.P. Management Company Limited
- Since February 1991 Director, Bangkok International Stone Company Limited (Main Occupation)

Other Position in PLAT's Group

- Being director of PLAT's subsidiaries and joint venture with non-listed companies, totaling 4 companies

5 - year Past Experiences and / or Remarkable Position

- 2005 - 2015 Director Mah Boonkrong Dairy Goats Company Limited
- 2013 - 2014 Director and Executive Director, The Platinum Group Company Limited*
- 2010 - 2013 Director Kanasin Management Company Limited*
- 2010 - 2013 Director Barbara Management Company Limited*
- 2007 - 2013 Director The Platinum Fashion Mall Company Limited*
- 2006 - 2013 Director C.R.C. Development Company Limited*
- 2006 - 2013 Director P.P.J. Management Company Limited*
- 2006 - 2013 Director Platinum Asset Management Company Limited*
- 2005 - 2013 Director Platinum Food Center Company Limited*
- 2004 - 2013 Director Sappattana Associates Company Limited*

Illegal Record in Last 5 years (None)



Mrs. Punjaporn Chotjurangkool

Director, Executive Director, Member of the Nomination and Remuneration Committee and Authorized Director

Age 62

Date of Appointment

- 23 June 2014

Re - Appointment of Directors

- The resolution of the 2016 AGM on 26 April 2016

Education

- Vocational education, Han Chiang High School, Malaysia

Training

- Certificate of Director Accreditation Program (DAP)
from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount 491,426,800 shares (17.55%)
- Held by Spouse / Minor Children amount 774,622,500 shares (27.67%)
- Total amount 1,266,049,300 shares (45.22%)

Family Relationship among Directors and Executives

- Spouse of Mr. Surachai Chotjurangkool

Board Member / Management in Listed Company (1 Company)

- Since June 2014 Director, Executive Director, and Member of the Nomination and Remuneration Committee, The Platinum Group Public Company Limited (Main Occupation)

Position in Other Company / Organization / Institution (2 Companies)

- Since April 2008 Director, The Platinum Square Company Limited
- Since April 2008 Director, Platinum Hotel Company Limited

Other Position in PLAT's Group

- Being director of PLAT's subsidiaries with non-listed companies, totaling 3 companies

5 - year Past Experiences and / or Remarkable Position

- 2013 - 2014 Director and Executive Director, The Platinum Group Company Limited
- 2010 - 2013 Director Kanasin Management Company Limited*
- 2010 - 2013 Director Barbara Management Company Limited*
- 2007 - 2013 Director The Platinum Fashion Mall Company Limited*
- 2006 - 2013 Director C.R.C. Development Company Limited*
- 2006 - 2013 Director P.P.J. Management Company Limited*
- 2006 - 2013 Director Platinum Asset Management Company Limited*
- 2005 - 2013 Director Platinum Food Center Company Limited*
- 2004 - 2013 Director Sappattana Associates Company Limited*
- 2002 - 2013 Director S.P.T. Management Company Limited*

Illegal Record in Last 5 years (None)

* Subsequently amalgamation of 9 associated companies to group of The Platinum Group Company Limited in 2013.



Dr. Chadarat Anantakoon

Director

Age 58

Date of Appointment

- 23 June 2014

Re - Appointment of Directors

- The resolution of the 2016 AGM on 26 April 2016

Education

- Doctor of Organization Development and Transformation, Cebu Doctor College, Philippines
- Master of Public Administration, University of Southern California, USA

Training

- Certificate of Director Accreditation Program (DAP) from Thai Institute of Directors (IOD)

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount 11,608,600 shares (0.41%)
- Held by Spouse / Minor Children amount - share (-)

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (1 Company)

- Since June 2014 Director, The Platinum Group Public Company Limited

Position in Other Company / Organization / Institution (5 Companies)

- Since April 1998 Director, Technology Research and Development Company Limited
- Since January 1998 Vice President for Special Affairs, Mahanakorn University of Technology (Main Occupation)
- Since December 1996 Director, Thai Space Industries Company Limited
- Since August 1989 Director, Science and International Technology Company Limited
- Since April 1987 Director, Chadarat Company Limited

Other Position in PLAT's Group (None)

5 - year Past Experiences and / or Remarkable Position

- 2013 - 2014 Director, The Platinum Group Company Limited

Illegal Record in Last 5 years (None)



Mr. Chanchai Phansopha

Director, Executive Director and President

Age 47

Date of Appointment

- 31 August 2015

Education

- Master of Business Administration, University of Southern Colorado, USA.
- Bachelor of Business Administration, Marketing and Finance, Assumption University

Training

- Certificate of Director Accreditation Program (DAP), Director Certification Program (DCP) from Thai Institute of Directors (IOD)
- Certificate of Doing Business on the Internet, Year 1996, University of Los Angeles,
- Certificate of Branding & Value Proposition Marketing, Strategic Marketing, Customer Value Marketing Year 2003, Leadership Program, Year 2004, Kellogg, Northwestern University, Chicago

Shareholdings (Ordinary shares) (As of 30 November 2016)

- Held Personally amount 1,500,000 shares (0.054%)
- Held by Spouse / Minor Children amount - share (-)

Family Relationship among Directors and Executives (None)

Board Member / Management in Listed Company (1 Company)

- Since August 2015 Director, Executive Director, and President, The Platinum Group Public Company Limited (Main Occupation)

Position in Other Company / Organization / Institution (None)

Other Position in PLAT's Group

- Being director of PLAT's joint venture with 1 non-listed company

5 - year Past Experiences and / or Remarkable Position

- 2011 - 2015 Executive Vice President, Siam Future Development Public Company Limited
- 2014 - 2015 Chief Commercial Officer, SF Development Company Limited
- 2012 - 2013 Executive Vice President, SF Development Company Limited
- 2011 Executive Director/Executive Vice President / Chief Marketing Officer (CMO), GMM Grammy Public Company Limited
- 2011 Director / Authorized Director, STGMM Company Limited
- 2011 Director / Authorized Director, JSL Channel Company Limited

Illegal Record in Last 5 years (None)

Age 49

- 21 August 2015

- 21 August 2015

- Master of Business Administration, Chulalongkorn University
- Bachelor of Accounting program, Thammasat University

- Anti-Corruption: The Practical Guide: ACPG, Class 12/2014 (IOD)
- Financial Statements for Directors, Class 25/2014 (IOD)
- CFO (Certification Program) # 6 (Federation of Accounting Professions under the Royal Patronage of His Majesty the King)

- Corporate Secretary Development Program, Class 12/2005, Chulalongkorn University

- Held Personally amount - share
- Held by Spouse / Minor Children amount - share

- Since August 2015 Executive Director, Executive Vice President, and Corporate Secretary, The Platinum Group Public Company Limited (Main Occupation)

Other Position in PLAT's Group (None)

- In 2015 Director of Risk Management Committee,
Quality Houses Public Company Limited
- 2012 - 2015 Director,
Centre Point Hospitality Company Limited
- 2012 - 2015 Director of property fund,
Quality Houses Hotel and Residence Freehold
and Leasehold Property Fund
- 2010 - 2015 Member of Corporate Governance Committee
and Secretary of the Corporate Governance Committee,
Quality Houses Public Company Limited
- 2010 - 2015 Senior Vice President, Financial and Accounting
Department,
Quality Houses Public Company Limited

Illegal Record in Last 5 years (None)

Key Milestone in 2016



JUL

Bangkok Skyline Phase I

Bangkok Skyline phase 1 has temporary opened on July 11, 2016, which links The Platinum Fashion Mall to The Market Bangkok



DEC

The Market Bangkok

The Market Bangkok finished its operation of piling, footing and sub-structure. Next, The Company plans to construct the structure on the ground in January 2017 and expects to finish the project in the second half of the year 2018

Neon Downtown Night Market

Neon Downtown Night Market started its official operation on December 1, 2016

Awards 2016

9

Award of pride, step of success
to confirm the achievement
of the organization



1

Awards in 2016 Workplace
Excellence in Labour
Relation and Welfare
(won consecutive 4 years)



4

Top 10 Shopping Mall in 2016
People's Choice Awards Thailand
Voted by Chinese Tourists



7

Award 2016 Loved by
Guests 2016, Excellent Level



2

Awards in 2016 Zero Accident Campaign, Bronze Level The approximated hours of no accident is 1,272,537 hour/work



3

Award in 2016 Workplace Excellence in Safety, Health and Environment, Provincial Level



5

Certificate of BS8477:2016 and ISO 10002:2016 Customer Service and Complaints Management of British Standard Institution - BSI Group



6

A Trophy as Being the Benefactor Supporting the Operation of the National Council on Social Welfare



8

Award 2016 Workplace Excellence in Training Development Workshop for Improving the Efficiency of Energy in Air Conditioning Systems



9

Award 2016 MR. & MS. Tree Creative of recycle materials and display. The Best from 23 hotels in Bangkok.

Marketing and Competition

A. Competitive Strategies

When developing our property projects, the Company has always considered the sustainability and growth of surrounding communities and small entrepreneurs. Therefore, to achieve our objectives, the Company has formed project development strategies, of which details are provided below:

I. Project Development Strategy

- **Project and facilities design based on consumer behavior research**

One of the key success factors for a property project for rent to gain popularity among shoppers and visitors is the ability to respond to consumer's needs as well as to the changing behaviors of the target customers. As such, before determining the project's design and concept, the Company has conducted market studies and researches to understand consumer behaviors, their unfulfilled expectations and their spending patterns. Then the collected data and result of the research, combining of basic information collected from the focus group will be analyzed in order to draw a conclusion and determine the project's concept and its goal which will satisfy the needs of the target customers.

To determine the target group of the project or the shopping center has enabled the Company to decide the proper design of such project in order to respond to their needs by means of project concept, zoning, project image and other facilities to be provided for customers.

Result of the market research is to be also utilized when considering the proper merchandising mix that will attract customers and visitors to come back regularly, which will optimize the use of the limited leased spaces. And the shop owners or entrepreneurs in the mall will be able to run their businesses on a sustainable basis.

- **Ensuring high quality standard in every stage of property development**

The Company has a systematic project development plan, starting from the feasibility study to ensure adequate returns on investment, seeking for a block of land at the right location with convenient access and then making decision to buy or lease the land. In the stage of selecting designers and contractors, the Company will select only the qualified contractors who meet the standard criteria and who have the ability to manage and control the project according to the project timeline. During the development and construction stage, the Company will start contacting and selecting shops and entrepreneurs to lease the spaces by considering their qualifications which match the project concept, merchandising mix and number of shops based on the Company's research findings.

2. Rental Area and Property Management Strategy

- **Recognize and understand the needs of target tenants**

To manage the space and facility in the shopping center, the Company needs to do a survey in order to recognize and understand the characteristics of its target tenants, nature of their businesses and the basic needs and requirements of their businesses so that we can serve them properly. For the Platinum Fashion Mall, a majority of the tenants are clothing and fashion wholesalers with a large amount of stock for selling in each day; their storage might become a problem. Therefore, the Company has provided spaces to be leased as storage areas. In addition, being aware that a majority of the tenants are wholesalers with target customers as retailers rather than end-users, the Company has developed marketing plans which focus on attracting retailers rather than end-users.

- **Shop zoning based on visitors' and shoppers' preferences**

Shop zoning that matches the needs of visitors and shoppers will facilitate and enhance their favorable experience when visiting the center. At the Platinum Fashion Mall, most shoppers and visitors are retailers; so shop zoning is arranged by product types. Shops that sell similar products are located in the same zone, such as the zones of women's clothes, men's clothes, kids wear, leather items, bags, shoes, accessories, etc., in order to be more convenience and time saving for retailers. Meanwhile, restaurants, food and beverage outlets are scattered around the mall to serve customers and shop-owners.

- **Selection process for suitable tenants**

In line with the shop zoning policy, the Company as the project manager has a selection procedure of tenants. In case of the tenant does not renew the contract, the replacement has to sell product or service that matches the mall zoning and such product must be in the visitors' and shoppers' demand.

For the new project opening, the selected tenants' product must have significant features, being in the market demand and in line with the preferences of the project's target customers. The number of selected shops must not exceed the pre-determined number of each shop type.

- **Building reputation and experiences in leasing space management**

Reputation and experience of the shopping center owner is one of key influencers for both new and existing tenants' decision on leasing spaces in such center. It is proved that satisfaction level of the existing tenants with

the leasing space management directly correlates with their decision to renew their leasing contracts. Additionally, if the reputation of the property management is widely accepted, it can attract more clients. In order to build reputation in leasing space management, the property manager must be effective in managing orderly tenant zoning, proper merchandising mix, controlling and monitoring the tenants to follow the center's rules and regulations, while providing proper channels for the tenants to make complaint and recommendation in order to improve the mall's operation. Rent and service charges should vary depending on the location of the space.

- **Regular improvement and maintenance of the center**

Regular improvement and maintenance of the area and facilities in the mall play important roles in the successful property management. As the shopping mall is a highly-trafficked area, all infrastructure, related systems and equipment must be checked and maintained on a regular basis to ensure safety and readiness for use. The Company has a policy to fix and repair the infrastructures, systems and equipment as fast as possible in order to minimize impacts on the mall's operations.

- **Providing full facilities**

A successful shopping mall must provide full facilities in order to facilitate its tenants and shoppers within the mall. At the Platinum Fashion Mall, most of customers usually buy products in large numbers. Therefore, the Company has large-size elevators with sufficient loading capacity, ample parking spaces and cargo services for product delivery all over Thailand and abroad to serve provincial and foreign retailers. To serve these groups of retailer, complete financial services, including bank branches and exchange booths were provided in our mall.

3. Marketing and Sale Promotion Strategy

The Company’s marketing strategy comprises two parts: one involving tenants and the other involving shoppers and visitors. The marketing strategy for the tenants is aimed to strengthen the sustainable relationship with them. In order to maintain relationship with the tenants, consistent communication is a must. The tenants should have opportunities and channels to express their opinions about space management, which always has room for improvement. At least once a year, the Company has arranged the annual meeting with the tenants to exchange ideas about the mall operation. For a newly launched project, the Company also focuses on regular communications with the tenants. After they have signed the leasing contract of spaces in a project under construction, the Company will keep in touch with them via various channels such as newsletters in order to keep them the updated information about the progress of the project construction at least every two months.

Regarding the marketing strategy for shoppers and visitors, the Company has advertisement plans for the mall, which include clear advertisement message, selected media or communication channels, suitable for the project’s target group. The plans are aimed to maximize efficiencies of communication and increase the number of shoppers and visitors to the mall.

In addition, the Company has arranged seasonal activities within the mall in order to stimulate demands for products and encourage customers to come back.

Competitions

The competitions among medium and large developers and operators of property projects for wholesale and retail businesses in Pratunam, Ratchaprasong and surrounding areas can be found in 2 main areas.

I. Competition to acquire a piece of land in a good location with the adequate and proper size for project development.

This competition is extremely intense because there are only a few pieces of land which can accommodate large or medium commercial property project for wholesale and retail businesses in the Pratunam, Ratchaprasong and surrounding areas, comparing to the number of experienced developers who have high potential to acquire the land or win the bidding for long-term lease. Some of these developers have also come up with the proposal to buy or lease the land or even to continue the development of the landlord’s existing project. Apart from their experience and expertise in large-scale project development and operation, most of these developers are large companies with solid financial status and ability to access various funding resources as well as ability to persuade and acquire tenants and business operators in several industries to lease their property.

2. Competition for acquired tenants and entrepreneurs to lease spaces.

This area of competition is also highly intense. It involves the offering of rental terms and conditions, services, rent payments, service fee rates to be more attractive than the competitors in the nearby area. It also involves the marketing and promotional campaigns necessary for promoting the project image and building awareness among target customers, which will also result in attracting small and large entrepreneurs to lease spaces in the project. Moreover, most of project operators and developers have designed and planned their marketing and promotional campaigns on continual basis in order to raise awareness and recognition of their projects' name among Thai and foreign customers, attracting them to visit the project to shop and buy services, offered by tenants and vendors in the properties continually. This kind of practice turns to be another good support for the business of tenants and vendors who lease or use spaces in the project as well.

Despite the intense competition in the development and operation of commercial property projects for wholesale and retail among many players and competitors in Pratunam, Ratchaprasong and surrounding areas, the Platinum Fashion Mall is proved highly successful. It has been able to strongly compete against its opponents including shopping malls, department stores, modern trade malls, wholesale and retail center for commercial purposes, clothing and fashion wholesale and retail center, etc., and the distinctive points that contribute the success to the Platinum Fashion Mall are listed as below:

- **The project is located in one of Bangkok's key business areas, which has high potential for growth.**

The Platinum Fashion Mall is situated at the Pratunam Intersection area, where Ratchadamri Road and Petchaburi road meet. The location is a key shopping and tourism center in the heart of Bangkok. Each year, the overwhelming number of Thai and foreign shoppers visit and shop at the Mall, as well as nearby shopping malls and department stores. Just like other commercial property projects in these areas, the Platinum Fashion Mall will benefit from the public measures to promote Bangkok to become the ASEAN's major fashion and tourism center.

- **The Platinum Fashion Mall's architecture is modern and of fine design.**

The building and structure of the Platinum Fashion Mall have been renovated with the beautiful and modern architecture and interior design in order to attract vendors to continuously lease or use the spaces in the project. Novotel Bangkok Platinum Pratunam Hotel, which located on an extended area of the project, is also a key support that promotes more foreign customers and visitors to come and shop at the mall with the advantages of convenient connection and no wasted commuting time.

- **Convenient public transportation.**

The Platinum Fashion Mall can be conveniently reached, public transportation; including buses, boats and BTS Skytrain. Once the construction of Bangkok Skyline is complete, travelling to the mall and Novotel Bangkok Platinum Pratunam Hotel will become even easier and faster.

- **A team of knowledgeable and experience executives.**
The Company's executive team comprises knowledgeable, skilled individuals, who have more than 10 year experience in the commercial real estate industry and related businesses. Together, their development and operation of the project have proved successful, and they are still highly committed and determined to continue the successful management for the sustainable growth of the project.

3. Competition in clothing and fashion wholesale business in Pratunum, Ratchaprasong and nearby areas.

The Platinum Fashion Mall is a fashion wholesale facility situated in the Pratunum area. Although there are numerous clothing and fashion vendors all over Bangkok, most of them are concentrated only in the Pratunum, Sampeng and Jatujak areas, where the clothing wholesale centers located. Therefore, supplies of renting spaces for the clothing and fashion wholesale are also concentrated in these areas, where most of retailers are familiar with. In the future it is forecasted that the demands of clothing and fashion business are likely to remain high due to economic expansions, consumers' spending, increasing numbers of foreign tourists and the government's economic stimulus measures. Subsequently, these factors will bring about more supplies of new leased space in line with the increasing demands.

4. Business condition and competition among hotels in Pratunum, Ratchaprasong and nearby areas.

The Novotel Bangkok Platinum Pratunam Hotel is located in a part of The Platinum Fashion Mall project which is situated at the intersection where Ratchadamri Road and Petchaburi road meet. It is under the management by Accor Group, which is a globally renowned hotel operator. Competition is intensified among hotels in Pratunam, Ratchaprasong and the surrounding areas, where a number of 3 - 5 star hotels and other types of accommodation are located, and that could affect entrepreneurs' profitability. In order to maintain their profitability levels, operators must monitor and cut down unnecessary costs and spending while keeping the service quality unscathed.

In order that Novotel Bangkok Platinum Pratunam Hotel can compete equally against other hotels in the same vicinity, the Company and hotel operator Accor Group are not eager to compete in the price. Instead, they are determined to compete in regards to service quality. Besides, they plan to monitor the costs and operating expenses in order that the Company is able to generate healthy profits while growing sustainably. Another key feature that helps Novotel Bangkok Platinum Pratunam Hotel to compete against its rivals in the same area is its location within The Platinum Fashion Mall project. This attracts more foreign tourists to visit and stay at the hotel, as they can conveniently shop at the shopping mall. In addition, the Company can draw suitable joint marketing and promotional plans for the hotel and the mall.

Industrial and Competition Situation

The Thai economy was overall expected to have grown 3.2% compared with the 2.8% in 2015, driven by the household consumptions and public investment. Tourism continuously expanded, although the affect of unrest in the southern provinces and organize tours of zero dollars. Furthermore, the public sector stimulated in many projects, supporting the increase of household consumptions. While, export was stable and average headline inflation was at 0.2%.

Regarding hotel business around Bangkok areas in the third quarter of 2016, the average daily rate (ADR) was Baht 3,200 per night, increased by 0.3% compared with same period of last year. The revenue per available room (RevPar) was Baht 2,600 per night, increased by 6% compared with the same period of last year. In addition, room supplies around Bangkok areas approximately total up to 41,000 rooms and it is expected to have new supply of 9,300 rooms in year 2020.

The wholesale business improved in all sectors especially in intermediate goods, durable goods (such as electric and electronic products, etc), as well as non-durable goods (such as food, pharmaceutical and medical goods, incense, and cosmetic products).

For retail trade, the retail trade index grew in all sectors especially department stores and retail shops (such as food and beverage, tobacco, etc), as well as non-durable goods retailing (such as beverage, tobacco etc). Meanwhile, some durable goods, vehicle trading, vehicle maintenance service and fuel contracted.

In 2017, the Thai economy is expected to register a 3.0 - 4.0% growth. Key supporting factors include (1) a slow recovery of the export sector which will further support the recovery of manufacturing production and private investment; (2) recovery and acceleration of agricultural production which will support household consumption expenditures; (3) a continual high growth of public investment; (4) continual growth of tourism.

Source : Office of the National Economic and Social Development
Board CBRE research

The overview picture of wholesale and retail industries in 2016 and their future trends.

The shopping mall, department store and community mall segment

In 3Q16, the total retail Bangkok retail supply was 7,199,691 sq.m., increased by 3.9% compared with the same period of last year. The occupancy rate was at 93.1%. For the competition among shopping malls, the shopping mall with old-style management or with not efficient management would have lower occupancy rate, while the major developers in the market would be able to maintain the high occupancy rate due to their uniqueness and efficient management.

Furthermore, trend of online shopping in Thailand has been rapidly growing in the past few years, resulting in retailers and wholesalers expanding their sale channels both online and physical stores. It is expected that retailers and wholesalers would still be able to grow their businesses once they opened both online and physical stores simultaneously.

In 2016, there has been no new shopping malls or wholesale and retail centers opened in the Pratunam and Ratchaprasong areas, except the grade A shopping mall and office building which are under construction and plan to be opened in 2017. Therefore, The Platinum Fashion Mall is still the biggest fashion wholesale and retail shopping facility in the areas with the impressive number of over 11 million visitors and shoppers each year.

Source : CBRE Research

Nature of Business

Income Structure

Income Structure Classified by Business Type

Descriptions		2014		2015		2016	
		MB	%	MB	%	MB	%
1	Rental and Services Income ⁽¹⁾	917	63	1,042	59	1,107	59
2	Revenues from Hotel Operations ⁽²⁾	250	17	344	19	365	20
3	Revenues from food and beverages sales ⁽³⁾	224	16	237	13	246	13
4	Other income ⁽⁴⁾	54	4	145	9	145	8
Total Income		1,445	100	1,768	100	1,863	100

⁽¹⁾ Rental and services income comprised of rental income, revenues sharing, utility, shared facility fees, insurance premium, property tax and parking income.

⁽²⁾ Revenues from hotel operations comprised of room revenues, food and beverages sold in the hotels and other service charges relating to the hotel business.

⁽³⁾ Revenues from food and beverage sales are derived from operation of food centers and the Company's restaurants where is excluded income from sales of food and beverages under the hotel business. The income is categorized by the profit shares from each restaurant. All revenues from food and beverages from the food center are recorded in financial statement while the redemption amount paid to vendors are recorded as the cost of the food center business.

⁽⁴⁾ Other income includes interest income, advertisement space, gain (loss) from sales of securities, unrealized gain (loss) from sales of securities and profit (loss) from sales of assets.

Nature of Products and Services

Currently, the Company has shopping mall, market for rent and hotel total of four projects under its operation, dividing into two shopping malls and one hotel. Furthermore, on 1 December 2016 the Company had opened a new night market namely Neon Downtown Night Market where located on Phetchaburi Road, Soi 23, Phetchaburi Road District, Ratchathevi, Bangkok. In addition, the Company plans to expand a shopping mall, namely The Market Bangkok and two projects for 3-4 stars hotel within 2-3 years. Details are as follows.

1. Rental and Services Business

As of 31 December 2016, the Company operated 3 projects which were The Platinum Fashion Mall, The Wharf Samui and Neon Downtown Night Market. The revenues from shopping center comprised of rental and service income, utilities income, common area management charges, parking income and other related income. The Company has developed the shopping centers by starting with the feasibility study on the land

to be acquired, investment on the land, project design, study of project impact, selection of construction sub-contractor, control and management of the project construction until its completion, setting out of products and services and finding tenants or customers to rent all the space during the project development period prior to the official launch of the shopping centers.

The Platinum Fashion Mall is a modern large wholesale and retail shopping center located in the heart of Pratunam and is aimed to become a complete wholesale fashion products center. The project consists of over 2,600 wholesale stores and is categorized into zones, such as men's clothes, women's clothes, bags, leather wears, shoes, accessories with fully equipped facilities and utilities. As a result, the project attracts tenants and customers to visit the mall.

The Wharf Samui is the first community mall of the island located along the beach and decorated with Colonial style combining with the East and the West culture. The mall provides various restaurants, stores of different products and services that meet all lifestyles of those who visit the island for their vacation, tourism and local residents on the island.

Neon Downtown Night Market is the market in a concept of "NEON NIGHT ALIVE", the best experience of unlimited shopping, eating, and checking in Central Downtown in new lifestyle among colorful decoration of neon lamps to impress new generation falling in love with photographing and sharing happiness with friends. In the projects comprised of containers, tents, food trucks approximately 900 shops, including restaurants, beverages, and fashion. Furthermore, the project has many places for photographing where satisfy digital generations, and targets are officers, nearby household and foreigner tourist.

2. Hotel Business

Currently, the Company operates a hotel, namely Novotel Bangkok Platinum Pratunam Hotel, a 4 - star hotel located in the heart of Bangkok. The hotel beside accommodation allows to customers a restaurant, meeting room and banquet facilities including other related services such as swimming pool, spa, fitness etc.

It is Company's business policy to employ renowned executive officer to manage the hotel to meet universal standard and create confidence to our hospitality services among customers. The Company entered into the Hotel Management Agreement with Accor Group - the well known hospitality management affiliate, to manage Novotel Bangkok Platinum Pratunam for a period of 10 years which is from the hotel's first operation day in November 2011.

3. Food and Beverages Business

At present, the Company has a food and baverage center located on the 6th floor inside The Platinum Fashion Mall serving both Thai and international food. The Food center consists of 23 food shops, 3 drink shops and 18 dessert shops, including stands equipped with more than 1,000 seats for customers.

Business Details of The Platinum Group Public Company Limited as of 31 December 2016

Rental and Service Business	Year of Operation	Ownership	Book Value (Million Baht)	Appraised Value (Million Baht)	Total Area (sq. m.)	Rental Space (sq. m.)	Occupancy Rate (%)
The Platinum Fashion Mall	December 2005	Own by PLAT and The Platinum Juristic Person	1,408	8,478	137,537	22,503	98
The Wharf Samui	January 2015	Lease contract for land and buildings	-	-	18,904	5,303	62
Neon Downtown Night Market	December 2016	Lease contract for a land plot	24	-	17,082	3,550	95

Hotel Business	Year of Operation	Ownership	Book Value (Million Baht)	Appraised Value (Million Baht)	No. Of Room	Occupancy Rate (%)
Novotel Bangkok Platinum Pratunam	November 2011	Own by PLAT	706	1,832	283	87

Current Projects



The Platinum Fashion Mall

- Project details :

It is the largest clothing wholesale center of the country. The project is designed under the concept of being national wholesale center full of usefulness, convenience and

mobility in trading. The goods include men's and women's clothing, bags, leather wares, shoes, ornaments filled with complete facilities and utilities.



NOVOTEL
HOTELS & RESORTS

BANGKOK
PLATINUM PRATUNAM

ACCOR
HOTELS

Novotel Bangkok Platinum Pratunam Hotel

- **Project details :**

Novotel Bangkok Platinum Pratunam Hotel is the 4-star hotel located in the wholesale center Platinum Fashion Mall which is the center of fashion. There are 283 rooms at the Novotel.

The guests can dine the delicious meals, meet friends, use spa, swimming pool, and fitness center.



PLATINUM FOOD CENTER

Platinum Food Center

- Project details :

It is the food center located on the 6th floor of Platinum Fashion Mall. There are more than 100 kinds of food for selection in the area of over 2,000 square meters and

more than 1,000 seats for customers to serve more than 6,000,000 customers/year.



The Wharf Samui Project

- **Project details :**

It is the new shopping center located on the beach of Koh Samui with the vintage architecture in the combination of the western and eastern styles. There are a lot of goods and

various services appropriate for all lifestyles of both Thai and foreign tourists inside the project.



Neon Downtown Night Market Project

- Project details :

It is the new shopping zone in the center of Bangkok in the total area of more than 10 rai on Phetchaburi Road (at the entrance of Chidlom Road) gathered with more than 900

shops of food, goods, and fashion including the Food Truck zone which is open all night and Container zone in comfortable atmosphere.



BANGKOK SKYLINE PHASE 1

Project of Bangkok Skyline Phase 1

- **Project details :**

It is the sky walk connecting between the BTS Chidlom station and the major shopping plazas and commercial centers in the Ratchaprasong area towards the Market Bangkok and the Platinum Fashion Mall. It contributes and

facilitates the customers coming to shop or use the services of the shops or the operators renting the spaces in the company's projects.

Future Projects



BANGKOK SKYLINE PHASE 2

Bangkok Skyline Phase 2

- **Project Details :**

Bangkok Skyline is a skywalk which links with the skytrain station - BTS Chidlom Station and Plaza Building with other major shopping malls in Ratchaprasong area toward The Market Bangkok and The Platinum Fashion Mall. Bangkok Skyline will facilitate and provide convenience to those buying products or services from stores or vendors of the Company's project.

- **Project progress :**

Under construction Phase 2

- **Scheduled opening :**

Phase 1 Connection from The Platinum Fashion Mall to The Market Bangkok has opened since July 2016.

Phase 2 Connection from The Market Bangkok to Gaysorn Plaza is expected to be completed in March 2017.

- **Value of investment :**

Approximately Baht 280 million



The Market Bangkok

- **Project Details :**
The Market Bangkok is the first fully air-conditioned market, located in the city center of Ratchaprasong area, provides variety of products and services which will meet the demand of customers of all groups. It is also a core of transportation which can be accessed easily from all directions.
- **Project progress :**
Under construction
- **Scheduled opening :**
Expected to be completed by the end of year 2018
- **Value of investment :**
Approximately Baht 5,800 million

Office on The Market Bangkok

- **Project Details :**
Office for rent project is located on The Market Bangkok project which offers rental space to companies or customers. The project is aimed to generate recurring income to the Company as well as to promote the business or shops within “The Market Bangkok” during weekdays.
- **Project progress :**
Under the project analysis to design the suitable pattern
- **Construction schedule :**
After the opening of shopping center, and approval from the Environmental Impact Assessment (EIA)
- **Scheduled opening :**
Expected to be completed by the second half of year 2021
- **Value of investment :**
Approximately Baht 1,900 million



Hotel on The Market Bangkok

- **Project Details :**
The hotel project on The Market Bangkok is a 3 - 4 stars hotel with aim to generate recurring income to the Company and to promote the business or shops within The Market Bangkok.
- **Project progress: :**
Under the project analysis to design the suitable pattern
- **Construction schedule :**
After the opening of shopping center and approval from the Environmental Impact Assessment (EIA)
- **Scheduled opening :**
Expected to be completed by the second half of year 2021
- **Value of investment :**
Approximately Baht 950 million



Two Hotels on Samui Island

- **Project Details :**
Two hotels are located on Samui Island and close to The Wharf Samui.
- **Project progress :**
Under the design progress for approval of Environmental Impact Assessment (EIA)
- **Construction schedule :**
Construction is expected to start in the end of year 2017
- **Scheduled opening :**
Expected to be completed by the end of year 2019
- **Value of investment :**
Approximately Baht 900 million

Management Discussion and Analysis

The Platinum Group Public Company Limited and its subsidiaries (the “Company”) reported the performance for the 2016 ended 31 December 2016. The Company had the profit for the year, which increased in an amount of Baht 74 million or 12% compared with 2015. The details are as follows:

1. Operating Revenues

The Company’s total revenues for 2016 and 2015 were Baht 1,863 million and Baht 1,768 million respectively, increased by Baht 95 million or 5% compared with last year. The details are mentioned as follows:

Descriptions	2016		2015		Differences	
	MB	%	MB	%	MB	%
Rental and services income	1,107	59	1,042	59	65	6
Revenues from hotel operations	365	20	344	19	21	6
Revenues from food and beverage	246	13	237	13	9	4
Other income	145	8	145	9	-	-
Total revenues	1,863	100	1,768	100	95	5

1.1 Rental and services income

The Company’s rental and services income for 2016 increased in an amount of Baht 65 million or 6% compared with last year. This was due to the increase of rental rate during the year with the leasing space that finished the contract with The Platinum Fashion Mall. Also, turning some space of restaurants that the Company operated to leasing space resulted in the increase of income in rental and services. Furthermore, the Company signed lease agreement of the public and advertising areas with The Platinum Juristic Person on 1 June 2016 in order to operate leasing the rental and advertising area in the shopping mall. Additionally, the Company operated the new project “Neon Downtown Night Market” where is the night market as the space for rent at the beginning of December 2016 that caused the increase of rental and services income in this part.

1.2 Revenues from hotel operations

The Company’s revenues from hotel operations for 2016 increased in an amount of Baht 21 million or 6% compared with last year. This was due to the Company increased the hotel room rate in 2016 and also had a higher occupancy rate and a better room rate from the corporate clients for the third quarter of 2016. Meanwhile, in 2015 the revenues from hotel operations decreased due to the explosion at Ratchaprasong area in early August 2015. In addition, the Company encouraged the sales promotion by cooperating with the credit cards; consequently the increase of revenues from food and beverage, which it’s caused from the spending by the customers.

1.3 Revenues from food and beverage

The revenues from food and beverage in The Platinum Fashion Mall for 2016 increased by Baht 9 million or 4% compared with last year. In 2016, the Company successfully adjusted restaurants at the food center to better serve a variety of customers' demands to increase the revenues even though the Company did not renew the contract with franchise restaurants that the Company operated itself by turning that area to be the rental and services for getting a higher return in the long run. As compared to the revenues from food and beverage in 2015 effected by the explosion at Ratchaprasong area in the early August 2015, it was the reason for a temporary decrease on visiting the food center both Thai and foreign tourists.

1.4 Other revenues

The other revenues for 2016 were equal to the last year at Baht 145 million. The majority of other revenues were consisted of the interest income from bank, gains from the differences between book value and net asset value (NAV) of investments in trading securities, and gains from sales of investments in trading securities.

The other revenues were stable compared with 2015 due to the change of investment policies. In 2016, the Company partially invested in the fixed income funds getting more benefits than fixed interest incomes which has continuously declined in interest rate. Meanwhile, in 2015 the Company mainly invested in the fixed deposit which has a higher interest rate. Also, in 2016 the Company's current investments decreased from investing to develop the new projects which are "The Market Bangkok" and "Bangkok Skyline"; the return on investment declined.

2. Total cost

The Company's total cost for 2016 were Baht 650 million, increased by Baht 19 million or 3% compared with last year. The details are mentioned below:

Descriptions	2016		2015		Differences	
	MB	%	MB	%	MB	%
Cost of rental and services	270	24	253	24	17	7
Cost of hotel operations	184	50	190	56	(6)	(3)
Cost of food and beverage	196	80	188	79	8	4
Total cost	650	38	631	39	19	3

2.1 Cost of rental and services

The Company's cost of rental and services for 2016 increased by Baht 17 million or 7% compared with last year because the cost of rental and services increased from leasing the whole area from The Platinum Juristic Person as mentioned above; the Company paid this rental fee which is variable with the rental and services income from the customers. Additionally, cost of rental for the land and the building of the Wharf Samui project increased because the Company got the lower discount of rental fee than last year. Also, the Company's employee expenses increased from the building management and shop coordination for supporting and servicing the shops in the mall in efficiency.

2.2 Cost of hotel operations

The Company's cost of hotel operations for 2016 decreased by Baht 6 million or 3% compared with 2015. This was mainly due to the decrease of travel agency commission and employee expenses.

2.3 Cost of food and beverage

The Company's cost of food and beverage for 2016 increased by Baht 8 million or 4% compared with 2015. The majority of the cost was a direct cost which is variable with the increase of revenues from food and beverage.

3. Gross profit margin

In 2016, the Company's gross profit margin increased by Baht 76 million or 8% compared with 2015. The revenue growth in each business segment is presented in the table below.

Descriptions	2016		2015		Differences	
	MB	%	MB	%	MB	%
Rental and services business	837	76	789	76	48	6
Hotel business	181	50	154	45	27	18
Food and beverage business	50	20	49	21	1	2
Total gross profit	1,068	62	992	61	76	8

In 2016, the Company had gross profit margin for the core business at 62%, which was higher than 2015 at 61%. The conclusion details as set out below:

- Rental and service business had gross profit margin for 2016 at 76%, which equal to 2015. This was due to a little bit differences between the growth rate of rental and services incomes and cost of rental and services as mention before. As a result, the Company's gross profit of rental and services business was stable.
- Hotel business had gross profit margin for 2016 and 2015, which were equal to 50% and 45%, respectively.

The gross profit margin for 2016 was higher than in 2015 since the Company increased the hotel room rate from a higher occupancy rate of the corporate clients, whereas the cost of hotel operations decreased from travel agency commission and employee expenses as mentioned above.

- Food and beverage business had gross profit margin for 2016 and 2015, which were equal to 20% and 21%, respectively. The Company's gross profit margin for 2016 was lower than in 2015 due to the fact that the revenues from selling food and beverage was decreased from no renewing the contract with franchise restaurants at the end of 2015.

4. Expenses

Descriptions	2016		2015		Differences	
	MB	%	MB	%	MB	%
Selling expenses	57	3	65	4	(8)	(12)
Administrative expenses	275	15	282	16	(7)	(2)
Income tax expenses	177	10	160	9	17	11

4.1 Selling expenses

The Company's selling expenses for 2016 decreased by Baht 8 million or 12% compared with 2015. This was due to the decrease of the advertising and public relations costs of The Wharf Samui project and the advertising and sales promotion costs paid to a franchise restaurant owner and cancelled it by the end of 2015.

expenses by Baht 8 million and Baht 10 million on other administrative expenses, whereas the hotel management fee which is variable with the total revenues and profits from hotel business operations increased by Baht 4 million. In addition, the amortization of intangible assets from Bangkok Skyline project increased by Baht 7 million.

4.2 Administrative expenses

The Company's administrative expenses for 2016 decreased by Baht 7 million or 2% compared with 2015. This was due to the fact that the Company decreased the employee

4.3 Income tax expenses

The Company's income tax expenses for 2016 increased by 17 million Baht or 11% compared with 2015. The income tax expenses were variable with the better performances of the Company.

5. Profit for the year

Descriptions	2016		2015		Differences	
	MB	%	MB	%	MB	%
Profit for the year	704	38	630	36	74	12

For 2016, the Company had the profit in an amount of Baht 704 million, increased by Baht 74 million or 12% compared with 2015. This was due to the fact that the Company had an increase of the gross profit from rental and services, hotel, and food and beverage business in an amount of Baht 48

million, Baht 27 million, and Baht 1 million, respectively. Additionally, selling and administrative expenses decreased by Baht 15 million meanwhile the income tax expenses increased by Baht 17 million. The details are mentioned above.

6. Financial status

Descriptions	31 December 2016		31 December 2015		Differences	
	MB	%	MB	%	MB	%
Total assets	9,822	100	9,547	100	275	3
Total liabilities	1,356	14	1,344	14	12	1
Shareholders' equity	8,466	86	8,203	86	263	3

6.1 Total assets

As of 31 December 2016, the total assets of the Company increased by Baht 275 million or 3% compared with the end of 2015 with these following reasons:

- **Current assets decreased by Baht 351 million** due to the fact that cash, cash equivalents, and current investments decreased by Baht 327 million because the Company paid for the development costs for the construction of The Market Bangkok project and Bangkok Skyline project during this year. In addition, the trade and other receivables decreased by Baht 28 million from the decrease of accrued interest incomes of fixed deposit with the following declined interest rate compared with the last year. Meanwhile, the other current assets increased by Baht 4 million.
- **Non-current assets increased by Baht 626 million** since the investment properties after the deducting the accumulated depreciation, increased by Baht 450 million from the payment of the development costs for the construction of The Market Bangkok project and Neon Downtown Night Market project during this year in an amount of Baht 518 million. Furthermore, the intangible assets increased by Baht 147 million from the construction costs of Bangkok Skyline project and other non-current assets also increased by Baht 29 million.

6.2 Total liabilities

As of 31 December 2016, the total liabilities of the Company increased by Baht 12 million or 1% compared with the end of 2015. This was due to the increase of the trade and other payables from contractor-payables of The Market Bangkok project and Bangkok Skyline project in an amount of Baht 57 million. In addition, the short-term and long-term refundable deposits increased by Baht 14 million and the retention increased by Baht 24 million. Also the other liabilities increased by Baht 75 million including the increase of The Market Bangkok project's accrued land rental fee, Baht 55 million, recorded by accounting standard; although the land rental fee on the lease agreement is not due to pay. Nonetheless, the Company had the short-term and long-term deferred incomes decreased by Baht 158 million.

6.3 Shareholders' equity

As of 31 December 2016, the Company's shareholders' equity increased by Baht 263 million or 3% compared with the end of 2015 for the reason that the Company had the net profits for the year ended of 2016 in an amount of Baht 704 million but the dividend payment to the shareholders is in an amount of Baht 441 million in May 2016.



◆— Anyone who really works
will always accomplish it —◆

“...When you have the opportunity and the work to do,
you should be willing to do it without having to impose any
obstructive condition . Let’s think over it that anyone who actually works,
no matter what the task is, will always accomplish it.
The more attention, the more diligence, and the more observation
you have, the more success you will achieve in working...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Chulalongkorn University
Chulalongkorn University
Friday 17th July 1987



Corporate Governance

Principles and Policy of Corporate Governance

The Company's Board of Directors recognizes the importance of conforming to the Corporate Governance Principles and is aware of the important role of directors, management and employees towards the business operations of the Company. Therefore, not only committing to build sustainable returns for the shareholders, the Board shall also focus on the fair treatment of all stakeholders. This policy emphasizes rights of shareholders, equal treatment to all shareholders, consideration of stakeholders' role, disclosure and transparency, responsibilities of the Board of Directors and dissemination of information to all related parties.

To provide assurance to shareholders, investors and all related parties, the Company has set a policy which covers 8 sections of key principles on good corporate governance.

Section I: Rights of Shareholders

The Company respects the rights of all shareholders to equally obtain the Company's information accurately, completely, adequately and timely to support their decision in every matter. Therefore, the Board of Directors have adopted the following policies.

1. Disclosure of the Company's material information and necessary for shareholders shall be done through the Company's website and through the Stock Exchange of Thailand in a clear and timely manner.
2. Regarding the shareholders' meetings, all shareholders shall receive clear information relating to the meeting adequately and equally in order to review and consider prior to the meeting will take place. The Company shall release information about date, time, venue and agenda of shareholders meeting in precisely, both in Thai and English, via the Stock Exchange of Thailand system "SET Portal" and the Company's website 30 days before the meeting date.
3. For the invitation notice of the shareholders' meeting, the Company shall provide detailed information of each agenda with explanation and director's recommendation. The Company shall disseminate the meeting notice together with related documents e.g. registration form, list of documents and identifications to be presented before entering the meeting room, registration and proxy process, proxy form, etc. The invitation notice, both in Thai and in English, shall be published in the Company's website 30 days before the meeting date while the printed copy shall be delivered to all shareholders at least 21 days before the meeting date.
4. In case that shareholder cannot attend the meeting, he/she has a right to appoint an independent director or any person to represent him/her in the meeting by signing the proxy form which is attached to the invitation notice of the meeting, or can be downloaded from the Company's website.
5. At the meeting, shareholder shall consider and vote for a resolution of each agenda in respectively. There shall not be urgently any changes in material information or any additional agenda in the shareholders' meeting. All shareholders have a right to review the Company's operation results by inquiring or making recommendations and suggestions to the Board and related management who are obliged to attend the meeting and answer all shareholders' inquiries.
6. The Company requires all directors to attend and vote in the shareholders' meeting when there are any changes in core policies of the Company and any changes in shareholder's rights, which needs decision making and approval from the shareholders' meeting.
7. The Company shall disclose to the public the voting results of each agenda in the shareholders' meeting via the Stock Exchange of Thailand system "SET Portal" and the Company's website on the next business day after the meeting date.

8. Minutes of the shareholders' meeting shall be prepared in a complete, accurate, timely and transparent manner, recording all important issues and recommendations in details for shareholders reviewing. The Company shall also record video footage of the meeting for future references. Additionally, the minutes of shareholders' meeting shall be published in the Company's website for the shareholders' consider and submitted to the Stock Exchange of Thailand within 14 days from the date of the meeting take place.
9. Right to obtain the share certificate and right to transfer ownership of the shares.
10. Right to attend and vote in the shareholders' meeting to make decision in any changes of the Company's policies and any changes of the shareholder's rights, which require approval from the shareholders' meeting.
11. Right to appoint and dismiss the Company's directors and to approve the hiring of independent auditors.
12. Right to approve directors' remuneration package and dividend payment.
13. Right to propose the agenda for the annual general shareholders' meeting according to the Company's guidelines.
14. Right to propose candidates for the director position according to the Company's guidelines.
15. All other rights permitted by law.

Section 2: Equitable Treatment of Shareholders

The Company has treated all shareholders, individual and institutional, local and foreign, equally and fairly. For the Annual General Meeting of Shareholder of 2016, there were the Directors attending totalled 10 persons out of 10 persons, comprised of Independent Directors of 4 persons, Executive Directors of 5 persons and Non-Executive Director of 1 person.

Furthermore, the Company had invited the independent auditor and shareholders who are willing to attend the meeting to be a middleman for counting the vote and all shareholders were equally.

The Board of Directors has set a policy to promote the practices to treat all shareholders equally with the following details.

1. It is crucial to disclose the information and news about the Company in an accurate, complete and timely manner to all shareholders through the websites of the Company and the Stock Exchange of Thailand.
2. The Company provides options for shareholder who cannot attend the general shareholders' meeting to appoint a person or an independent director nominated by the Company to be his/her proxy to attend and vote in the meeting. Three types of proxy form, approved by Department of Business Development, Ministry of Commerce, shall be attached to the notice of the shareholders' meeting.
3. To ensure that all shareholders receive clear, accurate and adequate information on an equal basis and have sufficient time to read through all related information before the meeting, the Company shall disseminate the invitation notice of the shareholders' meeting together with the Board of Directors' comments and declaration. Moreover, the Company shall disseminate together with the related documents e.g. registration form, list of documents and identifications to be presented before entering the meeting room, registration and proxy process, proxy form, etc. The notice, both in Thai and in English, shall be published in the Company's website 30 days before the meeting date while the printed copy shall be delivered to all shareholders at least 21 days before the meeting date.
4. In the shareholders' meeting, the allocation of time for each agenda shall be done appropriately.

5. It is the Company's policy to encourage director who has or may have an interest in any agenda to refrain himself from discussion and decision making for resolution of such agenda.
6. To prevent insider information trading, the Company has set the following policy:-
 - Do not use or disclose the Company's information, except normal business information or public information, for personal interest or other person's interest or to bring about any damages to the Company.
 - All directors and executives are required to report holdings of the Company's securities when first appointed to the position by filings the 59-1 form (Report of securities holding) to the Securities and Exchange Commission (SEC) within 30 business days from the date of appointment; and to report any purchase, sale or transfer of the Company's securities by filing to the SEC the 59-2 form (Report of changes in securities holding) within three business days from the date of the change. The Company also has a policy to encourage all directors and executives to voluntarily inform the Board about the securities trading at least one day prior to trading date.
 - Conflict of interests. The Company has a connected transaction policy which stipulates that all connected transactions incurred by directors and executives must be treated in the same way as external parties and must be disclosed to comply with the regulatory requirements to avoid any conflict of interests.
 - The Company encourage its directors and executives to voluntarily do not trade the Company securities during the one month period prior to the announcement of quarterly and annual financial statements; and do not use inside information for trading of the Company securities.

Section 3: Roles of Stakeholders

The Company is aware and recognizes the rights of all groups of stakeholders, internal and external. Mainly Internal stakeholders are shareholders and employees while external stakeholders include customers, suppliers, creditors, competitors, public sectors, public offices and communities. The company has received supports from various stakeholders to strengthen its competitive advantages and profitability, generating long-term value of the Company. The Company has treated stakeholders as follows:

Shareholders

The Company realizes that shareholders are the Company's owners while the Company has a duty to build long-term economic value added for the shareholders. So its directors, management and employees are obliged to follow the below guidelines.

1. Perform his/her duties with integrity and make every decision in according to the professional principles with careful, realize and fair consideration of all groups of shareholders, major and minor and for the best interests of the Shareholders as a whole.
2. Present reports of the Company's operating results, financial status, financial and accounting statements and others consistently, completely and accurately.
3. Notify all shareholders equally the information about future trends of the Company, both negative and positive, based on possibilities, sufficient data and adequate rationale.
4. It is prohibited for all employees to use or disclose any non-public information for benefits of their own or other related persons, or for any course of actions which may pose a conflict of interest with the Company.
5. The Company shall not take any actions which violate or deprive the shareholder rights, i.e. failure to submit material information or documents to the shareholders prior to the shareholders' meeting, adding important

agenda or changing material information without advanced notifications to shareholders before the shareholders' meeting.

6. The Company shall encourage shareholders to use their rights in matters such as the right to nominate candidate for director position, the right to express their opinions and ask crucial questions relating to the meeting agenda.

Employees

The Company believes that, to achieve our business goals, employees is one of the most valuable resource and they deserve favourable treatments. Therefore, the Company shall treat its employees fairly and equally in all aspects, career opportunities, compensation, promotion, transfer as well as versatile training and development plan. To be able to grow and expand its business in the future, the Company has set a policy to promote and support the development of all employees. All employees shall be treated equally with respect for human rights, good and safe working environment, proper and fair compensation and benefits in accordance with their responsibilities, duties and position as follows:

1. The Company has policy to provide compensation to employees in all levels with reasonable amount in accordance with the Company's operating result combined with other factors such as consumer index, inflation and compared with peer. Employees' work performance are being evaluated clearly by KPIs systems and competency. The Company also provides provident fund for its employees as well.
2. The Company concerns the employees' living, so various welfares are provided to the employees as follows:
 - Uniform for minimizing the employees' expense on clothes
 - Health insurance which covers the medical cost both inpatients and outpatients

- Life insurance and group accident insurance
- Infirmary with a licensed nurse on board to advice and first aid
- Present from the Company for supporting any employee who was admitted to the hospital or encouraging any employee who delivered a child
- Provident Fund for supporting and creating the security for employees, the Company allows employees to join the Provident Fund, which they can save 4-6% of their monthly income depending on their years of service and the Company will contribute the matching percentage (4-6%) to individual fund.
- Other welfares for employees' family including financial support in case of death of family member, education fund for employees' children etc.

3. The Company has organized various employee committees to support the development, improvement and enhancement of safe, clean and hygienic workplace, encouraging all employees to have better and happier living conditions and more safety at work, which will lead to their improved performance. The employee committees, including Safety Committee, 5S Committee, Welfare Committee, Anti-drug Committee, are responsible for checking, monitoring, evaluating, recommending and educating employees in the related matters. As a result, the Company has been awarded in various areas such as National Occupational Safety and Health Award, ZERO Accident Award, Organizations with Outstanding Labour Practices and Welfare Award, Drug-free Workplace Award, etc.

In 2016, the Company had no accident and no leave of absence or sick leave caused by accident in workplace so it has been awarded the above-mentioned ZERO Accident Award.

4. The Company has encouraged its staff development on continual basis to enhance their abilities to compete with other leading companies in the same industry. Each year the Company has selected the latest training programs, both internal and external, to provide to staff at all levels. Training roadmap and training programs are designed to enhance the staff competencies and abilities in 3 main areas; Core Competency, Managerial Competency and Functional Competency.

 - **Core Competency Course** is the program which focuses on developing the employee’s attitudes and desired behaviors to reflect the Company’s core value, S-M-A-R-T. This program is aimed to

build and support the company’s culture which is the key fundamental for the Company’s achievements.

 - **Managerial Course** is the program which aims to enhance knowledge and skill in management for employees in manager level in order that they will be able to manage their work, their team and their organization effectively.
 - **Functional Course** is the program which aims to enhance knowledge, skill and ability of employees in each function. The program includes in-class training program as well as on-the-job training (OJT).

Summary of training hours in 2016

Training Program	No of Attendees (persons)	No of avg hoursper year
Core Competency Courses	722	14
Managerial Courses	63	19
Functional Courses	132	3

In 2016, the Company has encouraged its employee at all levels to enhance their knowledge, understanding and attitudes regarding the Company’s anti-fraud and anti-corruption policy. Training program about the basic knowledge of anti-fraud and anti-corruption has been provided. The program is continued to be a part of new staff orientation program.

In addition, the Company focused on safety trainings such as fire evacuation drill, fire fighting training, safety training for supervisor and managerial levels. Furthermore, the Company also recognized the importance of uplifting its employee spirit and personal habit so it has organized Dhamma Talk sessions and off-site meditation retreats for its employees.

Customers

The Company is well-aware of the importance of its customers and has set the following policy regarding customer treatments.

1. Customer shall be treated with courtesy and enthusiasm. Employee should be ready to welcome customers and to provide sincere, attentive service with care. Like serving the close relatives, customer service must be prompt, accurate and trustworthy.
2. Maintain customer confidentiality and never misuse it for personal or other related person's interests.
3. Provide accurate, adequate and timely information relating to the Company's services to all customers, without exaggerated advertisement which may mislead customers about the quality or any service conditions.
4. Give advice about the Company's services and related processes efficiently with the intention to maximize customer benefit.

Business Partners

The Company commits to treat its business partners and suppliers with fairness, integrity and without taking advantages. The Company and its subsidiaries shall conduct the business with its vendors honestly, transparent and equal, which will lead to the best interest of both parties. The Business partners must not discredit the Company reputation, violate the law and morality, culture and good customs. All procurements must be carried out under the transparent and auditable process. Any conflict of interest should be avoided and trade negotiation should be based on business relationship. Following are the related guidelines.

1. Do not request or receive or pay for any dishonest benefits in business dealing with all business partner
2. In case that there is a report about requesting or receiving or paying for any dishonest benefits, all related details must be disclosed to business partner in order to seek for fair and quick solution.
3. All agreed terms and conditions must be strictly followed, in case that any party cannot meet any terms or conditions, it must notify the other party promptly in order to mutually decide the solution.

Business partners selection process: the Company has a policy that the business partners offer a price appropriately and at least 3 vendors will be asked to join the bid. The Company will choose the vendor who offers the most appropriate price with the product or service that meets the Company's requirements.

Banks, Financial Institutions, and Creditors

The Company is committed to treating the banks, financial institutions, its creditors and guarantors with honesty; and to repayment of loans and interest on time. The Company set strategies of working capital management to ensure that the Company shall not be in any difficulties in repayment to the bank, financial institution, its creditors and guarantor. The Company shall also strictly comply with all terms & conditions specified in the loan agreements and the other agreements.

The Company shall report its financial status and its financial reports to the related banks, financial institutes, creditors and guarantors with accuracy and honestly on regular basis. In case that the Company cannot meet the terms and conditions stated in the loan contract, the Company shall prepare and submit the written notification to the related banks, financial institutes, creditors and guarantors in advance; and will co-operate in the discussion to find proper solution. As such, in the past 4 years, the Company has no history of default on its debt payment.

Policy and Guidelines on How to Treat Competitors

The Company has a policy to treat all competitors with integrity, not breaching confidentiality or revealing trade secrets of competitors obtained in an illegal or deceptive way. Following are guidelines of the policy.

1. Abide by the rules of ethical competition
2. Do not seek for confidential information or trade secrets of competitors by using illegal or inappropriate methods
3. Do not discredit competitors by any negative accusation
4. Support and promote free and fair competition

Communities and Societies

The Company's policy is to conduct business that benefits the economy and society by adhering to practices of a good citizen who fully complies with laws and regulations. The Company commits to developing, promoting and leveraging the quality of life in the society and the communities in which the company is located, along with the growth of the company. The details of activities are in part of Social Responsibilities topic 7) Community and social development.

Environmental Policy

The Company's policy is to support activities that enhance the quality of health conditions, overall environment and work environment to ensure safety and well-being of its employees and their properties. The details are in part of Social Responsibilities topic "6) Environment conservation".

Policies and Practices on Intellectual Property

The Company has a policy to refrain from violation of any intellectual property rights or copyrights and to support its employees to perform their duties with compliance to the law or regulations relevant to intellectual property rights. The Company supports and complies to the copyright and intellectual property law by using a licensed computer and software with authentic copyrights. Every software program must be examined by Information Technology Department.

Contact channel for stakeholders

To oversee and be responsible for all stakeholders, the Company has proved that all stakeholders can submit their complaint, opinion or suggestion to the Company through Investor Relations Department where all these complaints, opinions or suggestions will be submitted to the highest executives and the Audit Committee. The contact channel to Investor Relations Department is below.

Investor Relations Department

222/1398 11th Floor, The Platinum Fashion Mall Building
Petchaburi Road, Petchaburi Road sub-district, Ratchathewi District, Bangkok 10400

Telephone: 0-2121-9999 ext. 55

e-mail: ir@theplatinumgroup.co.th

The Company emphasizes the importance of promoting good corporate governance and operates its business with transparency, integrity and ethics by strictly abiding to the related laws and regulations. The Board of Directors has established the Whistleblower Policy to provide protection and fairness to employees who report incidents, or provide information and leads, of any misconduct, fraud or corruption in the Company as follows:

1. Filing complaints or whistleblowing can be done verbally or in written;
2. Submitting to the Company via e-mail address: internalaudit@theplatinumgroup.co.th or;
3. Mailbox for complaints or whistleblowing provided by the Company or;
4. Sending a letter to Chairperson of the Audit Committee (who is an independent director) at the following address

Internal Audit Department

The Platinum Group Public Company Limited
222/1398, 11th Floor, The Platinum Fashion Mall Building
Petchaburi Road, Petchaburi Sub-district, Ratchathewi District, Bangkok 10400

5. In case that the complainant chose not to disclose his/her name, he/she is required to provide sufficient detailed facts or valid evidence to prove reasonable grounds to believe that there are breaches of laws, regulations, the Company's articles of association and business codes of conduct; or fraud or corruption.

Complaints filing or incidents reporting shall be treated as highly confidential. The complainants or the whistleblower can report to the Company through more than one channel without reveal their identity. However, if their identities are disclosed to the Company, it will be helpful for the Company to report the investigation outcomes or inform any additional information relating to the complaint.

Section 4: Disclosure and Transparency

The Company has a policy to disclose financial information and other business relating information as well as the Company's operation results which is truthful, complete, adequate, consistent and timely. The information should reflect the actual financial status and operating performance, and the future of the Company's business. The channel of disclosing information as follows:

- Reporting via the news system of the Stock Exchange of Thailand and the Office of Securities and Exchange Commission such as Annual Information (Form 56-1), Annual Report (Form 56 - 2), the Company's Financial Statements, Quarter and Annual Financial Analysis Reports, Resolutions of the Board of Directors, Resolutions of the Shareholders' Meeting, etc.
- Annual Information Form (Form 56 - 1)
- Annual Report (Form 56 - 2)
- Company's website: www.theplatinumgroup.co.th

It shall include the dissemination via the channel of mass media so that the shareholders and other related parties shall be informed about the Company's information thoroughly and equally. The disclosure of the Company's information shall be updated and adjusted to comply with the guidelines set by the Stock Exchange of Thailand and the Office of Securities and Exchange Commission, covering the contents as follow.

1. Financial information, the Company's policies and Important news such as financial statements of the Company and its subsidiaries, information of the major shareholders and their voting right, information about the Company's directors and members of committees, Committee Charters, dividend payment policy, code of business conduct, corporate governance policy, anti-fraud and anti-corruption policy and quarterly and annually Management Discussion and Analysis (MD & A) which described details of operating results with analysis and explanation about the reasons of the changes.
2. Information about the Company's movements and major activities to be publicized via the press conference.

Responsible Persons for Information Disclosure

The Company has appointed responsible persons for material information disclosure including its President, Executive Vice President, Investor Relations Department and Marketing Communications and Public Relations Department. The nature of information disclosed shall be related to the roles and responsibilities of their job.

Investor Relations Department

The Company has emphasized the importance of disclosing its information in a transparent and thorough manner, especially the information about the Company's operating results and other material information which may affect the price of the Company's securities. The Company has disseminated its news and information via the channel of Set Community Portal (SCP) provided by the Stock Exchange of Thailand and other mass media so that investors, analysts and related parties will be completely informed. The Company has also published its material information on the Company's website: www.theplatinumgroup.co.th under the tab "Investor Relations" to facilitate general investors and persons who are interested in the Company. The information which is available in both Thai and English on the Company's website includes the Company's profile, financial information, information for investors and shareholders, general meeting of shareholders, corporate governance, webcasts & presentation, stock information, analyst report, news room and IR contact.

Meeting with shareholders and investors

In 2016 the Company has activities to meet with shareholders and investors continually so that its senior executives and investor relations team has the opportunities to meet with investors to explain about the Company's operating results, future strategies, business growth direction and to summarize key events within the past year.

1. The Company has joined the activities arranged by the Stock Exchange of Thailand, Opportunity Day with SET, for 2 times to communicate the operating results in 1st and 3rd Quarter.
2. Quarterly meeting with analysts and institutional investors: In 2016 the Company has arranged 4 meetings to discuss the operating results in 4th Quarter of 2015 and the 1st, 2nd and 3rd Quarter of 2016.

3. Institutional investors have visited the President and the Executive Vice President to discuss the Company's policies, business direction and the progress of future projects in total 17 meetings.
4. The securities company has invited the President and the Executive Vice President to present the Company's policies, operating results and the progress of future projects to its analysts, marketing officers, and minor investors in all branches via its internal telecast for total 10 times.
5. The President has been in a road show trip to meet with foreign investors to present the Company's policies, operating results and the progress of future projects for total 4 times.
6. Each month there were contacts for information from investors via telephone call and e-mail about 3-4 times on average.

For further information, investors may contact the Company at the following address:

Investor Relations Department

222/1398 11th Floor, The Platinum Fashion Mall Building
Petchaburi Road, Petchaburi Road sub-district, Ratchathewi
District, Bangkok 10400

Telephone: 0-2121-9999 ext. 55

e-mail: ir@theplatinumgroup.co.th

Section 5: Responsibilities of the Board of Directors

The Board is responsible to shareholders regarding the Company's business operation and corporate governance to achieve its goals in the direction which brings maximum benefits to shareholders, taking into account the interests of all stakeholders. The Board has a duty to comply with the law, the Company's Objectives, its Articles of Association and the resolutions of the shareholders' meeting. The Board shall perform its duties with integrity and honest and shall vigilantly protect the interest of shareholders and other stakeholders in both short term and long term. In order to ensure that the Company's operation will be aligned with the given direction and brings maximum benefits to shareholders and all stakeholders, the Board shall oversee the creation and development of the Company's vision, mission, goal, policy, business direction, strategic operating plan and annualized budgeting. The Board shall share its

opinions to clarify and create mutual understanding of business overview in prior to approval and shall monitor the administration to achieve to the set goals by adhering to the guidelines of the Stock Exchange of Thailand and the Securities and Exchange Commission.

Following are the Company's practices relating to the responsibilities of the Board of Directors.

Structure of the Board of Directors

The Company's Board of Directors is composed of directors who are competent, knowledgeable with various fields of experience. With the main responsibility to consider and make decision in key issues relating to the management of the Company, all directors are free to express their idea in the meeting and to vote for resolution of each agenda with the purpose to ensure that the management and operation of the Company are rightful, efficient and transparent. The structures of the Board of Directors are as follows:

- The Board of Directors shall be consisted of at least 5 persons of which not less than one-half (1/2) of the directors shall reside in Thailand. Provided that at least 3 persons or not less than one-third (1/3) of total directors shall be the Independent Directors.
- The Board of Directors shall be elected by shareholders.
- The Board of Directors shall elect one of the directors to be the Chairman of the Board.
- Appointment of Directors shall be in accordance with the Company's Articles of Association and the requirements of related law and regulations. The appointment process must be transparent and clear, taking into consideration the educational and professional background of the candidates provided with sufficient details to facilitate the decision of the Board of Directors and shareholders.

When any person has been appointed to be a Director, the Company shall provide proper preparation for becoming a director. Each new director shall receive information about the Company and the Director's manual which provide information of the role and responsibilities of the Board Director. The orientation program will be arranged and provided for the new director in order to understand the Company's business overview.

Director Qualifications

- A person possessed of qualifications of director as prescribed in the Public Limited Company Act and the Company's Articles of Association and also do not possessed of disqualifications in accordance with the SEC notifications relating to the a person possessed of qualifications for the executives manager of the listed company
- Having leadership view with the wide visions and well understanding of the Company's business operations
- All directors shall perform their duties and provide their independent opinions including contributing time schedule to work for the Company as sufficiency.

Authorities, Duties and Responsibilities of the Board of Directors

The Board of Directors has the authorities, duties and responsibilities to manage the Company and its subsidiaries in accordance with the relevant laws, the objectives, and the Articles of Association of the Company and its subsidiaries as well as all legitimate resolutions of the shareholder meetings, with the duty of loyalty and duty of care in order to protect the interest of the Company and its subsidiaries. In conclusion of the Board of Directors' power, duties and responsibilities are as follows:

1. Perform their duties in accordance with the laws, the Articles of Association and the objectives of the Company as well as all legitimate resolutions of the Board of Directors meetings and the shareholder meetings, with responsibilities, duty of care and duty of loyalty
2. Consider in details and approve the visions, business strategies, business directions, policies, aim, guidelines, business plans and budgets of the Company and its subsidiaries which are proposed by the management
3. Supervise and monitor the performance of the Company's president, senior management or any person assigned to be in such position to ensure that all policies are in accordance with the direction of the Board of Directors
4. Continually monitor the Company's performance to be in accordance with the business plans and budget
5. Ensure that the Company and its subsidiaries conduct a proper and efficient accounting system and implement effective internal control and the internal audit practices
6. Ensure that the annual financial statement at the end of fiscal year of the Company is well-prepared

and certified in order to propose the annual general shareholders meeting for approval

7. Consider and approve the selection and the fee of the Company's auditors as proposed by the Audit Committee prior to proposing to the annual general shareholders meeting for approval
8. Arrangement the corporate good governance policy in form of the code and adopt it in an efficiency in order to ensure that the Company takes responsibility to all stakeholders with fairness basis
9. Encourage all employees to have a strong sense of ethics and to comply with good governance principles, the Company's codes of conduct and policies on anti-fraud or anti-corruption; supervise the implementation of proper internal control and internal audit infrastructure to mitigate risk of fraud and corruption, abuse of power and misconduct activities
10. Consider and approve the appointment a person possessed of qualifications and do not possessed of disqualifications as prescribed in the Public Limited Companies Act B.E.2535 (1992) (as amended), Securities and Exchange Act B.E. 2535 (1992) (as amended) including and other related notifications, rules and/or regulations as a Director, in the event that a director position becomes vacant due to reasons other than expiration of term of office and consider to endorse the appointment of replacement directors of retiring directors and; consider the compensation of directors to propose to the shareholders meeting for approval
11. Appoint the Audit committee and other committees; determined powers, duties and responsibilities of each committee so that they can proper function and support the Board of Directors
12. Consider and alter the Authorized Directors who sign on behalf of the Company
13. Consider and appoint Executives and Corporate Secretary with qualifications as defined by the Securities and Exchange Commission or the Capital Market Supervisory Board, as well as decide the compensation of those Executives
14. Seek for professional advice from external organizations, when necessary, to support proper decision

15. Encourage the Company's directors and executives to attend Thai Institute of Directors' training programs and seminars which relate to their duties and responsibilities

The Board of Directors may authorize and/or delegate other persons to perform specific tasks by granting a power of attorney and/or sub-attorney, given that the authorization must be limited to the scope stated in such power of attorney and/or complied with the rules, regulations or orders specified by the Board of Directors and/or the Company. The Board of Directors' delegation of authorities shall not be in the manner which empowers a person to approve the transaction made by such person himself/herself or made by other persons who may have a conflicts of interest (as defined in the notifications of the Securities and Exchange Commission or the Capital Market Supervisory Board), or may have an interest or may benefit in any manners, or may have other conflict of interest with the Company or its subsidiaries, unless the approval of such transaction is made in accordance with the policy and guidelines which have been already approved by the Company's shareholders meeting or by the Board of Directors meeting.

Role and Responsibilities of the Chairman of the Board of Directors

1. To be Leader of the Board of Directors and to be a chairman over the Board of Directors meeting
 - Conduct the Board meeting in compliance with the law, the Company's Articles of Association and the meeting agenda
 - Promote and allocate sufficient time for each Board member to discuss and share their idea deliberately and to exercise their proper discretion for the best interest of all stakeholders
 - Conclude the meeting resolution and actions plan to be taken after the meeting in a clear and decisive manner
 - Summon the specific Board meeting which not including executive directors
2. Preside over the Shareholders meeting and conduct the meeting in compliance with the law, the Company's Articles of Association and follow the sequence of the agenda with proper allocation of time while providing an opportunity for shareholders to equally share their opinions and for directors and

executives to respond to shareholder's questions properly and transparently

3. Promote the Board of Directors to be a role model in practicing good corporate governance, Anti-fraud and Anti-corruption policy and the Company's Code of Conducts
4. Strengthen good relationship between Board members and management team and support the president and his management team to carry out their duties in accordance with the Company's policies
5. Supervise the disclosure of information and transparent management especially when there is a conflict of interest
6. Ensuring membership of the Board has proper structure and composition
7. Ensuring efficient and effective performance of the Board of Directors, each committee and individual directors
8. Supervise the annual performance evaluation of the Board of Directors, individual directors, the Chairman himself, and all committees in order to improve effectiveness of the Board and committees and enhance knowledge and competencies of individual Board and committee members

Approval Authority of the Board of Directors

The Board of Directors has authority to approve the Company's activities to the extent of the duties prescribed by law, the Company's Articles of Association, Board of Directors Charter and the resolution of the shareholders' meeting. This includes the formulation and review of vision; operational strategies; operation master plan; risk management policy; annual budget and business plans; medium-term business plan; performance based operational goals; monitoring and evaluation of operation plans and capital expenditure; merger and acquisition of business; division of business and; participation in joint venture.

Separation of Duties of the Board of Directors

The Company has clearly defined the separation of duties of the Board of Directors and management in each level. The consideration and decision making of important business affairs must be approved by the Board and the relevant committee for checking and balancing in order to create transparency and fairness to all related parties.

Combination or Separation of Duties

The Company has a policy to separate the duties and responsibilities among the Chairman of the Board, the Chairman of the Executive Committee and the President. The persons who presume the position must have proper qualifications with proper knowledge, abilities and experience. Importantly, they must not be the same person in order to balance the power by separating the role of governing and managing, as follows.

- **Chairman of the Board of Directors** shall be an independent director and non-executive, and shall not be the same person as the Chairman of the Executive Committee or being a member of any other committees. Chairman of the Board shall be independent from the Company's management, having separated duties to oversee and govern the Company's operation. Like other independent directors, Chairman of the Board shall be free to propose the board meeting agenda, to express his opinions regarding the operation of the Company deliberately, to cautiously consider the matters which may lead to the conflict of interest and to ensure that the Company's business operation is accurate, transparent and auditable.
- **Chairman of the Executive Committee** shall be the head of the executive team, responsible for oversee the Company's administration and management to be in line with its vision, mission and the Board of Directors' policies. His duties include managing and monitoring the business operation and administration carried out by the executives and management through the monthly meeting when both executives and management are to report the progress of operating results and the Company's performance. The Chairman of the Executive Committee may delegate his authorities to the executive and management in accordance with their duties, responsibilities and approval authority.
- **President** shall not be the same person as the Chairman of the Executive Committee and shall be considered as the highest rank in the management team. The President shall be responsible for carrying out the Company's business and/or managing day-

to-day operation as per the direction set forth by the Board of Directors and the Executive Committee as well as to consider and approve the transactions in ordinary course of business.

Term of the Directors

One-third or the proportion closest to one-third of all directors shall vacate office at each of the Annual General Meeting of Shareholders. In the first and second year after the Company was listed, a lot drawing shall be adopted. In the later years, directors holding the longest terms shall vacate office first. Any director vacating office on due term can be re-elected.

Apart from retirement upon the expiration of the term of office, the Directors shall vacate upon:

1. death;
2. resignation;
3. dispossession of qualification or possession of disqualification under the laws;
4. the meeting of shareholders resolving to remove any director prior to the expiration of his term of office with votes not less than three-fourths of number of shareholder attending the meeting and having the right to vote and the total number of shares being of not less than one half of number of shares held by shareholders attending the meeting and having the right to vote;
5. the court issuing an order to remove.

In the case where the whole Board of Directors vacate office, such Board of Directors shall remain in office as long as necessary to operate business of the company until the new board of directors assume office.

In the case of a vacancy of directorship for reason other than expiration of term of office, the Board of Directors shall elect a person possessed of qualifications as the replacement director in the next meeting of Board of Directors, unless the remaining term of office of the director is less than two months. The replacement director may hold only for the remainder of term of office of the director whom be replaced.

The Meeting of the Board of Directors

1. Regular Meeting of the Board of Directors will be held no less than 4 times per year and special meetings will be called as necessary. A schedule of the regular meetings will be fixed in advance for the whole year
2. Chairman of the Board of Directors and Chairman of the Executive Committee shall supervises and endorse the meeting agenda
3. Corporate Secretary is responsible for deliver meeting invitations together with meeting agenda and supporting document to each Board member for review at least 7 days before the meeting will take place
4. During the Board meeting, a director who has a conflict of interest in the agenda shall leave the meeting room during the discussion of, and the vote on, the transaction

The details of the Meeting of the Board of Directors was shown in the part of Management Structure, topic “the Meeting of the Board of Directors”

Supervision of Subsidiaries and Associate Companies' Operations

The Board of Directors determines and endorses the Company's vision, strategy, policy, business plan and budgeting in order to provide frameworks or targets for management to operate to achieve the goals set by the Board. The same endorsement of the Board applies to the Company's subsidiaries and associate companies as deemed appropriate with the following details.

1. The Company shall send its representatives, who are considered and approved in the Board meeting, to be directors in its subsidiaries and associate companies with the number according to the proportion of shares held by the Company.
2. The Board of Directors of each subsidiary and associate company has a scope of duties, authorities and responsibilities as follows.
 - (1) Perform their duties in accordance with the law, the company's objectives and articles of association as well as the resolutions of the board meetings and the

shareholder meetings, with duty of loyalty, duty of care, accountability and ethic.

- (2) Monitor and provide necessary advice to ensure that the subsidiaries and associate companies' operations comply with the related contracts and regulatory requirements.
- (3) Continually monitor the operating results of the subsidiaries and associate companies and provide necessary advice to ensure that their business performance are on track and that any obstacles or predicaments are handled and resolved appropriately and timely.
- (4) Review, monitor and provide necessary advice to ensure that the subsidiaries and associate companies have effective and efficient work processes and internal control system.
- (5) Review, monitor and take necessary actions to revise and improve key policies and business operation plans of the subsidiaries and associate companies regularly to ensure that they are up-to-date and fit the changing business environment.
- (6) The Board of Directors of the subsidiaries and associate companies may delegate its authorities to a director, or directors, or other persons to perform specific tasks. However, such delegation of authorities shall not include the granting a power of attorney and/or sub-attorney which empowers the person to approve the transaction made by such person himself/herself or made by other persons with a conflicts of interest, or may have benefit in any manners which poses a conflict of interest with the Company and/or the subsidiaries and/or the associate companies.

3. The Company shall determine work plans and key implementations to ensure that its subsidiaries and associate companies co-operate in the information disclosure of the business performance and financial status and other regulatory required information to the public, investors, related controlling bodies and government offices, in a complete, accurate and trustworthy manner.
4. In the event that the subsidiaries or associate companies need to enter into any connected transactions or transactions which might lead to a conflict of interest, the Company shall ensure and monitor that such transactions are fair and transparent by strictly complying with the connected and acquisition transactions regulations stipulated by the controlling bodies.
5. The Company shall monitor and take necessary actions and ensure that its subsidiaries and associate companies have internal control system as well as system and procedure to disclose material information appropriately and sufficiently.

Corporate Secretary

Corporate secretary has duties and responsibilities as follows.

1. Preparing and maintaining the following documents:
 - a) A register of directors
 - b) Notice and minutes of the Board meeting and annual report
 - c) Notice and minutes of shareholders' meeting
2. Maintaining Directors and Management's report on conflict of interest
3. Undertaking other duties as stipulated by the notifications of the Capital Market Supervisory Board

Independent Directors

It is stipulated in the composition of the Board of Director that at least one-third of its total members must be independent directors; and that there should be no less than 3 independent directors in the Board. The Board of

Director or the shareholders' meeting (as deemed appropriate) shall appoint independent director to be member of the Board.

Criteria for selection of independent director are aligned with those of the Company's director, having requisite qualifications of director and not having any untrustworthy characteristics as prescribed in the Public Limited Company Act, laws on the securities and exchange, as well as the related notifications, regulations and/or guidelines. Independent director shall have educational background, expertise, work experience and appropriate balance of skills. Generally, the shareholders' meeting shall appoint the nominated candidate to be the independent director. However, in the event that any independent director vacates his/her office before the term ends, the Board of Director may appoint a qualified person to replace the vacated independent director. The replacement director shall be in the office only for the remaining term of office of the director whom be replaced.

Following are qualifications of independent director stipulated by the Board.

1. Holding not exceeding one (1) per cent of the total number of voting rights of the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, including the shares held by related persons of such independent director.
2. Neither being nor having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, unless the foregoing status has ended at least 2 years prior to the date of submitting the request to SEC office. This prohibited qualification does not include independent director who is former government official or advisor to the government office which is the Company's major shareholder or controlling shareholder.

3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and son/daughter, including spouse of the son/daughter, to other directors, management members, major shareholders, controlling persons, or persons to be nominated as director, management or controlling person of the Company or its subsidiaries.
 4. Not having any business relationship with the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, that could be barrier to independent judgement. And not being or having been significant shareholder or controlling person of juristic person who has business relationship with the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, unless the foregoing status has ended at least 2 years prior to the date of submitting the request to SEC office.
 5. Neither being nor having been an auditor of the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, and not being a significant shareholder, controlling person or partner of an audit firm which employs auditors of the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, unless the foregoing status has ended at least 2 years prior to the date of submitting the request to SEC office.
 6. Neither being nor having been any profession advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million baht from the Company, its subsidiaries, associate companies, major shareholders or controlling shareholders, and neither being nor having been a significant shareholder, controlling person or partner of the professional advisor unless the foregoing status has ended at least 2 years prior to the date of submitting the request to SEC office.
 7. Not being a director who has been appointed as a representative of the Company's director, major shareholder or shareholders who are related to the Company's major shareholder.
 8. Not undertaking the business with the same nature or which is a significant competitor of the Company or its subsidiaries; or not being a significant partner in the partnership nor an executive director, staff, employee, advisor who receives salary or holding more than one (1) percent of the total shares with voting rights of the company which undertakes business with the same nature or which is a significant competitor of the Company or its subsidiaries.
 9. Not having any characteristics which make him/her incapable of expressing independent opinion with regard to business operations of the Company and its subsidiaries.
 10. Not being the director who is authorized by the Board to make decision in the operation of the Company, its subsidiaries, associate companies, same-level subsidiaries, major shareholders or controlling shareholders and;
 11. Not being the director of any listed company, subsidiary company or same-level subsidiary company.
- Additionally, at least one independent director who is a member of the Audit Committee must have knowledge, understanding or experience in accounting or finance sufficiently to perform the main duty of the Audit Committee in reviewing and ensuring the trustworthiness of the Company's financial reports. The Company shall also consider other qualifications of the independent director i.e. business experience, expertise in specific line of business, and ethical qualities.

Subcommittees

The Board of Directors has established the subcommittees i.e. Audit Committee, Nomination and Remuneration Committee to perform their duties of specific affairs and to propose related issues for the Board to consider or endorse. The Board has approved the charter of each subcommittee which sets forth the duties and responsibilities of the subcommittees and shall be published in the Company's website. Following are brief details of each subcommittee.

1. The Audit Committee

The Audit Committee has been established with the objectives to provide assistance to the Board of Directors in fulfilling its oversight responsibility relating to the accuracy of the Company's financial statements, the effectiveness of the Company's internal control, the Company's compliance with laws, regulations and the code of conduct in order to promote its good governance. Additionally, according to resolution of the Board of Directors meeting No.1/2014 on 18 March 2014, the Audit Committee has been assigned to take an additional duty to oversee and monitor the Company's overall risk management. Therefore, the Audit Committee has assigned the Executive Committee to gather, analyze and assess the risk factors which related to the Company's business operation, as well as to propose the guidelines for the Company's risk management program to the Audit Committee and the Board of Directors. The Audit Committee shall perform its duties in reviewing the risk management program and its implementation as well as in preparing the audit committee report which is to be included in the Company's annual report.

The Audit Committee comprises of solely independent directors with the number of member not less than one-third of total members of the Board of directors and at least one member of the Audit Committee shall be financially literate or shall have background in accounting or finance sufficiently enough to perform the duty of reviewing the accuracy of the Company's financial statements. Chairperson of the Audit Committee shall be appointed by the Board of Directors or by the voting of all members of the Audit Committee. In order to support the Audit Committee to perform its duties effectively and properly, the Board of Directors has established and approved the Charter of the Audit Committee which prescribed about its objectives, composition and qualifications, term of office, scope of

authorities and duties, committee meeting, etc. Detailed information has been disclosed on the Company's website.

Authorities, Duties and Responsibilities

Following are authorities, duties and responsibilities of the Audit Committee:

- To ensure that the Company's financial reporting are accurate and adequate;
- To ensure that the Company has suitable and efficient internal control system and internal audit; ensure the independence of internal audit team; and to approve decisions regarding the appointment, transfer, or dismissal of the chief audit executive and/or the employment of an internal auditing company or other department responsible for internal auditing;
- To ensure the Company's compliance with the securities and exchange law, regulations of the Stock Exchange of Thailand or laws relating to business of the Company;
- To consider, select and nominate independent personnel to be an external auditor of the Company, including recommendation of remuneration of the external auditor to the Shareholder Meeting for approval; and to meet separately with the external auditor without the presence of management at least once a year;
- To consider all connected transactions or transactions that may cause conflicts of interest; to ensure that they are in compliance with the laws and SET regulations, rationale and for the highest benefit of the Company;
- To prepare the audit committee's report and to disclose in the Company's annual report, which the report shall be signed by the Audit Committee's chairperson and shall be consisted of at least the following information:
 - (1) an opinion on the accuracy, completeness and trustworthiness of the Company's financial report
 - (2) an opinion on the adequacy of the Company's internal control system
 - (3) an opinion on the compliance with the law on securities and exchange, the regulations of the Stock Exchange of Thailand, or the laws relating to the Company's business
 - (4) an opinion on the suitability of an auditor
 - (5) an opinion on the transactions that may cause conflicts of interest

- (6) the number of the audit committee meetings and the attendance of such meetings by each committee member
- (7) opinions or overall observations that the Audit Committee received while performing its duties according to the charter
- (8) other transactions which should be known to the shareholders and general investors according to the scope of the Audit Committee's duties and responsibilities assigned by the Board of Directors
- While performing its duties, if the Audit Committee discovers or suspects any following transactions or activities which may have material impact on the financial status or operating result of the Company, the Committee shall report the findings to the Board of Directors to take remedial actions within the time frame that the Committee considers appropriate:
 - (1) transaction which cause conflicts of interests
 - (2) fraud or irregularity or material deficiency in the internal control system
 - (3) infringement of the law on securities and exchange, the regulations of the Stock Exchange of Thailand or the laws relating to the Company's business

In the event that the Board of Directors or the management do not take any remedial actions within the set time frame, any Audit Committee member may report such transactions or activities to the Office of the Securities and Exchange Commission or the Stock Exchange of Thailand

- To perform any activities assigned by the Company's Board of Directors with the approval of the Audit Committee
- At least once per year, review the Committee Charter and annual performance assessment of the Committee

2. The Nomination and Remuneration Committee

The Nomination and Remuneration Committee is a part of good corporate governance system. The committee has a duty to consider and determine remuneration package of members of the Board and each committee to propose for the Board of Directors for concurrence before submitting to the shareholders' meeting for approval.

The Nomination and Remuneration Committee comprises at least three (3) directors from the Company's Board of Directors and one third of total members of the Committee members must be independent directors; Chairperson of the Committee must also be an independent director. Members of the Nomination and Remuneration Committee shall be appointed by the Board of Directors.

In addition, the Board of Directors has established and approved the Charter of the Nomination and Remuneration Committee which prescribed about its objectives, composition and qualifications, term of office, scope of authorities and duties, committee meeting, etc. Detailed information has been disclosed on the Company's website.

Authorities, Duties and Responsibilities

- Ensure that the structure, size and composition of the Board of Director are appropriate for the Company and the changing business environment
- Develop criteria for the Company's director; Screen and identify, in a transparent way, a qualified candidate to propose for the Board endorsement before proposing to the shareholder meeting for approval of appointment
- Screen and identify, in a transparent way, a qualified candidate for the position of President to propose to the Board for approval and appointment
- Develop succession plan for the President position and regularly revisit the plan and its progress
- Design a fair and sensible remuneration plan and related criteria for the Company's directors, members of each committee and the Company's President by considering referenced information of compensation in other companies in the same or similar industries; propose such remuneration plan for directors and committee members to the Board for endorsement before proposing to the Shareholder meeting for approval
- Evaluate the performance of the Company's President in order to assess the adequacy of his/her remuneration package; make recommendations regarding the overall compensation plan and other fringe benefits of the Company's employees proposed by the President's preliminary advice

- Review, change and amend this Nomination and Remuneration Committee Charter to keep up with the changing situation and submit any proposed revisions to the Board of Directors for consideration and approval
- Perform other duties assigned by the Board of Directors

To perform its duties, the Nomination and Remuneration Committee may seek any information it considers necessary from the management, department heads or related employees by asking them to attend the meeting, make statement or submit written related documents as necessary. In addition, under the duties and responsibilities, authorities of this charter, the Nomination and Remuneration Committee may seek external independent professional advisor or specialist in other professions as deem necessary at the Company's cost.

3. The Executive Committee

The executive committee has been established with the objective to assist the Board of Directors in the management of normal business operation in order to achieve effective and efficient business results. The executive committee shall assist the Board in establishing policies, business plans, budgeting, management structure as well as in monitoring and reviewing the operation results of the Company based on the Board's direction and policy. The Board of Directors shall select and appoint members of the executive committee who must be competent, having a good understanding of their duties and responsibilities and of the Company's businesses, with the aim for the highest benefit of the Company.

In each meeting of the executive committee, the agenda shall include reviewing of business operating results, supervising and directing of business matters according to the annual business plan approved by the Board of Directors, approving legal agreements and contracts as assigned by the Board, tracking of management team's operational progress and providing recommendations and guidelines for business administration and management.

Authorities, duties and responsibilities

In the Board of Directors meeting no 2/2013 on December 24, 2013, the Board approved the scope of authorities, duties and responsibilities of the executive committee as follows:

- The executive committee has a duty to manage the Company's business in order to achieve the objectives of the Company in accordance with the policies, regulations and orders determined by the Board of Directors. The committee also has a duty to consider, review and screen all business matters to be proposed to the Board of Director for concurrence or for approval
- To prepare visions, business strategies, business directions, business policies, goals, guidelines, implementation plans and budgets of the Company and its subsidiaries and propose to the Board of Directors for consideration and approval
- To check and monitor that the implementations of business operational policies and guidelines as assigned by the Board are effective and efficient
- To consider and approve normal operation matters or specific business matters within the planned estimations or the annual budgets which are approved by the Board; and to approve any expenses as specified in the Company's delegation of expenditure approval authorities;
- To report to the Board of Directors the progress of the following reporting which must be done within the provided timeframe.
 - (1) Quarterly report of the Company's operating results to be submitted within the time frame set by the Stock Exchange of Thailand
 - (2) Auditor report of the Company's financial statements which include annual financial statements and quarterly financial statements to be submitted within the time frame set by the Stock Exchange of Thailand
 - (3) Other reports which the executive committee considers appropriate
- To consider and determine any business matters in accordance with its duties and authorities given that the quorum for a meeting must be one half of its total members

- Each member of the executive committee has one vote on each matter. If the numbers of votes for and against a proposal are equal, the Chairman of the committee has a casting vote
- To determine any resolutions by the executive committee requires majority vote of not less than half of the members present and vote at a meeting
- A meeting of the committee shall be convened as necessary and appropriate. Each member may call for a special meeting apart from the regular meetings on the condition that the notification, agenda and sufficient information must be delivered to other members in a timely manner so that all members can perform their duties in such meeting
- The executive committee may appoint any working group and/or any person to screen and review business matters to be proposed to the committee or to perform any duties which shall benefit the committee's performance or to perform any duties as delegated by the committee within the scope of duties and authorities of the executive committee
- The executive committee may authorize and/or delegate other persons to perform specific tasks by granting a power of attorney and/or sub-attorney, given that the authorization must be limited to the scope stated in such power of attorney and/or complied with the rules, regulations or orders specified by the Board of Directors.

The executive committee's delegation of authorities shall not be in the manner which empowers the member of the executive committee or the authorized person to approve the transaction made by such person himself/herself or made by other persons who may have a conflicts of interest (as defined in the notifications of the Securities and Exchange Commission or the Capital Market Supervisory Board), or may have an interest or may benefit in any manners, or may have other conflict of interest with the Company or its subsidiaries.

Succession Plan

To comply with the principle of good corporate governance, the Company has prepared succession plan by specifying the qualifications of candidate for the key positions which are Directors or management of the Company with the rank of vice president and above. The Nomination and Remuneration Committee has a duty to, properly and transparently, select and nominate the qualified candidate with the right talent to manage the Company and achieve its objectives and the set goals, and without possessing any prohibited characteristics as defined by law. Selected candidate shall be proposed to the Board of Direction for approval. The Company also encourage its shareholders to propose the qualified candidate for director position. The Nomination and Remuneration Committee shall check and verify the candidate's qualifications before proposing him/her for the position in the shareholders' meeting to get resolution regarding the appointment to the position.

Selection and Composition of the Company's President

The candidate for the President shall be nominated by the executive committee, selecting from its members during the period of the nomination, and proposed to the Board of Directors to approve the appointment of such candidate to the position of the Company's President.

Performance Evaluation of the Board of Directors and Subcommittees

The Company has a policy that the Board of Directors and each committee shall perform their self-evaluation at least once a year so that the Board and each committee shall be able to review their achievements, issues and obstacles during the past year. The evaluation results will be useful for the further improvement of the Board and each committee to be more effective and efficient. The Company has designed the "Board and Committee Self-Evaluation Form" based on the principles of good corporate governance guided by the Stock Exchange of Thailand.

In 2016, the Board and each committee have performed their self-evaluations and have reported the results to the Board of Directors meeting no.1/2017 on 14 February 2017.

As for the process of the self-evaluation of the Board and each subcommittee in 2016, the Company Secretary has delivered the evaluation form to each director and member of each subcommittee to perform their self-evaluation as the Board or as the subcommittee and then to return the completed form to the Company Secretary for summarising and reporting the results to the Board of Directors meeting.

I. Performance Evaluation of the Board of Directors

The Company has used the “Board self-evaluation form” which was designed based on the principles of good corporate governance guided by the Stock Exchange of Thailand, including the 6 main topics and rating scale as follows:

1) The Board Structure and the Directors’ Qualifications	The rating scale includes:- Over 85% = Excellent Over 75% = Good Over 65% = Fair Equal or less than 50% = Need Improvement
2) Role, Duties and Responsibilities of the Board	
3) The Board Meeting	
4) Director’s Performance	
5) Relationship with the Company’s Management	
6) Director’s Self-Development and Management’s Development	

The results of the self-evaluation of the Board of Directors’ performance in 2015 and 2016 are summarized as follows.

No	Topics	2015		2016	
		Score (%)	Rating	Score (%)	Rating
1	The Board Structure and the Directors’ Qualifications	88	Excellent	88	Excellent
2	Role, Duties and Responsibilities of the Board	88	Excellent	87	Excellent
3	The Board Meeting	94	Excellent	94	Excellent
4	Director’s Performance	93	Excellent	95	Excellent
5	Relationship with the Company’s Management	90	Excellent	94	Excellent
6	Director’s Self-Development and Management’s Development	88	Excellent	90	Excellent
Average		90	Excellent	91	Excellent

Performance Evaluation of the Subcommittees

The Board of Directors has arranged the performance evaluations for each subcommittee of the Company including the Audit Committee and the Nomination and Remuneration Committee so that they can review the achievements in the past year and use the evaluation results to further improve their performance to be more effective in their function.

As for the process of the self-evaluation of the subcommittee in 2016, the Company Secretary has delivered the evaluation form to each member of each subcommittee to evaluate the performance of his/her subcommittee. The Company Secretary then summarizes and reports the results to the Board of Directors.

1. The Audit Committee

The Company has used the “Audit Committee self-evaluation form” which was designed based on the principles of good corporate governance guided by the Stock Exchange of Thailand, including the 3 main topics and rating scale as follows:

- 1) The Committee Structure and its Members’ Qualifications
- 2) Effectiveness of the Committee Meeting
- 3) Role, Duties and Responsibilities of the Audit Committee

The rating scale includes:-
Over 85% = Excellent
Over 75% = Good
Over 65% = Fair
Equal or less than 50% = Need Improvement

The results of the self-evaluation of the Audit Committee’s performance in 2015 and 2016 are summarized as follows.

No	Topics	2015		2016	
		Score (%)	Rating	Score (%)	Rating
1	The Committee Structure and its Members’ Qualifications	89	Excellent	90	Excellent
2	Effectiveness of the Committee Meeting	96	Excellent	97	Excellent
3	Role, Duties and Responsibilities of the Audit Committee	86	Excellent	87	Excellent
Average		94	Excellent	96	Excellent

2. The Nomination and Remuneration Committee

The Company has used the “Nomination and Remuneration self-evaluation form” which was designed based on the principles of good corporate governance guided by the Stock Exchange of Thailand, including 3 main topics and rating scale as follows:

- 1) The Committee Structure and its Members’ Qualifications
- 2) Effectiveness of the Committee Meeting
- 3) Role, Duties and Responsibilities of the Nomination and Remuneration Committee

The rating scale includes:-

- Over 85% = Excellent
- Over 75% = Good
- Over 65% = Fair
- Equal or less than 50% = Need Improvement

The results of the self-evaluation of the Nomination and Remuneration Committee’s performance in 2015 and 2016 are summarized as follows.

No	Topics	2015		2016	
		Score (%)	Rating	Score (%)	Rating
1	The Committee Structure and its Members’ Qualifications	79	Good	82	Good
2	Effectiveness of the Committee Meeting	83	Good	88	Excellent
3	Role, Duties and Responsibilities of the Nomination and Remuneration Committee	75	Good	83	Good
Average		80	Good	84	Good

Performance Evaluation of the President

The appraisal topics used for performance evaluation of the President are separated into 3 sections according to the guideline by the Stock Exchange of Thailand, including:-

Section 1: Progress of business plan

Section 2: Performance evaluation of the following dimensions

- 1) Leadership
- 2) Strategy Formulation
- 3) Strategy Execution
- 4) Financial Planning and Performance
- 5) Relationships with the Board
- 6) External Relations
- 7) Human Resources Management and Relations
- 8) Succession
- 9) Knowledge of Products and Services
- 10) Personal Qualities

Section 3: Development

- 1) What are strengths that the President should maintain?
- 2) What should be the area for personal improvement of the President in the coming year?

Remunerations of the Board of Directors and Subcommittee

The Company shall decide proper remunerations of the Board of Director and subcommittee based on the comparison with director's remuneration by the leading listed companies and other companies in the same industry with the consideration of the Company performance as well. All directors' remunerations in the Board and of each subcommittee must be approved by the shareholders' meeting.

New Directors' Orientation

Newly appointed director shall attend the induction program which includes the overview of the Company's business, rules and regulations and other important information for the director's duties, as well as the review of minutes of the Board meetings and the Audit Committee meetings in the past. The other members of the Board and the Company's executives shall also be introduced in the session. In addition, the Company has a policy to support all directors to attend training programs and seminars to enhance their knowledge in performing their duty as director.

Training or seminar programs for director's development

The Board of Directors recognizes the importance of director's development. Each year the Company's directors have attended the training programs arranged by the Thai Institute of Directors (IOD) and other institutes on a continual basis in order to enhance their personal development and to broaden their perspective and knowledge and apply them with the Company's business.

In 2016, there was one director who attended the training program. Mr. Chanchai Phansopha who is the Company's director, member of the executive committee and president, has attended the Director Certification Program (DCP) during 16 - 22 October 2016.

Section 6: Connected Transactions

The Company has recognized the importance of undertaking business transactions transparently and only for the benefit of the Company. Therefore, the Company sets a policy to focus on preventing transactions which may lead to a conflict of interest, connected transactions and intercompany transactions, with following details.

1. Management and all employees must strictly follow the Company's Code of Conduct to build the reliable and trustworthy reputation of the Company among all stakeholders. Dissemination of the Code of Conduct must be done regularly to ensure same understanding and same practice among all employees.
2. Directors and management must notify the Company of any relationship or connected transaction which may lead to a conflict of interest.
3. Connected transactions must be reported to the Audit Committee to consider and give their opinion before proposing for approval to the Board or to the shareholders' meeting. The process must be complied with the principle of corporate governance and the regulatory requirements of the Stock Exchange of Thailand and the Securities and Exchange Commission.
4. To review and consider the connected transactions, the Company may appoint independent appraiser or independent financial advisor (as the case may be) to give the opinion in the material connected transactions.
5. To enter into any connected transaction, the Company will set the price and conditions based on the arm's length method to ensure fair, reasonable and highest benefit to the Company.
6. Directors or management who have an interest in the connected transaction shall not approve or vote for resolution of such transaction and its related matters.

Section 7: Internal Controls

The Board of Directors shall ensure that the Company's internal control system covering all aspects, financial and operational, in order to comply with the laws, rules and regulations. Control mechanism as well as checks and balances must be in place and efficiently enough to protect the Company's assets. There must be the documentation of the delegation of authority, responsibilities of management and staff relating to check and balance duty, and operational procedures of each work unit. Internal Audit team shall work independently and shall be responsible for auditing the operation of each work unit as per the regulations, and for evaluating the efficiency and sufficiency of internal control measures of such work unit.

Monitoring and Concerning the Inside Informations

The Company established the policy and guideline its directors and executives to exploit the undisclosed inside information of the Company for personal benefit as follows.

1. The Company shall educate to its directors and executives regarding their duty to prepare and disclose reports to the Securities and Exchange Commission Office on his/her securities holding and the holding of the securities of the Company by his/her spouse and minor children to comply with Section 59 and Section 275 of the Penal Provisions under the Securities Exchange Act of 2535 (as amended); and to report the acquisition or disposition the Company securities by himself/herself, his/her spouse and minor children in order to comply with Section 246 and Section 298 of the Penal Provisions under the Securities Exchange Act of 2535 (as amended).

2. The Company directs to its directors, executives, his/her spouse and minor children shall prepare and disclose reports to the Securities and Exchange Commission Office on his/her securities holding and the holding of the securities of the Company by his/her spouse and minor children and changes in such holdings to comply with Section 59 and Section 275 of the Penal Provisions under the Securities Exchange Act of 2535 (as amended); and to submit the copy of such reports to the Company on the same day the report is submitted to the Securities and Exchange Commission Office.
3. It is prohibited for the Company's directors, executives and employees who have access to inside information of the Company to use such information for trading of the Company's securities; and also such person shall not disclose the inside information to another person who may use such information to gain the identical benefit basis. . If the situation occurred, both of the insider and the receiver who exploit the information may be accused by law. Besides, the Company considers this violation as a disciplinary offense according to the Company's work regulations that the Company will consider the penalties as appropriate on the case basis i.e. verbal warning, written warning, suspension, or employment termination in term of dismiss, discharge or disemploy or resign from the director as the case basis.
4. It is prohibited for the Company's directors, executives and employees or former directors, executives and employees who already resigned from the Company to disclose any inside information of the Company, its trading secret or confidential information of the Company's business partners, which come to their knowledge while they are or were on duty, regardless of whether the disclosure of such information shall cause damage to the Company and its business partners or not.
5. The Company's directors, executives and employees or former directors, executives and employees are responsible for maintaining the confidentiality and/or inside information of the Company; and are responsible for the use of inside information for the sake of the Company business operation as permitted by the Securities and Exchange Act. It is prohibited for directors, executives and employees of the Company to exploit the confidential information and/or any inside information of the Company for the benefit of other companies that they are shareholders, directors, executives, employees and staff.

In addition, directors and executives and employees of the Company must be cautious when trading the Company's securities during one month before the financial statements or inside information to be announced publicly; and during the period of 24 hours after the inside information disclosed to the public. The person involving inside information must not disclose such information to anyone until the information already filed to the Stock Exchange of Thailand.

Section 8: Anti-Fraud and Anti-Corruption Policy

The company has joined the Thailand's Private Sector Collective Action against Corruption (CAC) and the Board of Directors has established the Anti-Fraud and Anti-Corruption Policy. All directors, committee members, management and employees of the Company are prohibited from performing or accepting fraudulent or corruption attempts in any forms, directly or indirectly, in all aspects of the Company's businesses. Monitoring on compliance with the anti-corruption policy shall be made on regular basis. Guidelines, procedures and practices defined in this policy shall be consistently reviewed to ensure compliance with changes in business, regulatory, article of association and any legal requirements. The details in part of Social Responsibilities topic "2) Anti-corruption".



◆— Think well and do it right —◆

“...Every problem whether big or small will have the solution if we can think well and do it right.

To think well is not the thinking with abacus or computer. Even though the world nowadays has been evolved much, there is not still any wonderful tool that can completely solve the problems. Analyzing the problem requires intelligence.

We should always think with consciousness in order to stop and prevent carelessness and prejudice from happening.

This will help us use the intelligence to consider the problems in a precise way. We can realize the relation between the causes and effects in a process clearly in all steps...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Thammasat University

Thammasat University Hall
Thursday 1st September 1996



Social Responsibility

Corporate Social Responsibility (CSR) Policy

The Board of Directors recognizes the importance of good corporate governance and social responsibility practices which would be the key success factors for the Company and will crucially elevate its performance for sustainable growth. The Board has established the written Corporate Governance Policy and Code of Conduct covering major work processes in the Company, with regards to all stakeholders, communities, society and environment, to be strictly complying with all laws and regulations relating to its business operation.

Following are the policies of the Company and its subsidiaries to operate the businesses with commitment to create economic, social and environmental balances for the sustainable future.

1. Fair business practices

Focusing on business operation which promoting free trade business competitions, fair and honest practices under legal and business ethical framework, the Company shall avoid any practices which may lead to a conflict of interest. The Company has also established the Inside Information Policy to govern the use of inside information by the employees or management for the benefits of themselves or their associates. Additionally, with the purpose to treat all stakeholders i.e. shareholder, customer, employee, business partner, competitor, debtor, community, society and environment, with fairness, the Company has established the Code of Conduct to provide guidelines and codes to all stakeholders. Details were published in the Company website.

2. Anti-corruption

The Company has determined the responsibility, the practical way and any other regulations in order to prevent any fraud or corruption in every single activity of the Company. These policy will be implemented and directed to consider or make decision regarding business risks in part of fraud and corruption provisions, as a result, the Company has established this “Anti-Fraud and Anti-Corruption Policy” in form of the code so as to be the guidelines of business operation.

Additionally, the Board of Directors has passed a resolution for the Company to join Thailand’s “Private Sector Collective Action against Corruption (CAC)” by submitting a declaration of intent, which has been acknowledged by the Chairman of CAC Council since 1 July 2015.

Definition

Fraud or Corruption means bribery in every forms; any offers, promises to grant the request, requests, demands, the act of taking or receiving monetary or material benefits or intangible benefits inappropriately; as well as any dishonest collusive actions with third parties i.e. government officials, direct or indirect responsible persons or officers in other private organizations by abusing an entrusted power to perform or omit to perform their duties for personal or business interest. The only exception is when such act is allowed by laws, regulations, announcements or cultural traditions and norms

Anti-fraud and Anti-corruption Policy

All directors, committee members, management and employees of the Company are prohibited from performing or accepting fraudulent or corruption attempts in any forms, directly or indirectly, in all aspects of the Company’s businesses. Monitoring on compliance with the anti-corruption policy shall be made on regular basis. Guidelines, procedures and practices defined in this policy shall be consistently reviewed to ensure compliance with changes in business, regulatory, article of association and any legal requirements.

Duties and Responsibilities

1. Board of Directors is responsible for setting policy and monitoring the system which support the prevention and protection against fraud or corruption effectively, ensuring that management is well recognize and focus on the anti-fraud or anti-corruption including develop its to be the culture of the Company.
2. The Audit Committee has duties and responsibilities to review and ensure that the Company's accounting and financial reporting system and internal control system incorporating measurements to prevent and detect fraud and corruption activities.
3. The Executive Committee and the President are responsible for determining the system and support the anti-fraud and anti-corruption policy and communicate to all employees and all related parties and also be responsible for consistently reviewing this policy to ensure that it is align with changes in business, regulatory, article of association and any legal requirements.
4. Head of Internal Audit Division has duties and responsibilities to check and monitor work processes and operational practices to ensure compliance with policies, procedures, regulations, article of association and legal requirements; and to ensure that control functions and internal audit of the Company are complied with anti-fraud and anti-corruption policy or corrupt; and to report any incidents or findings directly to the Audit Committee.
2. The Board of Directors, members of Committees, executives and employees at all levels shall not neglect or ignore when exposed to any practice that is, or is reasonably suspected of fraud and/or corruption; they must promptly report to responsible work units and be co-operative in the investigation process;
3. The Company will ensure fairness and protect employees who refuse to participate in the fraudulent and/or corruption scheme, and who report fraud and/or corruption incidents by using whistleblower protection measures;
4. The Company shall take disciplinary actions in accordance with the Company's rules and regulations to those who commit fraud or corruption and that person may be penalized by the existing laws if it's the legal offences;
5. The Company shall disseminate, communicate and educate to all related parties the knowledge, regulations and restrictions regarding the anti-fraud and anti-corruption policy in order to comply that policy;
6. The Company shall continue to build a corporate culture of integrity and zero tolerance to fraud and/or corruption in its relationship with external parties both the public and private sectors.
7. This anti-fraud and anti-corruption policy covers the Company's personnel management processes regarding the recruitment and selection of personnel, promotion, training, performance evaluation and compensation. Supervisors at all levels shall communicate to their staff to comply with the policy and its rules and regulations;
8. For clarity purpose, when performing their duties in the risk area that is sensitive or related to fraud or corruption, the Company has set out the guidelines and the consideration process for the directors, members of committees, executives and employees at all levels to carry out business operation with carefully manners as contained below:

Guidelines and Procedures

1. The Board of Directors, members of Committees, executives and employees at all levels must comply with the anti-fraud and anti-corruption policy in strictly. Notwithstanding, they shall not involve to any fraud or corruption both of direct or indirect;

8.1 Gift, memento, entertainment and expenses of the same nature

Giving or receiving gifts, mementoes, entertainment and expenses of the same nature shall comply with the Company's Code of Conduct.

Practice Guidelines

1. Must be complied with traditional practices.
2. The Board of Directors, committee members, management and employee must not demand or promise to take any personal benefits from customers, business partners or any persons when performing their duties for the Company.
3. The Board of Directors, committee members, management and employee may accept any traditional and lawful gifts of nominal value given during festive seasons. However, if the estimated value of such gift exceeds 5,000 baht (five thousand baht), the gift will be treated as the Company's asset and the receiver must report and submit the gift to the Company's Procurement and Administration Department.
4. The acceptance of any gifts must be lawful and complied to regulatory requirements and good corporate governance policy and other related policies of the Company.
5. In the event that the authorized officer or direct supervisor decides that the acceptance of the gifts, mementoes or any kinds of special offering is not appropriate, the receiver must immediately return such gift back to the giver. If the returning of such gift is not possible, the gift must be treated as the Company's asset and submitted to the Company's Procurement and Administration Department.
6. The gifts or mementoes for special occasions, i.e. joint-venture contract signing ceremonies, awarding ceremonies, CSR activities, etc are allowed all level of employee to accept the gifts representative the Company. The employee shall report the acceptance of such gifts and keep them as the Company's assets.

8.2 Donation for charity or supporting fund

Giving or receiving cash donation or supporting fund must be transparent and lawful and without the intention of convincing other parties to undertake inappropriate actions.

8.3 Business relationship with public sector

Do not give or receive bribes for any businesses and transactions in all countries and all agencies involved with the Company. Any contacts with governmental offices must be transparent and in accordance with the laws.

8.4 Political association

The Company is neutral in matters of politics without advocating any parties. The Company respects the rights, under the constitution, of its directors, members of committees, executives and employees at all levels to participate in political activities. However those actions of such persons shall not affect the roles and responsibilities with the Company and the need to comply with the relevant law.

Whistleblowing channel

How to file complaints and report incidents

Following are channels and methods for filing complaints and report incidents to the Company.

1. Filing complaints or whistleblowing can be done verbally or in written;
2. Submitting to the Company via e-mail address: internalaudit@theplatinumgroup.co.th or;
3. Mailbox for complaints or whistleblowing provided by the Company or;
4. Sending a letter to Chairperson of the Audit Committee (who is an independent director) at the following address

Internal Audit Department

The Platinum Group Public Company Limited
222/1398, 11th Floor, The Platinum Fashion Mall Building Petchaburi Road, Petchaburi Sub-district, Ratchathewi District, Bangkok 10400

5. In case that the complainant chose not to disclose his/her name, he/she is required to provide sufficient detailed facts or valid evidence to prove reasonable grounds to believe that there are breaches of laws, regulations, the Company's articles of association and business codes of conduct; or fraud or corruption.

Complaints filing or incidents reporting shall be treated as highly confidential. The complainants or the whistleblower can report to the Company through more than one channel without reveal their identity. However, if their identities are disclosed to the Company, it will be helpful for the Company to report the investigation outcomes or inform any additional information relating to the complaint.

3. Respect of human rights

Human Rights means the fundamental rights inherent to all human beings to be granted and protected from discrimination due to differences in physical appearance, mentality, race, nationality, religion, sex, language age, colour, education, social status or any other status. The rights must also comply with national constitutions of each country and with all of the obligations of treaties or international agreements governed in such country.

Practice Guidelines

1. We will treat each other with respect and equality and will not discriminate on the basis of physical appearance, mentality, national or ethnic origin, religion, sex, language, age, colour, education, social status or any other status.
2. We will be cautious when performing our duties, as well as when working with our business partners, to mitigate the risk of human rights violation in our business operation. We will observe and monitor the respect of human rights and will immediately report to the management if witness any violation.
3. Fair treatment will be applied, without any discrimination, in every employment process, i.e. recruitment, remuneration, working hours and day-off, delegation of duties, performance evaluation, training and development, career planning, or any other employment-related decision.

We will not use any forced labour, labour trafficking or illegal child labour. No employees should be punished by either physical or mental torture in the form of threatening behaviours, retaining, threats, harassing or any acts of violence.

4. Fair treatment of employee

The Company has guidelines to treat its employee with fairness as follows:

1. Respect employee in accordance with the rule of respecting human rights as details prescribed under item no 3) Respect of Human Rights.
2. Adhere to laws and regulations relating to labour law and employee welfare.
3. Manage employee fairly and with integrity, avoiding any wrongful treatments which may affect their career advancement or job security.
4. Provide employee compensation which is properly reflecting their duties and responsibilities and external market values with the objective to motivate the employee to perform their works and to put forth their best effort. And establish a fair and transparent performance evaluates process by direct supervisor.
5. Provide proper employee welfare, maintaining a healthy and safe work environment.
6. Promote employee development continually, providing training programs to enhance skills and knowledge for staff at all levels.
7. Any rewards or punishments to be applied to employees must be based on fairness, honestly and without any prejudice.

5. Consumer responsibilities

Following are the Company's guidelines about consumer responsibilities.

Rental and Services Business

1. For tenants of the Platinum Fashion Mall, the Company has assisted them from the start, facilitating the shop decoration or renovation, transportation of goods and co-ordination with related offices.
2. Provide in-mall security services to ensure that both tenants and their customers feel confident and secured when visiting our Platinum Fashion Mall i.e CCTV, security guards, firemen, and all necessary standard equipment which are ready for emergency use at all time.

3. In-mall medical room is located on the 3rd floor, zone 1 to serve anyone who is injured or taken ill on the premise for first aid care. In case that the person needs to be transferred to the hospital, the staff will co-ordinate with the external ambulance.
4. Specific team is assigned to be responsible for monitoring, checking and assisting in case of any crimes happened with the tenants and their customers e.g. pickpocketing, mobile phone snatching, or any other forms of theft.
5. Customer service counter is set up to assist customers by providing information both in Thai and in English regarding shop information, routing within the mall or when someone gets lost in the mall.

Hotel business

1. The Company has a policy to use only environmental-friendly water-based cleaning solution, dish washing solution and insecticide spray, with consideration of the health of hotel customers especially those who might be allergic to chemicals.
2. The Company has provided facilities for disabled person i.e. elevator button for blind or visually impaired person, public toilet for disabled and hotel room with extra-width doors for customer using wheel-chair.
3. The Company invites external lecturer to train programs regarding fire fighting procedures, fire emergency plan, evacuation and escape routes, basic first aid practice and bomb threat awareness program.
4. The Company is against the sexual exploitation of children under the age of 18 and child pornography. We have arranged training program based on the film, We Act Together for Children (WATCH) to raise awareness of child protection, how to combat against child abuse and trafficking, and how to handle hotel guest who might aim to have sexual relationship with children, boy or girl. The Company does not support any prostitution or sex trade on our premise.

6. Environment conservation

The Company's policy is to support activities that enhance the quality of health conditions, overall environment and work environment to ensure safety and well-being of its employees and their properties. Details are as follows.

Reducing the use of electricity

In 2016, the Company has established an energy conservation policy to consistently reduce its expenses on energy consumption and has invested in the replacement of the existing conventional lamps with LED bulbs which consume less energy. This investment will reduce the costs of bulb replacements in long term as LED bulb also has a longer lifespan.

Water saving

The Company has promoted the campaign for water saving in the Platinum Fashion Mall and has received the award of water saving competition, namely "Help our people, help our nation, help save water" from the Metropolitan Waterworks Authority (MWA). We have been ranked among the top 5 business premises which can mostly reduce the water consumption from 10-48% during the month of August to September 2015 and the award have been given to the Company in February 2016.



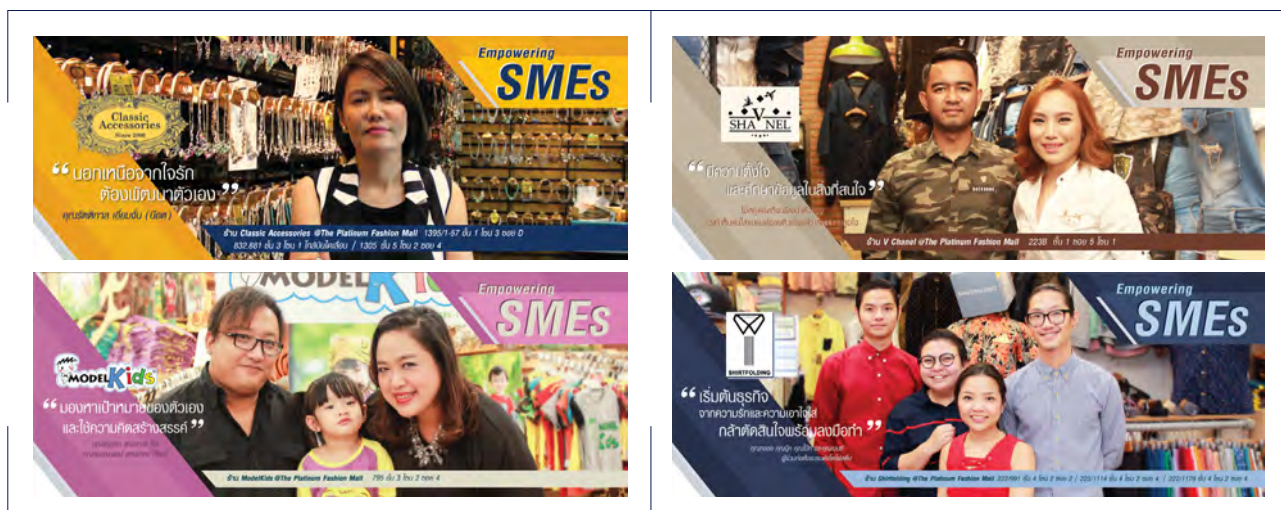
Waste water treatment

The Company has waste water treatment facilities which are in accordance with the effluent wastewater standards set forth by the Bangkok Metropolitan Administration and has passed the test conducted by the Pollution Control Department. Additional microorganism process is used to improve the efficiency of the system.

7. Community and social development

In 2016, the Company has carried out activities for the benefit of customers, communities, society and environment with the aim to create better living standards for Thai people and reinforce a strong and sustainable foundation for the society, through the following programs and events.

7.1 Capacity enhancement programs for retail tenants in mall



- The Platinum Empowering SMEs Program**

The Company supports the tenants who own unique and differentiate products of Thai brand with the pilot of 20 shops. The program provides a comprehensive potential development ranging from expanding sales channels with the Business Matching activities with the major target foreign markets i.e Singapore, Hong Kong, Malaysia, Indonesia, etc. The Company supports both marketing and public relation of the events. The development

programs also include knowledge training of production, shop decoration, financial and accounting, loan lending and English skills.

The program will not only enable our tenants to expand their business globally but also to make the Platinum Fashion Mall the global destination of Thai designers wholesale fashion shopping mall

- Tenant development activities to enhance their knowledge and skill, develop their potentials and expand their business, the details are as follows;



- Training program on the topic of Technique for applying for the bank's loan by Siam Commercial Bank
- Training program on how to increase business opportunities by co-hosting with Siam Commercial Bank



- Training program on how to upgrade small and medium enterprises by developing its capacity and enhancing competitive advantages by co-hosting with Thai Garment Manufacturers Association (TGMA)
- English training program with the topic, Improve your English Improve your Life, by co-hosing with Ratchaprasong Square Trade Association (RSTA)



- Business Matching event by Public Performance Malaysia (PPM) to explore business opportunities of co-trading and networking, exchange trade related opinions, and build relationship between both organizations.



- Training program on “ How to successfully get loan from the bank” by Thanachart Bank



- RetailEX 2016 seminar with the topic, The Changing Shopper Behaviors and How Retailers and Shopping Mall can cope with the change, by co-hosting with Thai Shopping Centers Association (TSCA)



7.2 Community and social contribution activities

Supporting the 2016 National Mother's Day event The Company has received a commemorative plaque from Her Royal Highness Princess Soamsavali for its support of the venue, hall of the Platinum Shopping Mall for the 2016 National Mother's Day event to praise and exhibit the works of Her Majesty Queen Sirikit.



- **Granting scholarships in 2016**

It is the third consecutive year that the Company has granted scholarships to children of Ratchathevi District officials, Phayathai Police station officers, and the Company's employees with the objective to support the public education policy in developing Thai children to be knowledgeable, decent and ethical members of society. In 2016, the Company has given 133 scholarships with total amount of Baht 723,000.



- **Donating accident insurance policies**

The Company has arranged with an insurance company to issue accident insurance policies with total coverage of Baht 67 million for 673 staff of Ratchathewi District who are responsible for road sweeping and cleaning, waste collection, gardening and canal cleaning with the objective to raise up their morale and motivate them to perform their duties of keeping Ratchathewi a clean and tidy district.



- **Co-sponsoring of the 30th annual “Bangkok International Flower Show”**

The Company has joined hands with Swissotel Nai Lert Park to host the event of Bangkok International Flower Show and exhibition of flower installations on the grounds of Swissotel Nai Lert Park from 6-9 October 2016.

The theme of this year event was to celebrate the 70th anniversary celebrations of His Majesty the King’s accession to the throne and the 84th birthday anniversary of Her Majesty Queen Sirikit. All revenue raised from the event was handed to Chaipattana Foundation and Pid Thong Lang Phra Foundation Under Royal Initiative.



- **Supporting Thai farmers under the project of Joining Hands to Help South Isaan (north-east) Farmers**

During 1 - 24 December 2016, the Company had provided spaces in front of Neon Market, Pratunam (between Soi Petchaburi 23 - 29) and around the Platinum Street in the Platinum Shopping Mall for farmers from southern Isaan including Surin, Buriram, Srisaket, and Nakhon Ratchasima province to sell their own Jasmine rice.



- **Supporting the event of 2016 Ratchaprasong : The Sharing Street**

The Company has joined hands with Ratchaprasong Square Trade Association (RSTA) and its other 9 corporate members to arrange an event of national volunteer open market in the Ratchaprasong area. With the concept, "Shopping is Contributing" The project aimed to encourage the public to do good things for the society and take part in social responsibility activities that interest them. Tenants of the Platinum Shopping Mall had joined with Yuwabadhana Foundation to open booths in the event as well.



- **Hosting the 43th Blood Donation for the Thai Red Cross Society**

at the area around the Platinum Street in the Platinum Shopping Mall.



- **Supporting the event of Poppy Blooming Week to help the family of War Veterans**

The event was administered by the Foundation for the Family Welfare of War Veterans. All the proceeds were used in the activities to help the veteran family in order to build morale for soldiers who sacrifice themselves to protect the nation.

- **Supporting the selling of Jasmine artificial flowers in the 2016**

Mother's Day festive The Platinum Fashion Mall has supported the selling event administered by the National Council of Social Welfare of Thailand. All the proceeds from the sale has been presented to HM Queen Sirikit for royal charity purposes and partly donated to United Way of Thailand (UWT) to help the needy, poor and underprivileged children around the country.

- **Supporting the medical students from Chulalongkorn University in selling of Ananda Mahidol Day Commemorative Pin**

On the 9th of June, to commemorate the death of King Ananda Mahidol, the Platinum Fashion Mall has supported the medical student from Chulalongkorn University to sell the Commemorative Pin to its tenants and customers. The proceeds from the sale has been presented to HM Queen Sirikit for the occasion of her 84th birthday anniversary and partly donated to the Ananda Mahidol Foundation to help ailing monks and indigent patients at King Chulalongkorn Memorial Hospital and to Thai Red Cross Children Home foundation.

- **Supporting the Dhammaraksa Project to plant 330 trees**

In order to restore the green space and reforest the area and to help reduce the impacts from global warming and extreme weather such as drought, forest fires, heavy raining and floods, the Company has donated to the Dhammaraksa Project and our staff has joined the planting activities with staff from other hotels in Thailand for 2 times in 2016. First time was in June 2016 to plant 148 trees in Surin province and the second time was 182 trees in Huai Kha Khaeng Wildlife Sanctuary, focusing on the reforestation in the headwater area with standing timbers like red balau.

- **Planting a vegetable garden at Rajvithi Home for Girls This is a continued activity after the fund raising event on the International Women's Day in March 2016.**

All the proceeds were used to start a vegetable garden at Rajvithi Home for Girls with the objective to let the girls practicing a skill on gardening which can help them become self-reliance or even become their career in the future.

- **Planting a vegetable garden on hotel premise.**
The objective is to support the worldwide Accor Hotel policy for sustainable development under the name Planet 21 Project. Produce from the garden, which are hygienic and chemical free, are used for preparation of food for staff dining, enhancing the sense of self sufficiency life style.
- **Donating food leftovers from the hotel to Good Shepherd Sisters Foundation, Din Daeng.**
This is a joined activity among 7 hotels in Bangkok. Every Thursday our hotel will donate leftovers of our breakfast after the service to hotel guests to the foundation. On special occasion like Christmas day, the Company also sponsored the children performance and supported refreshments and gifts. The Good Shepherd Sisters is a non-profit organization dedicated to provide opportunities for women and young girls at risk in the community to be able to stay in society.



7.3 Preservation of Thai Cultural Heritage

- Co-hosting of the Buddhist ordination ceremony for 89 novice monks. The Company co-hosted the ceremony of ordination as a royal charity dedicated to mark the 100th day since the passing of His Majesty the late King Bhumibol Adulyadej at the Rama IX Golden Jubilee Temple. The Company has also offered two tons of rice bought from southern Isaan farmers and chair covers to the temple.



- Candles donation for the 2016 Buddhist Lent period
The Company had offered vassa candles and installation of spotlights around the main chapel of the Rama IX Golden Jubilee Temple in the merit ceremony of 2016 Buddhist Lent period.



◆•— Generosity leads to friendliness —•◆

“...If there are the generosity and good intention for the prosperity
of one another in any society,
that society will be full of friendliness and peacefulness...”

Royal speech of His Majesty King Bhumibol Adulyadej
given to be published in the magazine for the commemoration of 36 anniversaries
of Lions Club of Bangkok under the Royal Patronage



Risk Factors

In operating business, it is unavoidable that the Company has to encounter both internal and external risks which may significantly affect the business operation, work, financial status and stock value. The major risks are as follows.

Business Risk

- **Risks from competition of development and rental service in wholesale–retail centers**

The Company's business has risks from business competition where competitors are rental business of wholesale and retail centers, shopping centers and department stores which are located in Pratunam and Ratchaprasong area, close to The Platinum Fashion Mall.

However, the Company has determined the strategy to mitigate risks from competition by prioritizing those tenants who engage in wholesales and retails fashion business. The Company arranges zone of products by product types, selecting various stores and vendors to facilitate customers for the most convenient shopping experience (one stop shopping). In addition, to enable tenants to enter into lease and service contract continuously, the Company also focused on management of lease and service contract to ensure tenants have the reasonable price based on relating factors such as business operation of tenants, rental rate and service charge offered by competitors, cost of development and project implementation.

- **Risks from competition of hotel business**

The Company engages a hotel business which is Novotel Bangkok Platinum Pratunam located in Pratunam area- the tourism and commercial landmark of Bangkok. The hotel is located near shopping centers, department stores and various tourism landmarks which is one of the outstanding features to attract both Thai and foreign customers to select their stay in the hotel. Nonetheless, in the said area, there are many hotels making the competition intense and affect the rental rate and occupancy rate.

For this reason, the Company has determined the policy which is focused on providing service that bring highest satisfaction to customers in terms of room, restaurant and services. The Company emphasizes on developing personnel to be serviced mind, devoting their performance to the hotel guests by providing regular training course for servicing - which is considered as the core of business operation. Also, the hotel has been improved to be modern, clean, safe and fully equipped with facilities. Another factor is that the hotel is located in The Platinum Fashion Mall location which helps to promote and attract customers to select their stay for the best convenience and comfort of their shopping experience at a reasonable price.

However, the Company has planned to develop hotel business in other location to diversify risk and generate more revenues to the Company. There will be another 3 new hotels within 4-5 years which include 2 locations in Samui Island and a location in the heart of Bangkok. However, future project development may be changed depending on economic and Company's strategy.

Risk from Investment and Future Project Development

The Company and its subsidiaries have set out the plan for various future project such as Shopping Center or space rental for wholesale and retail vendors, hotels or resorts, office for rent etc. and the said projects require high amount of money for investment. After development and construction completion, the Company and its subsidiaries will earn income from rents and service charges which is secure and assured in a long term. However, it takes a long pay back period. In the event where the development and construction is not successful, be suspended, delayed or cost overrun, it might affect the operation result, financial status, ability to repay debt and liquidity of the Company as well as return on investment which investors or shareholders should receive from investing in the Company's securities.

However, the Company has had extensive experience of real estate development for The Platinum Fashion Mall and Novotel Bangkok Platinum Pratunam for a long period of time and the Company is able to apply such experience to the development project in the future. In addition, the Company has conducted a study and assessment on investment and project development including the study, analysis and assessment of risk factors relating to investment and project development. Another fact is that the Company's policy to focus on the project which has business potential and located in a good location to ensure that the future projects are likely to be successful, generate return on investment which is worth the risks that may occur and the risks will be managed to be in the acceptable level.

The development project meets high quality and construction standard and in accordance with the work plan of the Company. The Company has clearly determined qualifications and procedure to select designer, quantity surveyor, construction management and sub-contractor to assure that the selection procedure is conducted with transparency, quality and appropriateness, thoughtful and efficient. In addition, those who attend the project development must be qualified and have experience which is acceptable and reliable to minimize the risks of development and construction which may be delayed or suspended, to control the cost of project development to meet the targeted goal or objective of the Company.

Financial Risks

Since the Company has set an investment plan for real estate development in the futures (as mention in previous title; Risk from Investment and Future Project Development), where risks of investment and development within 5 years (2017-2021) requires the capital approximately Baht 10 billion. Therefore, the Company has to find source of fund from banks, financial institutions, issued debenture bond and others that suitable for the Company's investment beside the increase capital of IPO offering. Hence, the Company determined financial structure on interest-bearing debt to shareholders in proper level that not exceeding 1:1, in order to prevent high level of financial risk and reasonable return on investment.

The Shareholding Structure

The Shareholder Structure of the Company, Its Subsidiaries and Joint Venture

The Shareholder Structure of the Company, Its Subsidiaries and Joint Venture on 31 December 2016 is as follow



The important information of the Company, its subsidiaries and joint venture is as follows:

The Platinum Group Public Company Limited

On 3 December 2013, the Company registered from amalgamated with nine related companies that connected business operation of The Platinum Fashion Mall (wholesale and retail shopping center of fashion items and space rental for commercial purpose) and Novotel Bangkok Platinum Pratunam. The nine related companies have the same major shareholders and controlling persons. Later the Company

converted its entity to a public company under the name The Platinum Group Public Company Limited, effective on 23 June 2014.

The company operates in real estate development and investment in its subsidiaries. The current businesses are:

- 1) Rental and Services Business - The Platinum Fashion Mall, The Wharf Samui, Neon Downtown Night Market
- 2) Hotel Business - Novotel Bangkok Platinum Pratunam
- 3) Food and Beverage Business - located on the 6th floor in The Platinum Fashion Mall

As of 31 December 2016, the Company has invested in three subsidiaries and one joint venture namely as below:

The Platinum Market Company Limited

Having paid-up capital of Baht 683.0 million, the subsidiary where the Company held 99.99% of shares. The company engages property development, office rental space business and hotel business, project namely “The Market Bangkok” - the real estate development project in progress - the future project combining multi-purposed usage such as an air-condition retail shopping mall, located in Ratchaprasong area, offices space for rent and hotel.

The Platinum Plaza Company Limited

Having paid-up capital of Baht 50,000, the subsidiary which the Company held 99.99% of shares. This subsidiary operates to manage rental properties such as The Platinum Fashion Mall and future projects of The Platinum Group Public Company Limited.

The Platinum Samui Company Limited

Having paid-up capital of Baht 20.0 million, the subsidiary which the Company held 99.99% of shares. This subsidiary operates hotel business on the total area of 10 rai, 1 ngarn, 21.5 sq. wah, located at Bophutt, Samui Island, Surat Thani. Initially, it is now in the progress of conceptual framework layout and design of the hotel.

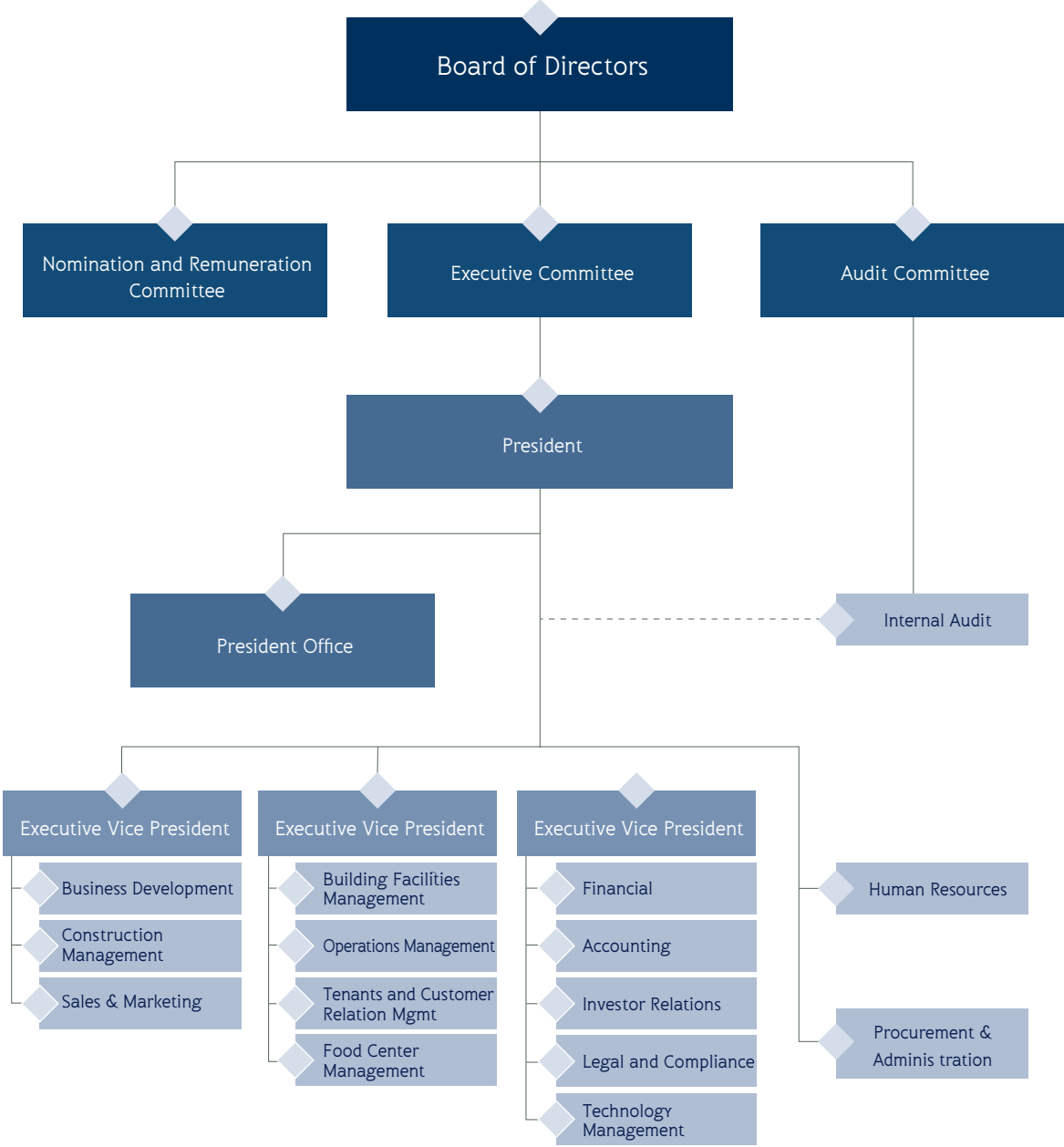
Bangkok Skyline Company Limited

Having paid-up capital of Baht 100,000. The company is a joint venture with Gaysorn Group which each held 49.90% of shares equally. Bangkok Skyline is set up with the objective to manage the construction project and the skywalk connected between Chidlom BTS station and major plaza building around Ratchaprasong area which are Amarin Plaza, Gaysorn Plaza and the future buildings of Gaysorn Group, Big C Super Center, The Market Bangkok (future project of The Platinum Market Company Limited), Novotel Bangkok Platinum Pratunam and The Platinum Fashion Mall under the name of “Bangkok Skyline”



Organization Structure

The Platinum Group Public Company Limited





Management Structure

Board of Directors

Listed of Board of Directors

The Board of Directors of the Company as of 31 December 2016 consisted of 10 members which includes;

- 5 Executive Directors
- 1 Non-Executive Director
- 4 Independent Directors accounted 4/10 of total directors

namely as follows:

Series	Name		Position
1.	Mr. Palakorn	Suwanrath	Chairman of the Board of Directors and Independent Director
2.	Mr. Surachai	Chotjurangkool	Vice Chairman and Chairman of Executive Committee
3.	Prof. Chaiyos	Hemarajata	Independent Director and Chairman of the Audit Committee
4.	Mr. Somchai	Boonnamsiri	Independent Director, Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee
5.	Pol.Gen. Boonpen Bumpenboon		Independent Director and Member of the Audit Committee
6.	Mr. Chatchawal	Pongsuthimanus	Director, Executive Director, and Member of the Nomination and Remuneration Committee
7.	Mrs. Punjaporn	Chotjurangkool	Director, Executive Director, and Member of the Nomination and Remuneration Committee
8.	Mr. Piroon	Limpiviwatkul	Director and Executive Director
9.	Dr. Chadarat	Anantakoon	Director
10.	Mr. Chanchai	Phansopha	Director, Executive Director and President

Mr. Somchai Warunpantulak as the Corporate Secretary

Authorized Directors to Sign on Behalf and Bind the Company

Mr. Surachai Chotjurangkool, signs his name together with Mr. Chatchawal Pongsuthimanus or Mr. Piroon Limpiviwatkul or Mrs. Punjaporn Chotjurangkool consist of two directors and have the company seal affixed.

The Audit Committee

List of the Audit Committee

As of 31 December 2016, the Audit Committee comprised of 3 members namely as follows.

Series	Name		Position	Number of the meeting	
				Times	%
1.	Prof. Chaiyos	Hemarajata	Chairman of the Audit Committee	5/6	83
2.	Mr. Somchai	Boonnamsiri	Member of the Audit Committee	6/6	100
3.	Pol. Gen. Boonpen	Bumpenboon	Member of the Audit Committee	6/6	100

Mr. Somchai Boonnamsiri is the person with adequate knowledge and experience to audit the accountability of financial statement.

The secretary of the Audit Committee

1. Miss Peerakarn Siriporn was appointed to be the secretary of the Audit Committee, effective on 8 November 2016 onward.
2. Miss Noparat Yodpetch resigned from the secretary of the Audit Committee, effective on 31 May 2016 onward.

Formal meeting between the Audit Committee and company's independent auditor

The Audit Committee shall meet with the Company's independent auditor separately without the management at least once a year to ask for opinions and discuss related issues. In 2016, the meeting was scheduled on 8 November 2016, in which the auditor did not have any issues encountered during the audit.

The Nomination and Remuneration Committee

List of the Nomination and Remuneration Committee

As of 31 December 2016 the Nomination and Remuneration Committee consisted of 3 members namely as follows:

Series	Name		Position	Number of Meeting	
				Times	%
1.	Mr. Somchai	Boonnamsiri	Chairman of the Nomination and Remuneration Committee	2/2	100
2.	Mr. Chatchawal	Pongsuthimanus	Member of the Nomination and Remuneration Committee	2/2	100
3.	Mrs. Punjaporn	Chotjurangkool	Member of the Nomination and Remuneration Committee	2/2	100

Mrs. Wantanee Wudti-in is a secretary of the Nomination and Remuneration Committee.

The Executive Committee

List of the Executive Committee

As of 31 December 2016, the Executive Committee consisted of 6 members namely as follows.

Series	Name		Position
1.	Mr. Surachai	Chotjurangkool	Chairman of Executive Committee
2.	Mr. Chatchawal	Pongsuthimanus	Executive Director
3.	Mrs. Punjaporn	Chotjurangkool	Executive Director
4.	Mr. Piroon	Limpiviatkul	Executive Director
5.	Mr. Chanchai	Phansopha	Executive Director
6.	Mr. Somchai	Warunpantulak	Member of Executive Committee

The Board of Directors appointed Executive Committee by selecting the member of the Board of Directors or high level executive that is competent to manage business course and management of the Company, be able to determine policy, business plan, budget, management structure and to review and monitor Company’s operation as assigned by the Board of Directors.

Meeting of the Executive Committee

Table showing information of attendance of the executive meeting in 2015 and 2016.

Name			2015		2016	
			Times ¹	%	Times ¹	%
1.	Mr. Surachai	Chotjurangkool	23/23	100	11/11	100
2.	Chatchawal	Pongsuthimanus	23/23	100	10/11	90
3.	Mrs. Punjaporn	Chotjurangkool	23/23	100	11/11	100
4.	Mr. Piroon	Limpiviwatkul	23/23	100	11/11	100
5.	Mr. Somboon	Wongrassamee *	19/19	100	-	-
6.	Mr. Pongsak	Nantawankul**	10/10	100	-	-
7.	Mr. Sirichai	Praphanturakit ***	12/23	52	-	-
8.	Mrs. Kansuda	Seansut****	17/19	89	-	-
9.	Mr. Chanchai	Phansopha	4/4	100	11/11	100
10.	Mr. Somchai	Warunpantulak	4/4	100	11/11	100

Remarks :

- * Mr. Somboon Wongrassamee resigned from the executived and staff position, effective on 1 September 2015 onwards.
- ** Mr. Pongsak Nantawankul resigned from the executived and staff position, effective on 16 May 2015 onwards.
- *** Mr. Sirichai Praphanturakit resigned from the executived and staff position, effective on 1 January 2016 onwards.
- **** Mrs. Kansuda Seansut resigned from the executived and staff position, effective on 1 September 2015 onwards

¹ Number of attendance / number of the meeting

List of Management Team

List of Management Team (as defined by the Securities and Exchange Commission)

As of 31 December 2016, there were total of five management of the Company, as defined by the Securities and Exchange Commission namely as follows.

Series	Name		Position
1.	Mr. Chanchai	Phansopha	President
2.	Mr. Somchai	Warunpantulak	Executive Vice President and Chief Financial Officer
3.	Mr. Pornthep	Thientawee	Senior Vice President - Project Management
4.	Mrs. Wantanee	Wudti-in	Senior Vice President - Support
5.	Mrs. Nataya	Sansanarat	Senior Vice President - Leasing

Authorities, Duties and Responsibilities of the President

The resolution from the Board of Directors Meeting no. 2/2014 on 22 April 2014 has stated the delegation of authorities, duties and responsibilities of the Company's President as follows.

1. To oversee the overall business operation of the Company in order to achieve the Company's objectives and the business goals assigned by the Board of Directors;
2. To develop strategy and business plan to propose to the Board of Directors for approval; and to execute the approved business strategy and business plan to achieve the set goals;
3. To perform and operate the assignments from the Board of Directors or in accordance with the Board's policy;
4. To command, issue rules, announcements, memorandums to ensure that the operation will be in accordance with the Company's policies;
5. To approve and/or grant a power of attorney to enter any legal transaction which binding the Company for its business as usual and any transaction which the President has been given a power of attorney from the Board of Directors to carry out with the condition that such transaction must not involve the Company's assets;
6. To organize the management team and staff to perform their duties according to the policies and business directions governed by the Board of Directors;
7. To seek for business opportunities and new investments relating to the core businesses of the Company and its subsidiaries in order to generate more revenues;
8. To review and screen any binding agreement of the Company's rights and assets with other person, company, partnership, store or institute before proposing to the Board of Directors for approval;
9. To consider and approve routine operating expenses within the limit approved by the Board of Directors;
10. To consider and approve the Company's investment in securities or other financial instruments within the limit approved by the Board of Directors;
11. To approve in principle the business expansion and joint-venture projects with other corporate, then propose to the Board of Directors for approval in the next Board of Directors meeting;
12. To approve major capital expenditures which have been already included in the annual expenditure budget or which the Board of Directors already approved in principle;

13. To oversee the Company's employees to perform their duties in compliance with the Company's policies, rules and regulations as well as the business governance principle;
14. To support and promote the development of employee's potential and competencies in order to enhance the Company's potential;
15. To consider and appoint advisors or consultants for the Company's operation as deemed necessary;
16. To consider and approve to enter the connected transactions which are normal trade practices under the policy approved by the Board of Directors e.g buying/selling goods at market price, charging the service fee at normal rate, allowing the same credit term as normal customers;
17. To approve the appointment, transfer or dismissal of employee at the executive level;
18. To have powers in implementing annual budget and powers to approve payment of expenses which have already been approved by the Board of Directors meeting;
19. To carry out any assignments from the Board of Directors on case by case basis. The President shall have no authority to approve the business matters or connected transactions which are not normal trade practices, the acquisition or disposal of Company's key assets and/or transactions which incurred by the President or a person who may have conflict of interest with the Company and its subsidiaries; except for the transactions which are normal trade practices according to the policy and criteria already approved by the Board of Director or the connected transactions and the acquisition or disposal of Company's key assets which have been approved from the shareholders' meeting in order to comply with the related regulations of the Stock Exchange of Thailand;
20. For the policy relating to the President to become a director of other companies, the Company has allowed the President to become a director of the companies which are the Group's joint-ventures for the benefits of the Company with no negative impacts on his current responsibilities.

Corporate Secretary

The resolution of the Board of Directors Meeting no 3/2015 on 14 August 2015 to appoint Mr. Somchai Warunpantulak as the Corporate Secretary pursuant to the provisions of Section 89/15 of the Securities and Exchange Act B.E.2535 (1992) amended and replaced by the Securities and Exchange Act (No.4) B.E.2551 (2008). The duties and responsibilities of the Corporate Secretary are prescribed in the Company's Good Governance Policy, Section 5: Responsibilities of the Board of Directors, under the topic "Corporate Secretary".

Remuneration to directors and executives

The Nomination and Remuneration Committee shall determine the remuneration package for directors and members of each committee by considering their duties, responsibilities and performance, as well as the Company's size and industry, the market and its competitors, to ensure that the remunerations are adequate and sufficiently attractive to retain the quality directors with the Company.

The Nomination and Remuneration Committee shall then propose the types of remuneration, payment methods and amounts to the Board of Directors for concurrence before submitting to the Shareholders' meeting for consideration and approval. The approved directors' remuneration packages will be disclosed to the public accordingly.

The Annual General Shareholders' Meeting no 1/2016 on 26 April 2016 has considered and approved the remunerations including monthly compensation and meeting allowance for the Board of Directors, the Audit Committee and the Nomination and Remuneration Committee with following details.

Remuneration of the Board of Directors

1) Monthly remuneration

The Board of Directors receive the monthly remuneration whether there will be in a meeting or not. The Directors who are also be the executive directors and employees of the Company, exempted from receiving this monthly remuneration. The details of the monthly remuneration are as follows.

- Chairman of the Board Baht 250,000 / month of Directors
- Director Baht 40,000 / month

2) Attendance fee

The attendance fee for the Board of Directors, Audit Committee and Nomination and Remuneration Committee are as follows.

Board of Directors

- Chairman of the Board Baht 50,000 / time of Directors
- Director Baht 20,000 / time

Audit Committee

- Chairman of Baht 40,000 / time the Audit Committee
- Member of Baht 30,000 / time the Audit Committee

The Nomination and Remuneration Committee

- Chairman of Baht 30,000 / time the Nomination and Remuneration Committee
- Member of Baht 20,000 / time the Nomination and Compensation Committee

Directors’ Remuneration

In year 2015 and 2016 the remuneration paid in form of monthly compensation and attendance fee was equal to Baht 8.33 million and Baht 8.98 million respectively. Details are as follows:

(Unit : MB)

Name			2015		2016	
			Monthly remuneration	Attendance fee	Monthly remuneration	Attendance fee
1.	Mr. Palakorn	Suwanrath	3.00	0.25	3.00	0.30
2.	Mr. Surachai	Chotjurangkool	0.48	0.08	0.48	0.12
3.	Prof. Chaiyos	Hemarajata	0.48	0.22	0.48	0.32
4.	Mr. Somchai	Boonnamsiri	0.48	0.25	0.48	0.38
5.	Pol. Gen. Boonpen Bumpenboon		0.48	0.19	0.48	0.32
6.	Mr. Chatchawal	Pongsuthimanus	0.48	0.12	0.48	0.16
7.	Mrs. Punjaporn	Chotjurangkool	0.48	0.12	0.48	0.16
8.	Mr. Piroon	Limpiviwatkul	0.48	0.08	0.48	0.12
9.	Dr. Chadarat	Anantakoon	0.48	0.10	0.48	0.14
10.	Mr. Somboon	Wongrassamee*	-	0.06	-	-
11.	Mr. Chanchai	Phansopha**	-	0.02	-	0.12
Total			6.84	1.49	6.84	2.14

Note : * Mr. Somboon Wongrassamee resigned from the director and staff position, effective on 1 September 2015 onwards.
 ** Mr. Chanchai Phansopha has undertaken director and staff position, effective on 31 August 2015 onwards.

Remuneration of the executives

In 2014 and 2015, the Company paid remuneration in cash to 4 executive committees (comprised of Mr. Surachai Chotjurangkool, Mrs. Punjaporn Chotjurangkool, Mr. Chatchawal Pongsuthimanus and Mr. Piroon Limpivivatkul), president, the first four management position next from

the president position, and the management in the forth position amount of 10 person and 5 person, respectively. The payment in form of salary and other compensation such as social security, provident fund, vehicle fee and telephone fee totaled Baht 71.3 million and Baht 66.9 million, respectively. The details as follows;

(Unit : MB)

Remuneration Type	2015	2016
Salary	57.9	55.2
Bonus	10.2	9.5
Provident Fund	1.0	0.8
Others	2.2	1.4
Total	71.3	66.9

Other compensation

The Company and its subsidiaries have established the provident fund for employees where the employees contribute to the fund by voluntary basis, at 4-6 percent of their salary according to the working period. On the other

hand, the Company and its subsidiaries contribute another 4-6 percent to the fund as well. The said provident fund is registered and managed by a private fund manager under regulations of the Provident Fund Act.

Meeting of the Board of Directors

Table showing information of attendance of the directors meeting of the Board in 2015 and 2016.

Name			2015		2016	
			Times ¹	%	Times ¹	%
1.	Mr. Palakorn	Suwanrath	4/4	100	6/6	100
2.	Mr. Surachai	Chotjurangkool	4/4	100	6/6	100
3.	Prof. Chaiyos	Hemarajata	4/4	100	5/6	83
4.	Mr. Somchai	Boonnamsiri	4/4	100	6/6	100
5.	Pol. Gen. Boonpen Bumpenboon		4/4	100	6/6	100
6.	Mr. Chatchawal	Pongsuthimanus	4/4	100	5/6	83
7.	Mrs. Punjaporn	Chotjurangkool	4/4	100	6/6	100
8.	Mr. Piroon	Limpiviatkul	4/4	100	6/6	100
9.	Dr. Chadarat	Anantakoon	4/4	100	6/6	100
10.	Mr. Somboon	Wongrassamee*	3/3	100	-	-
11.	Mr. Chanchai	Phansopha**	1/1	100	6/6	100

Note : * Mr. Somboon Wongrassamee had undertaken executive position on 2 May 2014, been appointed as a director by the shareholders’ meeting on 17 June 2014 then resigned from the executived and staff position on 1 September 2015.

 ** Mr. Chanchai Phansopha has undertaken executive and been appointed as a director by the Board of Directors Meeting No. 3/2558 on 14 August 2015, effective on 31 August 2015 onwards.

¹ Number of attendance / number of the meeting

In 2016, the Company has arranged a Board of Directors meeting which excluded executive directors once a year. On 14 November 2016, the meeting was arranged which directors excluded executive directors, president or any other management attend the meeting with the aim to provide an opportunity for non-executive directors to

meet and discuss any issues of the Company independently without any involvements from the executives or management. The summary and recommendations from the meeting shall be submitted to the executive directors afterwards. Following are the attendance records of the non-executive directors' meetings in 2015 and 2016.

Name			2015		2016	
			Times ¹	%	Times ¹	%
1.	Mr. Palakorn	Suwanrath	1/1	100	0/1	0
2.	Prof. Chaiyos	Hemarajata	1/1	100	1/1	100
3.	Mr. Somchai	Boonnamsiri	1/1	100	1/1	100
4.	Pol. Gen. Boonpen Bumpenboon		1/1	100	1/1	100
5.	Dr. Chadarat	Anantakoon	1/1	100	1/1	100

Note : ¹ Number of attendance/number of the meeting

Subcommittee

As of 31 December 2016, there were 4 boards which included the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Executive Committee and list of

the directors who is authorized to sigh on behalf of the Company. The positions of directors in each board are summarized below.

Name			Director	Authorized director	Audit Committee	Independent Director	Nomination and Remuneration Committee	Executive Committee
1.	Mr. Palakorn	Suwanrath	✓			✓		
2.	Mr. Surachai	Chotjurangkool	✓	✓				✓
3.	Prof. Chaiyos	Hemarajata	✓		✓	✓		
4.	Mr. Somchai	Boonnamsiri	✓		✓	✓	✓	
5.	Pol. Gen. Boonpen	Bumpenboon	✓		✓	✓		
6.	Mr. Chatchawal	Pongsuthimanus	✓	✓			✓	✓
7.	Mrs. Punjaporn	Chotjurangkool	✓	✓			✓	✓
8.	Mr. Piroon	Limpiviatkul	✓	✓				✓
9.	Dr. Chadarat	Anantakoon	✓					
10.	Mr. Chanchai	Phansopha	✓					✓
11.	Mr. Somchai	Warunpantulak						✓

Employees

Number of Employees

In 2015 and 2016, The Company and its subsidiaries (not included directors and management as defined by the Securities and Exchange Commission) totaled 522

employees and 510 employees, respectively. The number of employees in each main line is shown in the table below.

Line	Number of employees (person)	
	2015	2016
Rental space in shopping center	87	112
Food and beverage center	251	234
Head Office	82	68
Hotel Business	102	96
Total	522	510

Employee Compensation

The Company and its subsidiaries paid suitable compensation according to their duty and achievement which compared to the target of each year. The compensation was paid in

salary, bonus, providence fund and others. The compensation of employees (not included directors and executives) in year 2015 and 2016 are as shown in the table below.

Type	Employees' compensation (MB)	
	2015	2016
Salary	126.8	134.5
Bonus	25.8	26.9
Over Time	6.5	5.9
Provident Fund	4.0	4.3
Others*	24.1	33.4
Total	187.2	205.0

Note : * Others comprised of emolument, food cost, training cost, medical fee, health insurance, life insurance and other compensation.

Labor Dispute

-None-

Personnel Development Policy

Since the personnel is considered as one of the factors contributing to the business success, the Company places the importance and guideline and policy of personnel development constantly, in order to enable them to acquire knowledge, skills and expert in different field to effectively and successfully lead the Company. In the past years, the Company encouraged directors, executives and employees in different levels to attend the training courses, both hosted internally or externally, with the aim to increase knowledge and skills for their position.



◆— We have to take and give —◆

“...We have to take and give. This means later and now,
when we receive a lot of things, we have to try to give as well.
In giving, we can give by trying to create the unity among
groups of people and in the nation.

It will make the people in the nation trust one another.
We must help whenever we can with the sincerely generous mind...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Khon Kaen University
Khon Kaen University
Thursday 20th April 1978



Connected Transactions

The Company and its subsidiaries have incurred transactions with connected persons which may lead to a conflict of interest during the past year with the following details. (Please also refer to the Notes to Financial Statements)

Relationship	Type of Transaction	Value (million baht)		The Audit Committee's Opinion
		31 Dec 15	31 Dec 16	
1. The Wharf Plaza Samui Company Limited				
Directors and shareholders of The Wharf Plaza Samui Company Limited are 1. Mr. Chaklit Chotjurangkool 2. Mr. Chawan Chotjurangkool 3. Ms. Suthita Chotjurangkool 4. Mr. Thammanoon Chotjurangkool No 1 - 4 are children of Mr. Surachai Chotjurangkool and Mrs. Punjaporn Chotjurangkool who are directors and major shareholders of the Company, holding 27.67% and 17.55% of total shares respectively. In summary, Chotjurangkool family is the Company's major shareholder holding 47.73% of total shares (as of November 30, 2016)	The Company has entered into the lease contract for land and buildings of The Wharf Samui Project which are located in Bophutt, Samui Island, Surat Thani with the 10 - year lease period. The total minimum future payment for rent is Baht 340 million with the term of prepaid Baht 34 million each year. Remark: In year 2015 and 2016, the Company received rent discount of Baht 18 million and Baht 14 million respectively. - Rental fee - Prepaid Rental Expenses	16 18	20 14	The Committee considered and viewed that the transaction was reasonable and appropriate due to 1. Located in the main tourist area on Samui Island, Surat Thani, the project was in line with the long-term expansion plan of the Company. 2. The lease contract for the project contained normal term and condition as general long term real estate lease. 3. The price for the lease was a fair market price based on the valuation report of independent appraiser as of the time when the investment was decided.
2. Rockworth Public Company Limited				
Mr. Chatchawal Pongsuthimanus is the Director of both companies. He is holding 3.29% of total shares of the Company while the Pongsuthimanus family holding 3.97% of total shares (as of November 30, 2016). He is a major shareholder of Rockworth Public Company Limited, holding 20.99% of its total shares.	The Company has purchased goods and services from Rockworth Public Company Limited - Purchase of goods and services - Account payable from the purchase of goods and services	0.03 -	0.45 0.01	The Committee considered and viewed that the transactions were reasonable according to normal business practice and with fair market prices.

Relationship	Type of Transaction	Value (million baht)		The Audit Committee's Opinion
		31 Dec 15	31 Dec 16	
3. The Platinum Fashion Mall Juristic Person				
Mr. Surachai Chotjurangkool, Mrs. Punjaporn Chotjurangkool & Mr.Chatchawal Pongsuthimanus are the Company's and The Platinum Fashion Mall Juristic Person's directors. In addition, Mr. Surachai Chotjurangkool and Mrs. Punjaporn Chotjurangkool are major shareholders of the Company, holding 27.67% and 17.55% of total shares respectively. In total, Chotjurangkool family is holding 47.73% of total shares while Pongsuthimanus family holding 3.97% of total shares of the Company (as of November 30, 2016.) However, all three directors have resigned from the position of director of the Juristic Person since May 19, 2016.	1. The Company and its subsidiaries have leased spaces in the Platinum Fashion Mall from The Platinum Fashion Mall Juristic Person for operating the business of food center, spaces for rent and office space rental as well as for preserving the in-mall common area appearance and atmosphere. Following are list of transactions.			1. Space rental The Committee considered and viewed that the transaction was reasonable due to - The rental rate was market price comparable with other shopping malls with the nearby location and size. The rental is also help promote the overall business of the Platinum Fashion Mall. - Key terms and conditions of the lease contract were in accordance with general real estate leasing. 2. Common Area Maintenance Fee The transaction was reasonable as the rate charged was followed the Juristic Person's CAM regulations and same as other tenants. 3. Purchase of Assets The transaction was considered as reasonable since it was in accordance with normal trade conditions and with fair market price. 4. Space Management Fee The transaction was considered as reasonable due to the fact that the Company has gained benefit from the revenue of mall management fee, the increasing efficiencies of space management and the added value of other rental space which are under the freehold of the Company. To subcontract the work of space management was considered normal business practice with generic trade terms. 5. Public Utilities Expenses The transaction was considered as reasonable since the rate charged was the same as the rate applied to other tenants.
	1. Rental Fee			
	- Rental Fee	31.11	27.95	
	- Rental Deposit	1.01	1.01	
	2. Common Area Maintenance Fee	70.13	29.20	
	3. Purchase of Assets	-	0.74	
	4. Subcontracting from The Platinum Fashion Mall Juristic Person to manage the commercial space rental of the mall's common area	-	8	
5. Public Utilities Expenses	7.93	3.24		
6. Account Payable	6.45	0.96		

Relationship	Type of Transaction	Value (million baht)		The Audit Committee's Opinion
		31 Dec 15	31 Dec 16	

4. Mr. Surachai Chotjurangkool

Mr. Surachai Chotjurangkool is the Company's Director, holding 27.67% of total shares and Chotjurangkool family is the Company's major shareholder, holding 47.73% of total shares (as of November 30, 2016.)	The Company has leased a 10-2-70.05 rai land plot from Mr. Surachai Chotjurangkool to build a night market. The lease contract is for 3 years, from December 1, 2016 to November 30, 2019. Rental fee is paid in advance on yearly basis for total 3 years with the lease fee of not more than Baht 49 million.			The Committee considered and viewed that the transaction was reasonable due to the fact that the Company has developed a night market project on that plot of land and has generated additional rental and service income from the project. Although the transaction was the lease of real estate less than 3 years and no evidence of any trade terms but when comparing the lease fee with other surrounding plots of land, the lease fee was considered as reasonable.
	- Rental Fee	-	1.36	
	- Prepaid Rental Fee	-	10.64	

5. Mr. Piroon Limpiviatkul

Mr. Piroon Limpiviatkul is the Company's Director and Limpiviatkul family is holding 8.37% of total shares (as of November 30, 2016.)	The Company has leased the 23.82 square metre spaces on the basement floor of the Platinum Fashion Mall from Mr. Piroon Limpiviatkul to sublease to other tenant. Following are details of the transaction.			The transaction was considered as reasonable due to: 1. The lease fee was a fair market rate comparable to other space with the nearby size and location. The lease also helped to promote the business of the Platinum Fashion Mall. 2. Key terms and conditions of the lease contract were in accordance with general real estate leasing.
	- Rental Fee	0.29	0.29	
	- Rental Deposit	0.07	0.07	

Relationship	Type of Transaction	Value (million baht)		The Audit Committee's Opinion
		31 Dec 15	31 Dec 16	
6. Mr. Chatchawal Pongsuthimanus				
Mr. Chatchawal Pongsuthimanus is the Company's Director, holding 3.29% of total shares and Pongsuthimanus family is holding 3.97% of total shares (as of November 30, 2016.)	The Company has the outstanding accounts receivable which resulted from the agreement between the Company and Gaysorn Group to open a joint bank account with the name of Mr. Chatchawal Pongsuthimanus as the Company's representative and the other director who representing Gaysorn Group. The objective of the joint bank account was to transfer designing fee to the designer of the Bangkok Skyline Project.	0.48	0.10	The transaction was considered as reasonable since the contract had term and condition in according to normal trade deal and based on the fact that Bangkok Skyline Company Limited, which was a joint-venture between the Company and Gaysorn Group, had no contractual responsibility to pay for the designing fee of the project. Therefore the joint-venture was unable to pay directly to the designer company.

Criteria or Procedure for Approval of Connected Transactions

Before entering into a connected transaction, the Company has an approval process starting from proposing such transaction to the Audit Committee for consideration and review. The Committee shall provide opinions relating to the necessity of the transaction and the appropriateness of pricing as well as the conformity with laws, regulations, announcements, notifications, orders and provisions relating to Securities and the Securities Exchange of Thailand and the Securities and Exchange Commission Office. The Audit Committee shall then present its opinion of the proposed connected transaction for the approval from the Board of Directors or the Shareholders' meeting (as the case may be) under the condition that the director who may have an interest shall be refrained from casting his vote relating to the transaction. Additionally, all connected transactions shall be disclosed in the notes to the audited financial statements.

Policy or Future Trends of Connected Transactions

In the future, the Company and its subsidiaries may enter into connected transactions as appropriate and necessary for the business. The Company and its subsidiaries has a policy to conform with laws, regulations, announcements, notifications, orders and provisions relating to Securities and the Securities Exchange of Thailand and the Securities and Exchange Commission Office.

In case of connected transactions relating to normal business practice or continued connected transactions, the Company has set criteria and guidelines to follow normal business practices by referring to fair and appropriate price and trade condition on the reasonable and auditable basis. However to enter into a connected transaction, the Company stipulates that the Audit Committee shall consider and provide its opinions about the appropriateness of the transactions. In the event that the Audit Committee does not have expertise or knowledge to review and consider, the Company shall hire independent expert or external auditor to provide opinion about such connected transaction to the Audit Committee. The Audit Committee shall then propose the opinion from independent expert about such connected transactions to the Board of Directors or the Shareholders' meeting (as the case may be) for consideration and approval.

Shareholder and Dividend Payment Policy

List of Top 10 Shareholders as of 30 November 2016

Name of Shareholders		Number of Shares	%
1. Chotjurangkool Family		1,336,391,700	47.73
Mr. Surachai	Chotjurangkool	774,622,500	27.67
Mrs. Punjaporn	Chotjurangkool	491,426,800	17.55
Mr. Somchai	Chotjurangkool	25,241,400	0.90
Ms. Suthita	Chotjurangkool	15,345,100	0.55
Mr. Witthaya	Chotjurangkool	13,760,800	0.49
Mr. Thongchai	Chotjurangkool	11,512,500	0.41
Mr. Wichai	Chotjurangkool	4,482,600	0.16
2. Wijithanarak Family		349,712,300	12.49
Mr. Wuthichai	Wijithanarak	225,186,300	8.04
Mrs. Duangporn	Wijithanarak	60,000,000	2.14
Mrs. Ornuma	Eklappaibun	32,225,300	1.15
Ms. Wiyada	Piyapaneekul	18,775,400	0.67
Ms. Kullawan	Wijitthanarak	13,525,300	0.49
3. Limpiviatkul Family		234,459,300	8.37
Mrs. Punpilai	Limpiviatkul	108,459,300	3.87
Mr. Palavudh	Limpiviatkul	63,000,000	2.25
Mr. Paron	Limpiviatkul	63,000,000	2.25
4. Pongsuthimanus Family		111,045,700	3.97
Mr. Chatchawal	Pongsuthimanus	92,000,000	3.29
Mr. Varintorn	Pongsuthimanus	19,045,700	0.68
5. Mr. Sahanan	Chentakul	74,557,200	2.66

รายชื่อผู้ถือหุ้น	จำนวนหุ้น	ร้อยละ
6. N.C.B.TRUST LIMITED-NORGES BANK 5	62,207,700	2.22
7. Bualuang Long-Term Equity Fund	46,317,300	1.65
8. Mr. Prasit Vongsakulkasem	37,550,300	1.34
9. Social Security Office	28,000,000	1.00
10. Bualuang Long-Term Equity Fund 75/25	22,310,400	0.80
Total of top 10 shareholders	2,302,551,900	82.23
Other shareholders	497,448,100	17.77
Total of the shareholders	2,800,000,000	100.00

The major shareholders who are significantly influence to establish policy, management and control the operation of the Company, representative in the Board of Directors of 3 people out of total 10 people.

Dividend Payment Policy

The Company's dividend policy is to distribute dividends at least 40% of the net profit after tax deductions and legal reserves of separate financial statement. The dividend payment consideration of each payment, the Company will concern in many factors such as reserves for future investment, repayment debt or working capital in the Company.

The Board of Directors of the Company may consider the approval annual dividend payment to Annual General Meeting of Shareholders, except interim dividend payment which the Board of Directors has authorized to approve. Owing to the Company has operating profit and suitable for paying dividend, then report to the next Annual General Meeting of Shareholders.

In 2016, there was the dividend payment of Baht 0.1575 per share with the dividend payout ratio of 70%. While, in 2015, there was the dividend payment of Baht 0.062 per share with the dividend payout ratio of 40%.

Dividend Payment Policy of Its Subsidiaries

The subsidiaries' dividend policy is to distribute dividends at least 40% of the net profit after tax deductions and legal reserves of separate financial statement. The Board of Directors of its subsidiaries and/or shareholders of its subsidiaries will consider the dividend payment according to the business situation such as investment plan of its subsidiaries expansion.

Responsibility of the Board of Directors to Financial Statement

The Board of Directors of the Platinum Group Public Company Limited is responsible for the separated and consolidated financial statements of the Company and its subsidiaries as well as any financial information presented in the Company's annual report. The financial statements are prepared in accordance with generally accepted accounting standards under selected accounting policies which are followed appropriately and consistently with careful discretion. The disclosure of significant information relating to the accounting policies and accounting methods in the notes to the financial statements is sufficient, transparent and aimed for the benefits of shareholders and investors.

The Board of Directors has established and maintained effective internal controls to sensibly ensure that the accounting information is accurate, complete and adequate to safeguard the Company's assets.

The Board of Directors has appointed the Audit Committee which consists solely of independent

directors to be responsible for the quality of the Company's financial statements and internal control system. The opinion of the Audit Committee on this matter is shown in report of the Audit Committee.

The separate financial statements and consolidated financial statements of the Company have been audited by the EY Office Limited, the Company independent auditor, with fully supports from the Company in providing related information and documents to ensure that the auditor was able to review and comment on the conformity with accounting standards. The comment of the independent auditor is shown in the Auditor's report, which is a part of the Company's Annual Report.

The Board of Directors opines that the internal control system of the Company, as a whole, is proper and sufficient, which reassures our reasonable confidence of the reliability of the Company's separated and consolidated financial statements as at December 31, 2016.



Mr. Palakorn Suwanrath
Chairman of the Board of Directors



Mr. Chanchai Phansopha
President



Independent Auditor's Report

To the Shareholders of The Platinum Group Public Company Limited

Opinion

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

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

Basis for Opinion

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

Key Audit Matters

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

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

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

Capitalisation of assets - investment properties and property, plant and equipment

A subsidiary has started the real estate project under which a shopping center, office building for rent and hotel are to be constructed on land leased from The Crown Property Bureau. The management decided to present the construction of the shopping center and office building for rent as investment properties and the construction of the hotel as property, plant and equipment. The subsidiary recognised Baht 1,145 million of the costs of the real estate project as investment properties under construction and Baht 69 million as property, plant and equipment under construction in the consolidated statement of financial position as at 31 December 2016, as described in Notes 15 and 16 to the financial statements. I have considered that the recognition of the capitalisation of assets related to this real estate project is material to the financial statements as a whole, and the management was required to exercise judgement when determining whether costs of transactions directly related to the project, and able to be recognised as assets, and whether their presentation was in accordance with the related financial reporting standards. Therefore, there is a risk with respect to the recognition of the assets, their presentation and the disclosures related to the construction of the real estate project.

I assessed whether the recognition of assets, their presentation and the disclosures of the construction of the real estate project complied with TAS 16 - Property, plant and equipment and TAS 40 - Investment properties by making enquiry of executives regarding the construction project, gaining an understanding of the criteria used in the recognition and presentation of the assets, and reviewing the minutes of meeting and contracts related to the construction project. In addition, on a sampling basis, I examined supporting documents for the recognition of assets occurring during the year and reviewed the disclosures made in the notes to the financial statements.

Recognition of revenue from hotel operations, and food and beverage sales from food center operations

The Company's revenue from hotel operations and food and beverage sales from food center operations accounted for 33 percent of total revenues and was derived from recurring daily transactions. The revenue included rooms sales, food and beverages sales and fees for related services. There is therefore a risk with respect to the amount and timing of revenue recognition.

I examined the revenue recognition of the Company by assessing and testing the Company's IT system and its internal controls relevant to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls. I also applied a sampling method to select sales invoices to assess whether the revenue recognition was in compliance with the Company's policy. On a sampling basis, I examined supporting documents for sales transactions occurring during the year and near the end of the accounting period. In addition, I performed analytical procedures to detect possible irregularities in revenue transactions throughout the period.

Other Information

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

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

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

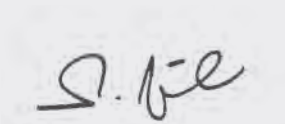
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

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

The engagement partner on the audit resulting in this independent auditor's report is Miss Supanee Triyanantakul.



Supanee Triyanantakul
Certified Public Accountant (Thailand) No. 4498

EY Office Limited
Bangkok: 14 February 2017



The Platinum Group Public Company Limited and its subsidiaries

Statements of financial position

As at 31 December 2016

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2016	2015	2016	2015
Assets					
Current assets					
Cash and cash equivalents	7	55,938,718	106,794,655	50,592,365	101,802,077
Current investments	8	5,602,423,987	5,648,189,362	5,602,423,987	5,648,189,362
Trade and other receivables	9	67,890,804	96,341,579	146,511,275	141,314,091
Short-term loans to related parties	6	-	-	1,004,191,504	410,141,504
Other short-term loans	10	-	230,000,000	-	230,000,000
Inventories	11	12,580,171	12,864,078	12,580,171	12,864,078
Advance payment for short-term lease					
of land to related party	6	14,000,000	18,000,000	14,000,000	18,000,000
Other current assets		15,134,811	7,093,306	7,975,414	5,846,867
Total current assets		5,767,968,491	6,119,282,980	6,838,274,716	6,568,157,979
Non-current assets					
Restricted bank deposits	12	-	500,000	-	500,000
Investments in subsidiaries	13	-	-	702,730,384	702,730,384
Investment in joint venture	14	684,285	147,711	49,900	49,900
Advances payment for construction		159,285,500	85,079,187	-	-
Investment properties	15	2,467,753,504	1,921,552,026	1,322,826,783	1,375,366,636
Property, plant and equipment	16	1,109,800,641	1,102,207,109	819,333,288	881,555,496
Intangible assets	17	254,896,470	108,381,645	104,858,622	79,290,572
Advances payment for long-term lease of land	18	-	169,762,257	-	-
Deferred tax assets	24	41,070,861	29,222,062	6,179,336	5,228,399
Other non-current assets		20,884,918	10,642,060	19,562,134	9,495,092
Total non-current assets		4,054,376,179	3,427,494,057	2,975,540,447	3,054,216,479
Total assets		9,822,344,670	9,546,777,037	9,813,815,163	9,622,374,458

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



The Platinum Group Public Company Limited and its subsidiaries

Statements of financial position (continued)

As at 31 December 2016

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2016	2015	2016	2015
Liabilities and shareholders' equity					
Current liabilities					
Trade and other payables	19	142,500,817	85,909,870	87,516,117	83,597,816
Current portion of liabilities under finance lease agreements		2,111,914	1,972,803	2,111,914	1,972,803
Income tax payable		94,540,015	90,011,349	94,540,015	90,011,349
Current portion of unearned rental income	20	164,715,812	161,829,455	164,715,812	161,829,455
Short-term deposits of rental income		156,626,865	167,561,377	156,526,865	167,561,377
Other current liabilities		31,122,564	21,602,388	29,314,253	20,451,122
Total current liabilities		591,617,987	528,887,242	534,724,976	525,423,922
Non-current liabilities					
Liabilities under finance lease agreements, net of current portion		4,182,518	6,294,432	4,182,518	6,294,432
Unearned rental income, net of current portion	20	556,693,385	717,106,007	556,693,385	717,106,007
Long-term deposits of rental income		91,867,505	66,395,579	91,867,505	66,395,579
Accrued long-term lease of land	18	55,163,142	-	-	-
Retention payable		29,884,777	6,065,817	7,618,182	2,793,050
Provision for long-term employee benefits	21	11,653,768	9,198,606	10,605,531	8,045,209
Deferred tax liabilities	24	15,303,713	10,004,430	4,363,704	2,634,065
Total non-current liabilities		764,748,808	815,064,871	675,330,825	803,268,342
Total liabilities		1,356,366,795	1,343,952,113	1,210,055,801	1,328,692,264

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



The Platinum Group Public Company Limited and its subsidiaries
Statements of financial position (continued)
As at 31 December 2016

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2016	2015	2016	2015
Shareholders' equity					
Share capital	22				
Registered					
2,800,000,000 ordinary shares of Baht 1 each		<u>2,800,000,000</u>	<u>2,800,000,000</u>	<u>2,800,000,000</u>	<u>2,800,000,000</u>
Issued and fully paid					
2,800,000,000 ordinary shares of Baht 1 each		2,800,000,000	2,800,000,000	2,800,000,000	2,800,000,000
Share premium	22	4,409,618,494	4,409,618,494	4,409,618,494	4,409,618,494
Retained earnings					
Appropriated - statutory reserve	23	115,109,210	77,549,210	115,109,210	77,549,210
Unappropriated		1,145,917,321	920,324,370	1,279,031,658	1,006,514,490
Other components of shareholders' equity		<u>(4,667,150)</u>	<u>(4,667,150)</u>	-	-
Total shareholders' equity		<u>8,465,977,875</u>	<u>8,202,824,924</u>	<u>8,603,759,362</u>	<u>8,293,682,194</u>
Total liabilities and shareholders' equity		<u>9,822,344,670</u>	<u>9,546,777,037</u>	<u>9,813,815,163</u>	<u>9,622,374,458</u>

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



The Platinum Group Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2016

(Unit: Baht)

		<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>Note</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Profit or loss:					
Revenues					
Rental and services income		1,106,641,481	1,041,535,820	1,106,641,481	1,041,535,820
Revenues from hotel operations		365,106,475	344,176,413	365,106,475	344,176,413
Revenues from food and beverage sales		246,404,331	237,617,592	246,688,412	237,953,683
Other income					
Interest income		61,782,522	83,551,954	95,556,707	108,447,702
Others		83,262,411	61,563,652	78,279,320	60,365,815
Total revenues		<u>1,863,197,220</u>	<u>1,768,445,431</u>	<u>1,892,272,395</u>	<u>1,792,479,433</u>
Expenses					
Cost of rental and services		269,928,274	253,494,420	269,928,274	253,494,420
Cost of hotel operations		183,630,241	189,559,876	183,630,241	189,559,876
Cost of food and beverage sales		195,630,347	188,460,883	195,630,347	188,460,883
Selling expenses		57,264,406	64,355,888	57,264,406	64,355,888
Administrative expenses		275,493,830	282,385,625	249,779,996	255,255,914
Total expenses		<u>981,947,098</u>	<u>978,256,692</u>	<u>956,233,264</u>	<u>951,126,981</u>
Profit before share of profit from investment in joint venture, finance cost and income tax expenses		881,250,122	790,188,739	936,039,131	841,352,452
Share of profit from investment in joint venture	14.2	536,574	21,994	-	-
Profit before finance cost and income tax expense		881,786,696	790,210,733	936,039,131	841,352,452
Finance cost		(533,384)	(289,143)	(533,384)	(289,143)
Profit before income tax expenses		881,253,312	789,921,590	935,505,747	841,063,309
Income tax expenses	24	(177,101,274)	(160,388,920)	(184,429,492)	(169,815,944)
Profit for the year		<u>704,152,038</u>	<u>629,532,670</u>	<u>751,076,255</u>	<u>671,247,365</u>
Other comprehensive income:					
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</i>					
Actuarial gain		-	1,366,224	-	1,582,376
Less: Income effect		-	(273,245)	-	(316,475)
Other comprehensive income for the year		<u>-</u>	<u>1,092,979</u>	<u>-</u>	<u>1,265,901</u>
Total comprehensive income for the year		<u>704,152,038</u>	<u>630,625,649</u>	<u>751,076,255</u>	<u>672,513,266</u>
Earnings per share	28				
Basic earnings per share		<u>0.25</u>	<u>0.24</u>	<u>0.27</u>	<u>0.25</u>

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



The Platinum Group Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity
For the year ended 31 December 2016

Consolidated financial statements							(Unit: Baht)
	Note	Issued and paid-up share capital	Share premium	Retained earnings		Other components of equity	Total shareholders' equity
				Appropriated - statutory reserve	Unappropriated		
Balance as at 1 January 2015		2,100,000,000	-	43,979,210	496,864,920	(4,667,150)	2,636,176,980
Profit for the year		-	-	-	629,532,670	-	629,532,670
Other comprehensive income for the year		-	-	-	1,092,979	-	1,092,979
Total comprehensive income for the year		-	-	-	630,625,649	-	630,625,649
Increase in share capital	22	700,000,000	4,409,618,494	-	-	-	5,109,618,494
Transferred unappropriated retained earnings to statutory reserve	23	-	-	33,570,000	(33,570,000)	-	-
Dividend paid	26	-	-	-	(173,596,199)	-	(173,596,199)
Balance as at 31 December 2015		<u>2,800,000,000</u>	<u>4,409,618,494</u>	<u>77,549,210</u>	<u>920,324,370</u>	<u>(4,667,150)</u>	<u>8,202,824,924</u>
Balance as at 1 January 2016		2,800,000,000	4,409,618,494	77,549,210	920,324,370	(4,667,150)	-
Profit for the year		-	-	-	704,152,038	-	8,202,824,924
Other comprehensive income for the year		-	-	-	-	-	704,152,038
Total comprehensive income for the year		-	-	-	-	-	-
Transferred unappropriated retained earnings to statutory reserve	23	-	-	-	704,152,038	-	704,152,038
Dividend paid	26	-	-	-	(440,999,087)	-	(440,999,087)
Balance as at 31 December 2016		<u>2,800,000,000</u>	<u>4,409,618,494</u>	<u>115,109,210</u>	<u>1,145,917,321</u>	<u>(4,667,150)</u>	<u>8,465,977,875</u>

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



The Platinum Group Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity (continued)
For the year ended 31 December 2016

Separate financial statements						(Unit: Baht)
	Note	Issued and paid-up share capital	Share premium	Retained earnings	Total shareholders' equity	
				Appropriated - Statutory reserve	Unappropriated	
Balance as at 1 January 2015		2,100,000,000	-	43,979,210	541,167,423	
Profit for the year		-	-	-	671,247,365	
Other comprehensive income for the year		-	-	-	1,265,901	
Total comprehensive income for the year		-	-	-	672,513,266	
Increase in share capital	22	700,000,000	4,409,618,494	-	-	
Transferred unappropriated retained earnings to statutory reserve	23	-	-	33,570,000	(33,570,000)	
Dividend paid	26	-	-	-	(173,596,199)	
Balance as at 31 December 2015		<u>2,800,000,000</u>	<u>4,409,618,494</u>	<u>77,549,210</u>	<u>1,006,514,490</u>	
Balance as at 1 January 2016		2,800,000,000	4,409,618,494	77,549,210	1,006,514,490	
Profit for the year		-	-	-	751,076,255	
Other comprehensive income for the year		-	-	-	-	
Total comprehensive income for the year		-	-	-	751,076,255	
Transferred unappropriated retained earnings to statutory reserve	23	-	-	-	751,076,255	
Dividend paid	26	-	-	37,560,000	(37,560,000)	
Balance as at 31 December 2016		<u>2,800,000,000</u>	<u>4,409,618,494</u>	<u>115,109,210</u>	<u>1,279,031,658</u>	
		</				

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



The Platinum Group Public Company Limited and its subsidiaries

Cash flow statement

For the year ended 31 December 2016

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Cash flows from operating activities				
Profit before tax	881,253,312	789,921,590	935,505,747	841,063,309
Adjustments to reconcile profit before tax to				
net cash provided by (paid from) operating activities:				
Depreciation and amortisation	161,346,365	160,243,131	154,189,038	158,076,983
Gain on sales of equipment	(242,563)	(1,366,294)	(242,563)	(1,366,294)
Loss on write-off assets	765,325	191,797	765,325	191,797
Revenue recognition of unearned rental income during the year	(162,325,151)	(162,648,389)	(162,325,151)	(162,648,389)
Unrealised gain on changes in fair value of investments	(8,648,196)	(10,322,907)	(8,648,196)	(10,322,907)
Share of profit from investment in joint venture	(536,574)	(21,994)	-	-
Provision for long-term employee benefits expenses	2,848,282	4,393,561	2,953,442	3,654,081
Interest income	(61,782,522)	(83,551,954)	(95,556,707)	(108,447,702)
Interest expenses	533,384	289,143	533,384	289,143
Profit from operating activities before changes				
in operating assets and liabilities	813,211,662	697,127,684	827,174,319	720,490,021
Operating assets (increase) decrease				
Trade and other receivables	120,404	624,846	292,002	549,656
Inventories	283,907	(157,352)	283,907	(157,352)
Advance payment for short-term lease of land to related party	4,000,000	-	4,000,000	-
Other current assets	(7,963,295)	(16,460,069)	(2,128,547)	(16,861,572)
Other non-current assets	(1,338,844)	3,344,531	(1,223,216)	2,827,675
Operating liabilities increase (decrease)				
Trade and other payables	6,697,725	(6,307,569)	8,351,171	(6,788,627)
Unearned rental income	4,798,886	7,904,998	4,798,886	7,904,998
Deposits of rental income	14,537,414	13,562,607	14,437,414	13,562,607
Other current liabilities	9,520,176	206,523	8,863,131	(24,165)
Provision for long-term employee benefits	(393,120)	-	(393,120)	-
Other non-current liabilities	23,818,960	(21,702,287)	4,825,132	(24,399,233)
Cash flows from operating activities	867,293,875	678,143,912	869,281,079	697,104,008
Cash paid for interest expenses	(23,117)	(7,241)	(23,117)	(7,241)
Cash paid for corporate income tax	(179,200,334)	(127,026,785)	(179,122,124)	(126,801,320)
Net cash flows from operating activities	<u>688,070,424</u>	<u>551,109,886</u>	<u>690,135,838</u>	<u>570,295,447</u>

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



The Platinum Group Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2016

(Unit: Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Cash flows from investing activities				
Decrease in restricted bank deposits	500,000	-	500,000	-
(Increase) decrease in current investments	54,416,598	(5,147,683,163)	54,416,598	(5,147,683,163)
Increase in short-term loans to related parties	-	-	(594,050,000)	(60,900,000)
(Increase) decrease in other short-term loans	230,000,000	(230,000,000)	230,000,000	(230,000,000)
Acquisition of investment properties	(270,732,845)	(5,292,112)	(23,459,764)	(224,700)
Acquisition of property, plant and equipments	(56,905,277)	(26,495,746)	(21,796,533)	(20,381,346)
Proceeds from sales of equipment	510,748	2,433,178	510,748	2,433,178
Acquisition of intangible asset	(152,033,325)	(54,570,767)	(34,048,936)	(25,613,444)
Advance payment for construction	(191,309,969)	-	-	-
Cash receipt from interest income	90,109,866	21,003,598	90,064,494	20,989,865
Net cash flows used in investing activities	<u>(295,444,204)</u>	<u>(5,440,605,012)</u>	<u>(297,863,393)</u>	<u>(5,461,379,610)</u>
Cash flows from financing activities				
Payment of liabilities under finance lease agreements	(2,483,070)	(1,418,714)	(2,483,070)	(1,418,714)
Proceeds from increase in share capital	-	5,180,000,000	-	5,180,000,000
Payments of expenses relating to the share offering	-	(87,976,882)	-	(87,976,882)
Dividend paid	(440,999,087)	(173,596,199)	(440,999,087)	(173,596,199)
Net cash flows from (used in) financing activities	<u>(443,482,157)</u>	<u>4,917,008,205</u>	<u>(443,482,157)</u>	<u>4,917,008,205</u>
Net increase (decrease) in cash and cash equivalents	<u>(50,855,937)</u>	<u>27,513,079</u>	<u>(51,209,712)</u>	<u>25,924,042</u>
Cash and cash equivalents at beginning of year	<u>106,794,655</u>	<u>79,281,576</u>	<u>101,802,077</u>	<u>75,878,035</u>
Cash and cash equivalents at end of year	<u>55,938,718</u>	<u>106,794,655</u>	<u>50,592,365</u>	<u>101,802,077</u>
	-	-	-	-
Supplemental cash flows information:				
Non-cash items				
Increase in payables from acquisition of investment properties	101,845,865	-	310,300	-
Increase in payables from acquisition of intangible asset	7,150,725	59,634	-	59,634
Increase in acquisition of motor vehicles				
under finance lease agreements	-	6,475,900	-	6,475,900
Transfer advance payment for construction to investment properties	117,043,468	-	-	-
Transfer advances payment for long-term lease of land				
to investment properties	169,762,257	228,359,375	-	-
Transfer investment properties to property, plant and equipment	36,873,040	-	-	-

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



The Platinum Group Public Company Limited and its subsidiaries

Notes to consolidated financial statements

For the year ended 31 December 2016

1. General information

1.1 Corporate information

The Platinum Group Public Company Limited (“the Company”) is incorporated as a limited company from the amalgamation under Thai law on 3 December 2013, change of its status from a limited company to be a public limited company on 17 June 2014, and domiciled in Thailand. The Company is principally engaged in the provision of property rental, hotel operations and food center operations. The registered office of the Company is at 222/1398, 11th Floor, The Platinum Fashion Mall Building, Phetchaburi Road, Petchaburi Road Sub-District, Ratchathewi District, Bangkok.

2. Basis of preparation

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

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

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

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of The Platinum Group Public Company Limited (“the Company”) and the following subsidiaries (“the subsidiaries”):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2016</u>	<u>2015</u>
			Percent	Percent
The Platinum Market Company Limited	Property development and rental (Not started the operation)	Thailand	100	100
The Platinum Samui Company Limited	Hotel operations (Not started the operation)	Thailand	100	100
Platinum Plaza Company Limited	Property development	Thailand	100	100

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

3. New financial reporting standards

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

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

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

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

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

TAS 27 (revised 2016) Separate Financial Statements

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

This standard will not have any significant impact on the Company and its subsidiaries' financial statements because the management has decided to continue accounting for such investments under the cost method in the separate financial statements.

4. Significant accounting policies

4.1 Revenue recognition

Sales of goods

Sales of goods are recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Sales are the invoiced value, excluding value added tax, of goods supplied after deducting discounts and allowances.

Rendering of services

Service revenue is recognised when services have been rendered taking into account the stage of completion.

Revenues from hotel operations

Revenues from hotel operations mainly comprise room sales, food and beverage sales and revenues from auxiliary activities, and represent the invoiced value (excluding value added tax) of goods delivered and services rendered after deducting discounts and service charges.

Rental income

Income from rental of building space is recognised on an accrual basis based on a straight-line basis over the lease term.

Revenues from long-term lease is recognised evenly over lease period.

Interest income

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

4.2 Cash and cash equivalents

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

4.3 Trade accounts receivable

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

4.4 Inventories

Inventories are valued at the lower of cost (under the weighted average method) and net realisable value and are charged to cost of sales whenever consumed.

4.5 Investments

- a) Investments in securities held for trading are stated at fair value. Changes in the fair value of these securities are recorded in profit or loss.
- b) Investment in joint venture is accounted for in the consolidated financial statements using the equity method.
- c) Investments in subsidiaries and joint venture are accounted for in the separate financial statements using the cost method.

The fair value of unit trusts are determined from their net asset value of the last working day of the year. The fair value of debt instruments are determined based on yield rates quoted by the Thai Bond Market Association.

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

On disposal of an investment, the difference between net disposal proceeds and the carrying amount of the investment is recognised in profit or loss.

4.6 Investment properties

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

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 3 - 30 years. Depreciation of the investment properties is included in determining income.

No depreciation is provided for investment properties in progress.

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

4.7 Property, plant and equipment/Depreciation

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

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

Buildings	-	20 - 30 years
Building improvements	-	5 - 20 years
Equipment	-	3 - 5 years
Furniture, fixtures, and office and hotel equipment	-	3 - 20 years
Motor vehicles	-	5 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under construction.

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

4.8 Leasehold rights

Leasehold rights are stated at cost less accumulated amortisation and allowance for loss on impairment of assets (if any). Amortisation of leasehold rights is calculated by reference to their cost on the straight-line basis over the lease term. Amortisation of leasehold right is included in profit or loss and is capitalised as part of project costs for leasehold rights of project under development.

4.9 Borrowing costs

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

4.10 Intangible assets

Intangible assets are comprised of computer software and construction costs resulting from the Company obtaining rights in the project to construct a Skywalk connecting to BTS Skytrain at Chidlom Station ("Bangkok Skyline Project"). This Project is a joint investment between the Company and a shopping center.

The Company and its subsidiaries are initially recognise intangible assets at cost. Following initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

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

The economic useful life of the cost of rights in the Bangkok Skyline Project corresponds to the term of the BTS Skytrain concession granted by The Bangkok Metropolitan Administration.

No amortisation is provided for the cost of rights in the Bangkok Skyline Project, which is under construction.

The useful life of computer software is 5 - 10 years.

4.11 Related party transactions

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

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

4.12 Long-term leases

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

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

4.13 Foreign currencies

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

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

Gains and losses on exchange are included in determining income.

4.14 Impairment of assets

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

An impairment loss is recognised in profit or loss.

4.15 Employee benefits

Short-term employee benefits

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

Post-employment benefits and other long-term employee benefits

Defined contribution plans

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

Defined benefit plans and other long-term employee benefits

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

The obligation under the defined benefit plan and other long-term employee benefit plans is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

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

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit and loss.

4.16 Provisions

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

4.17 Income tax

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

Current tax

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

Deferred tax

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

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

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

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

4.18 Fair value measurement

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

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

Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

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

5. Significant accounting judgements and estimates

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

Leases

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

Investment properties

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

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

Property, plant and equipment/Depreciation

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

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

Intangible assets

The initial recognition and measurement of intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

Deferred tax assets

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

Post employment benefits under defined benefit plans and other long-term employee benefits

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

6. Related party transactions

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

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements		Pricing policy
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	
<u>Transactions with subsidiaries</u>					
(eliminated from the consolidated financial statements)					
Revenues from food and beverage sales	-	-	0.3	0.3	Normal business price
Interest income	-	-	34	25	2 - 7 percent and MLR percent per annum
Service expenses	-	-	2	6	Contract price
<u>Transactions with related companies</u>					
Management income	8	-	8	-	Agreed between the parties
Rental expenses	26	31	26	30	Contract price
Common area expenses	29	70	29	70	Contract price
Utility expenses	3	8	3	8	Contract price
Acquisition of equipment	1	-	1	-	Agreed between the parties
<u>Transactions with management and directors</u>					
Rental expenses	2	-	2	-	Contract price

As at 31 December 2016 and 2015, the balances of the accounts between the Company and those related parties are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Other receivables - related parties (Note 9)				
Subsidiaries	-	-	22	30
Directors	97	418	97	418
Total	97	418	119	448
Interest receivables - related parties (Note 9)				
Subsidiaries	-	-	78,762	44,942
Advance payment short-term lease of land - related party				
Related party	14,000	18,000	14,000	18,000
Short-term loans - related parties				
Subsidiaries	-	-	1,004,192	410,142
Trade payables - related parties (Note 19)				
Directors	1,361	-	1,361	-
Other payables - related parties (Note 19)				
Subsidiaries	-	-	60	-
Related party	15	6,465	15	6,465
Total	15	6,465	75	6,465

Short term loans to related parties

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

		(Unit: Thousand Baht)			
		Separate financial statements			
Loans to related parties	Related by	Balance as at 31 December 2015	Increase during the year	Decrease during the year	Balance as at 31 December 2016
The Platinum Market Company Limited	Subsidiary	213,300	590,750	-	804,050
The Platinum Samui Company Limited	Subsidiary	196,842	3,300	-	200,142
Total		410,142	594,050	-	1,004,192

Short-term loans are in the form of promissory notes, carrying interest rate at fixed rate and MLR per annum, and repayable on demand.

Directors and management's benefits

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

			(Unit: Thousand Baht)	
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Short-term employee benefits	66,283	78,090	59,520	71,988
Post-employment benefits	1,643	1,582	1,299	1,250
Other long-term benefits	5	32	3	29
Total	<u>67,931</u>	<u>79,704</u>	<u>60,822</u>	<u>73,267</u>

Guarantee obligations with related parties

The Company has outstanding guarantee obligations with its related parties, as described in Note 30.4.1 to the financial statements.

7. Cash and cash equivalents

			(Unit: Thousand Baht)	
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Cash	1,843	1,473	1,816	1,466
Bank deposits	54,096	105,322	48,776	100,336
Total	<u>55,939</u>	<u>106,795</u>	<u>50,592</u>	<u>101,802</u>

As at 31 December 2016, saving bank deposits carried interests at rates between 0.100 and 0.375 percent per annum (2015: between 0.125 and 0.375 percent per annum).

8. Current investments

(Unit: Thousand Baht)		
Consolidated / Separate		
financial statements		
	<u>2016</u>	<u>2015</u>
Fixed deposits with maturity date more than 3 months	3,050,000	3,300,000
Investments in trading securities		
Investments in debt instruments funds	1,532,210	2,335,019
Government and state - owned enterprise bonds	613,495	-
Domestic private debt securities	384,900	-
Total investments in trading securities, Cost	2,530,605	2,335,019
Add: Unrealised gain on changes in value		
of investments	21,819	13,170
Total investments in trading securities, Fair value	2,552,424	2,348,189
Total current investments	5,602,424	5,648,189

9. Trade and other receivables

(Unit: Thousand Baht)				
Consolidated		Separate		
financial statements		financial statements		
<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	21,387	26,661	21,387	26,661
Past due				
Up to 3 months	4,443	3,304	4,443	3,304
3 - 6 months	624	608	624	608
6 - 12 months	1,093	412	1,093	412
Over 12 months	1,542	194	1,542	194
Total trade receivables - unrelated parties	29,089	31,179	29,089	31,179
<u>Other receivables</u>				
Other receivables - related individuals				
and parties (Note 6)	97	418	119	448
Other receivables - unrelated parties	1,442	2,197	1,278	2,197
Rental and services receivable	3,045	-	3,045	-
Interest receivable - related parties (Note 6)	-	-	78,762	44,942
Interest receivable - unrelated parties	34,218	62,548	34,218	62,548
Total other receivables	38,802	65,163	117,422	110,135
Total trade and other receivables	67,891	96,342	146,511	141,314

10. Other Short-term loans

As at 31 December 2015, the Company had an outstanding balance of other short-term loans. These were loans totaling Baht 230 million to a local company, which has an investment grade credit rating, in the form of promissory notes. The loans carry interest at the rate of 2.25 percent per annum, are unsecured and are repayable within March 2016.

11. Inventories

	(Unit: Thousand Baht)	
	Consolidated / Separate	
	financial statements	
	<u>2016</u>	<u>2015</u>
Food and beverages	2,894	2,502
Supplies	9,686	10,362
Total	<u>12,580</u>	<u>12,864</u>

12. Restricted bank deposits

These represent as at 31 December 2015 was the saving deposits pledged with the banks to secure the bank guarantees issued by a commercial bank.

13. Investments in subsidiaries

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

Company's name	(Unit: Thousand Baht)					
	Separate financial statements					
	Shareholding					
	Paid-up capital		percentage		Cost	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
The Platinum Market Company Limited	683,000	683,000	100	100	683,000	683,000
The Platinum Samui Company Limited	19,699	19,699	100	100	19,699	19,699
Platinum Plaza Company Limited	31	31	100	100	31	31
Total investments in subsidiaries					<u>702,730</u>	<u>702,730</u>

14. Investment in joint venture

The Company and a shopping center have jointly incorporated Bangkok Skyline Company Limited, a jointly control entity, to implement a project to construct and maintain a skywalk connecting a skytrain station to a shopping center and shopping plaza.

14.1 Details of investment in joint venture

Jointly controlled entity	Nature of business	Country of incorporation	Shareholding percentage		(unit: Thousand Baht)			
					Consolidated financial statements		Separate financial statements	
					Carrying amounts based on equity method		Cost	
					2016	2015	2016	2015
			(percent)	(percent)				
Bangkok Skyline Company Limited	Management and maintenance of skywalk under the Bangkok Skyline Project	Thailand	49.90	49.90	684.28	147.71	49.90	49.90

14.2 Share of profit

During the years, the Company recognised its share of profit from investment in the joint venture in the consolidated financial statements as follows:

Jointly controlled entity	(Unit: Thousand Baht)	
	Consolidated financial statements	
	Share of profit from investment in joint venture during the year	
	2016	2015
Bangkok Skyline Company Limited	537	22

14.3 Summarised financial information of jointly controlled entity

The Company's proportionate shares of assets, liabilities, revenue and expenses of Bangkok Skyline Company Limited, in proportion to its interest under the joint venture agreement, is as follows:

	(Unit: Thousand Baht)	
	As at	
	31 December	
	<u>2016</u>	<u>2015</u>
Current assets	2,180	548
Current liabilities	<u>(808)</u>	<u>(252)</u>
Net assets	<u>1,372</u>	<u>296</u>

	(Unit: Thousand Baht)	
	For the years ended	
	31 December	
	<u>2016</u>	<u>2015</u>
Revenues	2,970	501
Expenses	<u>(1,895)</u>	<u>(457)</u>
Net profit for the year	<u>1,075</u>	<u>44</u>

15. Investment properties

The net book value of investment properties as at 31 December 2016 and 2015 is presented below.

(Unit: Thousand Baht)

Consolidated financial statements								
	Land		Building and building improvement for rental		Building and building improvement for rental - under construction		Total	
	2016	2015	2016	2015	2016	2015	2016	2015
Cost	241,336	241,336	1,653,735	1,630,368	1,146,808	556,507	3,041,879	2,428,211
<u>Less</u> Accumulated depreciation	-	-	(574,126)	(506,659)	-	-	(574,126)	(506,659)
Net book value	241,336	241,336	1,079,609	1,123,709	1,146,808	556,507	2,467,753	1,921,552

(Unit: Thousand Baht)

Separate financial statements								
	Land		Building and building improvement for rental		Building and building improvement for rental - under construction		Total	
	2016	2015	2016	2015	2016	2015	2016	2015
Cost	241,336	241,336	1,653,735	1,630,368	1,882	10,322	1,896,953	1,882,026
<u>Less</u> Accumulated depreciation	-	-	(574,126)	(506,659)	-	-	(574,126)	(506,659)
Net book value	241,336	241,336	1,079,609	1,123,709	1,882	10,322	1,322,827	1,375,367

A reconciliation of the net book value of investment properties for the year ended 2016 and 2015.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Balance at beginning of year	1,921,552	1,756,054	1,375,367	1,443,081
Acquisitions	489,621	4,853	23,770	-
Transfer in from advance payments for long-term leasehold (Note 18)	169,763	228,359	-	-
Depreciation	(67,466)	(67,714)	(67,466)	(67,714)
Transfer out to property, plant and equipment (Note 16)	(36,873)	-	-	-
Transfer out to other assets	(8,844)	-	(8,844)	-
Balance at end of year	2,467,753	1,921,552	1,322,827	1,375,367

As at 31 December 2016, the fair values of the above investment properties is approximately Baht 7,677 million (2015: Baht 7,418 million) and has been determined based on valuation performed by an accredited independent value. The fair values of building space for rental has been determined using the income approach. Key assumptions used in the valuation include yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates.

As at 31 December 2016, the Company has mortgaged land and construction thereon part of its investment properties, with a total net book value of Baht 619 million (2015: Baht 647 million), as collateral against credit facilities received from a financial institution. In the third -quarter of 2014, the Company has repaid the loan in full, and currently the Company's management is considering redemption of the collateral.

16. Property, plant and equipment

	Consolidated financial statements						(Unit: Thousand Baht)		
	Land	Buildings	Building improvement	Operating equipment and tools	Furniture and fixtures	Office equipment	Motor vehicles	Assets under installation and under construction	Total
Cost :									
1 January 2015	318,381	403,119	352,843	77,098	272,966	22,102	12,120	15,794	1,474,423
Additions	-	2,993	3,657	6,301	800	3,678	7,447	6,550	31,426
Disposals	-	-	(984)	(2,532)	(439)	(1,677)	(725)	-	(6,357)
Transfers	-	-	507	252	-	-	-	(759)	-
31 December 2015	318,381	406,112	356,023	81,119	273,327	24,103	18,842	21,585	1,499,492
Additions	-	-	1,485	2,348	763	13,260	-	35,109	52,965
Disposals	-	(1,808)	(841)	-	-	(167)	(358)	-	(3,174)
Transfers from investment properties	-	-	-	-	-	-	-	-	-
(Note 15)	-	-	-	-	-	-	-	36,873	36,873
31 December 2016	318,381	404,304	356,667	83,467	274,090	37,196	18,484	93,567	1,586,156
Accumulated depreciation:									
1 January 2015	-	54,846	104,996	42,702	91,013	14,405	8,133	-	316,095
Depreciation for the year	-	14,308	27,252	12,981	27,342	2,968	1,453	-	86,304
Depreciation on disposals	-	-	(640)	(2,282)	(404)	(1,655)	(133)	-	(5,114)
31 December 2015	-	69,154	131,608	53,401	117,951	15,718	9,453	-	397,285
Depreciation for the year	-	13,867	25,082	9,642	27,286	3,162	2,171	-	81,210
Depreciation on disposals	-	(1,678)	(205)	-	-	(167)	(90)	-	(2,140)
31 December 2016	-	81,343	156,485	63,043	145,237	18,713	11,534	-	476,355

((Unit: Thousand Baht))

Consolidated financial statements									
	Land	Buildings	Building improvement	Operating equipment and tools	Furniture and fixtures	Office equipment	Motor vehicles	Assets under installation and under construction	Total
Net book value:									
31 December 2015	318,381	336,958	224,415	27,718	155,376	8,385	9,389	21,585	1,102,207
31 December 2016	318,381	322,961	200,182	20,424	128,853	18,483	6,950	93,567	1,109,801
Depreciation for the year									
2015 (Baht 76 million depreciation included in cost of hotel operations and cost of food and beverage sales and the balance in selling and administrative expenses)									86,304
2016 (Baht 71 million depreciation included in cost of hotel operations and cost of food and beverage sales and the balance in selling and administrative expenses)									81,210

(Unit: Thousand Baht)

	Separate financial statements								
	Land	Buildings	Building improvement	Operating equipment and tools	Furniture and fixtures	Office equipment	Motor vehicles	Assets under installation and construction	Total
Cost									
1 January 2015	126,672	403,119	344,319	77,098	271,259	21,261	12,120	324	1,256,172
Additions	-	2,993	3,657	6,301	800	3,678	7,447	435	25,311
Disposals	-	-	(984)	(2,532)	(439)	(1,677)	(725)	-	(6,357)
Transfers	-	-	507	252	-	-	-	(759)	-
31 December 2015	126,672	406,112	347,499	81,119	271,620	23,262	18,842	-	1,275,126
Additions	-	-	1,485	2,348	763	13,260	-	-	17,856
Disposals	-	(1,808)	(841)	-	-	(167)	(358)	-	(3,174)
31 December 2016	126,672	404,304	348,143	83,467	272,383	36,355	18,484	-	1,289,808
Accumulated depreciation									
1 January 2015	-	54,846	104,198	42,702	90,522	14,146	8,133	-	314,547
Depreciation for the year	-	14,308	25,547	12,981	27,031	2,818	1,453	-	84,138
Depreciation on disposals	-	-	(640)	(2,282)	(404)	(1,655)	(133)	-	(5,114)
31 December 2015	-	69,154	129,105	53,401	117,149	15,309	9,453	-	393,571
Depreciation for the year	-	13,867	23,377	9,642	26,975	3,012	2,171	-	79,044
Depreciation on disposals	-	(1,678)	(205)	-	-	(167)	(90)	-	(2,140)
31 December 2016	-	81,343	152,277	63,043	144,124	18,154	11,534	-	470,475
Net book value:									
31 December 2015	126,672	336,958	218,394	27,718	154,471	7,953	9,389	-	881,555
31 December 2016	126,672	322,961	195,866	20,424	128,259	18,201	6,950	-	819,333
Depreciation for the year									
2015 (Baht 76 million depreciation included in cost of hotel operations and cost of food and beverage sales and the balance in selling and administrative expenses)									84,138
2016 (Baht 71 million depreciation included in cost of hotel operations and cost of food and beverage sales and the balance in selling and administrative expenses)									79,044

As at 31 December 2016, the Company had vehicles with net book value of Baht 6 million (2015: Baht 7 million) which was acquired under finance lease agreements.

As at 31 December 2016, certain building improvement and equipment items were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 142 million (2015: Baht 98 million).

The Company has mortgaged part of its land and construction thereon amounting to approximately Baht 566 million (2015: Baht 593 million) as collateral against credit facilities received from a financial institution. In the third-quarter of 2014, the Company has repaid the loan in full, and currently the Company's management is considering redemption of the collateral.

17. Intangible assets

The net book value of intangible assets as at 31 December 2016 and 2015 is presented below.

(Unit: Thousand Baht)

Consolidated financial statements						
Cost of rights under the Bangkok						
	Skyline Project		Computer software		Total	
	2016	2015	2016	2015	2016	2015
Cost	257,501	110,364	27,272	15,226	284,773	125,590
<u>Less: Accumulated amortisation</u>	<u>(17,306)</u>	<u>(7,010)</u>	<u>(12,570)</u>	<u>(10,198)</u>	<u>(29,876)</u>	<u>(17,208)</u>
Net book value	<u>240,195</u>	<u>103,354</u>	<u>14,702</u>	<u>5,028</u>	<u>254,897</u>	<u>108,382</u>

(Unit: Thousand Baht)

Separate financial statements						
Cost of rights under the Bangkok						
	Skyline Project		Computer software		Total	
	2016	2015	2016	2015	2016	2015
Cost	102,472	81,273	27,272	15,226	129,744	96,499
<u>Less: Accumulated amortisation</u>	<u>(12,315)</u>	<u>(7,010)</u>	<u>(12,570)</u>	<u>(10,198)</u>	<u>(24,885)</u>	<u>(17,208)</u>
Net book value	<u>90,157</u>	<u>74,263</u>	<u>14,702</u>	<u>5,028</u>	<u>104,859</u>	<u>79,291</u>

A reconciliation of the net book value of intangible assets for the year 2016 and 2015 is presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Net book value at beginning of year	108,382	59,993	79,291	59,859
Acquisitions	159,184	54,630	33,246	25,673
Disposal	-	(16)	-	(16)
Amortisation	(12,669)	(6,225)	(7,678)	(6,225)
Net book value at end of year	<u>254,897</u>	<u>108,382</u>	<u>104,859</u>	<u>79,291</u>

During the year, the Company and a subsidiary opened a skywalk connecting buildings of the Company, which as at 31 December 2016 had a cost of approximately Baht 237 million (The Company only: Baht 101 million) (2015: The Company only: Baht 61 million). This connecting and skywalk is a part of the Bangkok Skyline Project. The Company and subsidiary recorded Baht 10 million (The Company only: Baht 5 million) amortisation of this skywalk in the statement of comprehensive income for the year ended 31 December 2016 (2015: The Company only: Baht 4 million).

18. Advance payments for long-term lease of land/Accrued long-term lease of land

On 1 June 2011, S.P.T. Management Company Limited (one of the amalgamated companies) entered into a land lease agreement with The Crown Property Bureau, to lease land for construction of shopping center and hotel. Subsequently, on 1 August 2012, this company transferred its rights under the land lease agreement to The Platinum Market Company Limited (formerly known as "Platinum Market Place Company Limited"), a subsidiary company, at the contract price plus related borrowing costs. The land lease agreement grants a 30-year operating lease, commencing from the end date of the first construction period specified in the agreement or within four years from the date that the lessor delivers all of the leased area to the lessee (the delivery date was 7 January 2014).

Subsequently in October 2016, the subsidiary entered into an amendment land lease agreement, changing the construction period specified in the agreement such that instead of commencing from the end date of the first construction period specified in the agreement or within four years from the date that the lessor delivers all of the leased area to the lessee, which was 7 January 2014, it commenced from 14 December 2015.

As at 31 December 2016, the subsidiary prepaid rental amounting to Baht 588 million and expenses incurred in the transfer of the leasehold rights amounting to Baht 38 million, or total advance payments for the lease of Baht 626 million (2015: Baht 626 million). The remainder of the payment for the lease of the land will be made on a monthly basis until the lease expires.

During 2016 and 2015, movements of advance payments for long-term lease of land are as follows:

(Unit: Thousand Baht)		
Consolidated financial statement		
	<u>2016</u>	<u>2015</u>
Balance at beginning of year	169,763	398,122
Transfer out to investment properties (Note 15)	(169,763)	(228,359)
Balance at end of year	<u>-</u>	<u>169,763</u>

During 2016, movements of accrued long-term lease of land are as follows:

(Unit: Thousand Baht)	
Consolidated financial statement	
Balance as at 31 December 2015	-
Additions during the year	<u>55,163</u>
Balance as at 31 December 2016	<u>55,163</u>

19. Trade and other payables

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Trade payables – related individuals (Note 6)	1,361	-	1,361	-
Trade payables - unrelated parties	29,920	24,407	29,920	23,416
Other payables - related parties (Note 6)	15	6,465	75	6,465
Other payables - unrelated parties	27,159	10,247	26,907	9,648
Other payables - purchase of fixed assets	55,445	5,552	1,119	5,552
Accrued expenses	<u>29,301</u>	<u>39,239</u>	<u>28,834</u>	<u>38,517</u>
Total trade and other payables	<u>142,501</u>	<u>85,910</u>	<u>87,516</u>	<u>83,598</u>

20. Unearned rental income

Unearned rental income is advance rental income that the Company collected from the lessees of retail space in the shopping center, in accordance with the conditions specified in each lease agreement. The lease agreements have terms of between 1 and 10 years.

As at 31 December 2016 and 2015, the amounts of unearned rental income to be recognised as revenue in the future in accordance with the lease terms are as follows.

	(Unit: Thousand Baht)	
	Consolidated /	
	Separate financial statements	
	2016	2015
Unearned rental income:		
Recognised as income within 1 year	164,716	161,829
Recognised as income within 2-5 year	547,013	639,304
Recognised as income over 5 year	9,680	77,802
Total unearned rental revenue	721,409	878,935

21. Provision for long-term employee benefits

Provision for long-term employee benefits, was as follows:

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Post-employment benefits plan		Other long-term employee benefits plan		Total	
	2016	2015	2016	2015	2016	2015
Provision for long-term employee						
benefits at beginning of year	7,687	6,171	1,512	-	9,199	6,171
Included in profit or loss:						
Current service cost	2,388	2,476	198	1,444	2,586	3,920
Interest cost	230	406	32	68	262	474
Benefits paid during the year	-	-	(393)	-	(393)	-
Included in other comprehensive income:						
Actuarial (gain) loss arising from						
Demographic assumptions changes	-	(596)	-	-	-	(596)
Financial assumptions changes	-	1,716	-	-	-	1,716
Experience adjustments	-	(2,486)	-	-	-	(2,486)
Provision for long-term employee						
benefits at end of year	10,305	7,687	1,349	1,512	11,654	9,199

(Unit: Thousand Baht)

	Separate financial statements					
	Post-employment benefits plan		Other long-term employee benefits plan		Total	
	2016	2015	2016	2015	2016	2015
Provision for long-term employee						
benefits at beginning of year	6,738	5,974	1,308	-	8,046	5,974
Included in profit or loss:						
Current service cost	2,130	1,990	179	1,249	2,309	3,239
Interest cost	211	356	29	59	240	415
Transferred employee from its subsidiary	301	-	103	-	404	-
Benefits paid during the year	-	-	(393)	-	(393)	-
Actuarial (gain) loss arising from						
Demographic assumptions changes	-	(577)	-	-	-	(577)
Financial assumptions changes	-	1,661	-	-	-	1,661
Experience adjustments	-	(2,666)	-	-	-	(2,666)
Provision for long-term employee						
benefits at end of year	9,380	6,738	1,226	1,308	10,606	8,046

Line items in profit or loss under which long-term employee benefit expenses are recognised are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements					
	Post-employment benefits plan		Other long-term employee benefits plan		Total	
	2016	2015	2016	2015	2016	2015
Cost of rental and services	340	347	61	386	401	733
Cost of hotel operations	320	335	-	-	320	335
Selling and administrative expenses	1,959	2,200	168	1,126	2,127	3,326
Total expenses recognised in profit or loss	2,619	2,882	229	1,512	2,848	4,394

(Unit: Thousand Baht)

	Separate financial statements					
	Post-employment benefits plan		Other long-term employee benefits plan		Total	
	2016	2015	2016	2015	2016	2015
Cost of rental and services	340	318	61	381	401	699
Cost of hotel operations	320	306	-	-	320	306
Selling and administrative expenses	1,982	1,722	250	927	2,232	2,649
Total expenses recognised in profit or loss	2,642	2,346	311	1,308	2,953	3,654

The Company and its subsidiaries expect to pay Baht 0.6 million of long-term employee benefits during the next year (Separate financial statements: Baht 0.6 million).

As at 31 December 2016, the weighted average duration of the liabilities for long-term employee benefit is 16 years (Separate financial statements: 16 years) (2015: 16 years, separate financial statements: 16 years).

Significant actuarial assumptions are summarised below:

	(Unit: percent per annum)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Discount rate	3.0	3.0	3.0	3.0
Salary increase rate	4.0 - 7.0	4.0 - 7.0	4.0 - 7.0	4.0 - 7.0
Turnover rate (depending on age)	0.0 - 30.0	0.0 - 30.0	0.0 - 30.0	0.0 - 30.0

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation from post-employment benefits plan as at 31 December 2016 are summarised below:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(1.1)	1.3	(1.0)	1.2
Salary increase rate	1.3	(1.2)	1.2	(1.1)
	<u>Increase 20%</u>	<u>Decrease 20%</u>	<u>Increase 20%</u>	<u>Decrease 20%</u>
Turnover rate	(1.7)	2.3	(1.6)	2.1

22. Share capital

Year 2015

During 12, 13 and 16 March 2015, the Company made an Initial Public Offering of 700 million ordinary shares, with a par value of Baht 1 each, at a price of Baht 7.40 per share, or for a total of Baht 5,180 million. The Company received full payment of this share capital increment and registered the increase of its issued and paid-up share capital from Baht 2,100 million (2,100 million ordinary shares with a par value of Baht 1 per share) to Baht 2,800 million (2,800 million ordinary shares with a par value of Baht 1 per share) with the Ministry of Commerce on 20 March 2015.

The Company incurred expenses relating to the share offering amounting to approximately Baht 70 million (net of income tax of Baht 18 million), and these expenses were recorded as a deduction against share premium.

The Stock Exchange of Thailand has approved the Company's 2,800 million ordinary shares with a par value of Baht 1 each as listed securities to be trading on the SET, effective from 24 March 2015.

23. Statutory reserve

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

24. Income tax

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

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Current income tax:				
Current income tax charge	187,215	152,428	187,215	152,396
Adjustment in respect of income tax of previous year	(3,564)	210	(3,564)	210
Effect of income tax related to the share offering (Note 22)	-	17,595	-	17,595
Deferred tax:				
Increase in deferred tax asset relating to origination of temporary differences	(11,849)	(19,248)	(951)	(2,419)
Increase in deferred tax liabilities relating to origination of temporary differences	5,299	9,404	1,729	2,034
Income tax expense reported in the statement of comprehensive income	<u>177,101</u>	<u>160,389</u>	<u>184,429</u>	<u>169,816</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2016 and 2015 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Deferred tax on actuarial gain	-	273	-	316

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

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Accounting profit before tax	881,253	789,922	935,506	841,063
Applicable tax rate	10 - 20 percent	15 - 20 percent	20 percent	20 percent
Accounting profit before tax multiplied by				
income tax rate	176,145	157,979	187,101	168,213
Adjustment in respect of income tax				
of previous year	(3,564)	210	(3,564)	210
Deferred tax asset which were not recorded				
during the year	2,670	2,670	-	-
Effects of elimination entries on the				
consolidation financial statements	(107)	(1,874)	-	-
Effects of:				
Non-deductible expenses	3,075	1,854	2,042	1,779
Additional expense deductions allowed	(1,775)	-	(1,772)	-
Others	657	(450)	622	(386)
Total	1,957	1,404	892	1,393
Income tax expense reported in the statement				
of comprehensive income	177,101	160,389	184,429	169,816

(Unit: Thousand Baht)

	Statements of financial position			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Deferred tax assets				
Provision for long-term employee benefits	2,331	1,840	2,121	1,609
Differences of depreciation for accounting and tax purpose	4,058	2,998	4,058	2,998
Unused tax loss	27,885	20,077	-	-
Deferred tax relating to intercompany transactions	6,797	3,686	-	-
Others	-	621	-	621
Total	<u>41,071</u>	<u>29,222</u>	<u>6,179</u>	<u>5,228</u>
Deferred tax liabilities				
Differences of tax and accounting of cost of investment properties and property, plant and equipment	10,940	7,370	-	-
Unrealised gain from revaluation of trading investments	4,364	2,634	4,364	2,634
Total	<u>15,304</u>	<u>10,004</u>	<u>4,364</u>	<u>2,634</u>

As at 31 December 2016, the subsidiaries have deductible temporary differences and unused tax losses totaling Baht 37 million (2015: Baht 24 million), on which deferred tax assets have not been recognised as the subsidiaries' management believe that future taxable profits may not be sufficient to allow utilisation of the unused tax losses.

Details of expiry date of unused tax losses are summarised as below:

(Unit: Thousand Baht)

	Consolidated	
	financial statements	
	<u>2016</u>	<u>2015</u>
31 December 2019	11	11
31 December 2020	13	13
31 December 2021	13	-
	<u>37</u>	<u>24</u>

25. Provident fund

The Company and its subsidiaries and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The Company, its subsidiaries and their employees each contribute to the fund monthly at the rate of 4 to 6 percent of basic salary. The fund, which is managed by Thanachart Fund Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2016 amounting to approximately Baht 5 million (2015: Baht 5 million) were recognised as expenses. (The Company only: Baht 5 million, 2015: Baht 4 million).

26. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht)
Dividends for 2014	Annual General Meeting of the shareholders on 28 April 2015	174	0.0620
Dividends for 2015	Annual General Meeting of the shareholders on 26 April 2016	441	0.1575

27. Expenses by nature

Significant expenses classified by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2016	2015	2016	2015
Salaries and wages and other employee benefits	269,760	263,034	252,226	235,481
Depreciation and amortisation expenses	161,388	160,260	154,189	158,094
Utilities expenses	128,008	132,671	127,784	132,462
Interest expenses	533	289	533	289

28. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

The following table sets forth the computation of basic earnings per share:

	Consolidated financial statements		Separate financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Profit for the year (Thousand Baht)	704,152	629,553	751,076	671,247
Weighted average number of ordinary shares (Thousand shares)	2,800,000	2,656,552	2,800,000	2,656,552
Earnings per share (Baht per share)	0.25	0.24	0.27	0.25

29. Segment information

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

For management purposes, the Company and its subsidiaries are organised into business units based on its products and services and have three reportable segments as follows:

- (1) Development and rental of retail space in shopping center and related services segment.
- (2) Hotel operations segment
- (3) Food and beverages center segment

The Company and its subsidiaries have not aggregated the above operating segments. In addition, the Company and its subsidiaries operate in Thailand only, and so all of the revenues and assets as reflected in these financial statements pertain exclusively to this geographical reportable segment.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

For the year 2016 and 2015, the Company and its subsidiaries have no major customer with revenue of 10 percent or more of an entity's revenues.

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

	(Unit: Million Baht)					
	Development and rental of retail space in shopping center and related services segment		Hotel operations segment		Food and beverage center segment	
	2016	2015	2016	2015	2016	2015
Revenue:						
Revenue from external customers	1,107	1,041	365	344	246	238
Operating profit:						
Segment profit	738	669	133	111	27	24
Interest income					62	84
Other income					83	62
Depreciation and amortisation					(161)	(160)
Interest expenses					(1)	-
Profit before income tax expenses					881	790
Income tax expenses					(177)	(160)
Net profit for the year					704	630
Segment total assets:						
Investment properties	2,468	1,922	-	-	-	-
Property, plant and equipment	128	55	922	977	60	70
Advances payment for long-term lease of land	-	170	-	-	-	-
Intangible assets	254	107	1	1	-	-
Unallocated assets					255	108
Total					5,989	6,245
					9,822	9,547

30. Commitments and contingent liabilities

30.1 Capital commitments

As at 31 December 2016, the Company and its subsidiaries had capital commitments of approximately Baht 258 million (The Company only: Baht 16 million) (2015: Baht 702 million, The Company only: Baht 40 million), relating to the construction of buildings, The Bangkok Skyline Project and the acquisition of computer software.

30.2 Operating lease commitments

The Company and its subsidiaries have entered into several operating lease and service agreements in respect of the lease of land, building space and other services. The terms of the agreements are generally between 1 to 30 years.

Future minimum lease payments required under these contracts were as follows:

	Consolidated		(Unit: Million Baht)	
	financial statements		Separate	
			financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Payable:				
In up to 1 year	47	22	47	22
In over 1 and up to 5 years	416	461	184	139
In over 5 years	6,930	6,964	114	148

Part of future minimum payments amounting to Baht 55 million are recorded as liabilities under the straight line basis over the lease term in the consolidated statement of financial position as at 31 December 2016.

30.3 Management agreements

30.3.1 The Company entered into a hotel management agreement with a company, whereby it was to receive hotel management services. The Company is required to comply with the conditions and pay fees at the rate specified in the agreement. The agreement is for a period of 10 years and effective from the date that the hotel has started its operations in 2011.

30.3.2 A subsidiary company entered into hotel management agreements with a company whereby it was to receive hotel management services. The subsidiary company is required to comply with the conditions and pay fees at the rate specified in the agreements. The agreement are for a period of 15 years, and will be effective when the hotel starting operation. At present, these hotels are in the process of design and preparation for the construction.

30.4 Guarantees

30.4.1 As at 31 December 2016, the Company has guaranteed bank credit facilities of the subsidiary amounting to Baht 10 million (2015: Baht 5 million).

30.4.2 As at 31 December 2016, the Company has guaranteed bank credit facilities of its lessees of retail space in the shopping center, totaling of the Baht 63 million (2015: Baht 77 million).

30.4.3 As at 31 December 2016, the Company and its subsidiaries have outstanding bank guarantees of Baht 35 million (The Company only: Baht 25 million) (2015: Baht 30 million, The Company only: Baht 25 million) issued by banks on behalf of the Company and its subsidiaries in respect of certain performance bonds as required in the normal course of business. These included letters of guarantee to guarantee electricity use and to guarantee payments due to construction creditors, among others.

31. Fair value hierarchy

As at 31 December 2016 and 2015, the Company and its subsidiaries had the assets and liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

	Consolidated / Separate Financial Statements			
	As at 31 December 2016			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Held for trade investments				
Debt instruments	-	2,553	-	2,553
Assets for which fair value are disclosed				
Investment properties	-	-	7,677	7,677

(Unit: Million Baht)

	Consolidated / Separate Financial Statements			
	As at 31 December 2015			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Held for trade investments				
Debt instruments	-	2,348	-	2,348
Assets for which fair value are disclosed				
Investment properties	-	-	7,418	7,418

32. Financial instruments

32.1 Financial risk management

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

Credit risk

The Company and its subsidiaries are exposed to credit risk primarily with respect to trade and other receivables. The Company and its subsidiaries manage the risk by adopting appropriate credit control and deposits policies and procedures and therefore, do not expect to incur material financial losses. Credit risk exposure from the granting of loans, since the borrowers are subsidiaries which are controlled over by the same management team, the Company does not expect to incur material financial losses in respect of these loans.

Interest rate risk

The Company's and its subsidiaries' exposure to interest rate risk relates primarily to its cash at banks, current investments and loans. Most of the Company's and its subsidiaries' financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

Significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

Consolidated financial statements as at 31 December 2016

	Fixed interest rates			Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years	Over 5 years				
Financial assets							
Cash and cash equivalent	-	-	-	54	2	56	0.100 - 0.375
Current investments	3,060	960	24	-	1,558	5,602	1.55 - 3.07
Trade and other receivables	-	-	-	-	68	68	-
	<u>3,060</u>	<u>960</u>	<u>24</u>	<u>54</u>	<u>1,628</u>	<u>5,726</u>	
Financial liabilities							
Trade and other payables	-	-	-	-	143	143	-
Liabilities under finance lease agreements	2	4	-	-	-	6	6.50 - 7.23
Short-term deposits of rental income	-	-	-	-	157	157	-
Long-term deposits of rental income	-	-	-	-	92	92	-
	<u>2</u>	<u>4</u>	<u>-</u>	<u>-</u>	<u>392</u>	<u>398</u>	

(Unit: Million Baht)

Consolidated financial statements as at 31 December 2015

	Fixed interest rates		Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years				
Financial assets						
Cash and cash equivalent	-	-	106	1	107	0.125 - 0.375
Current investments	3,300	-	-	2,348	5,648	2.65
Trade and other receivables	-	-	-	96	96	-
Other short-term loans	230	-	-	-	230	2.25
	<u>3,530</u>	<u>-</u>	<u>106</u>	<u>2,445</u>	<u>6,081</u>	
Financial liabilities						
Trade and other payables	-	-	-	86	86	-
Liabilities under finance lease agreements	2	6	-	-	8	6.50 - 7.23
Short-term deposits of rental income	-	-	-	168	168	-
Long-term deposits of rental income	-	-	-	66	66	-
	<u>2</u>	<u>6</u>	<u>-</u>	<u>320</u>	<u>328</u>	

(Unit: Million Baht)

Separate financial statements as at 31 December 2016

	Fixed interest rates			Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years	Over 5 years				
Financial assets							
Cash and cash equivalent	-	-	-	49	2	51	0.100 - 0.375
Current investments	3,060	960	24	-	1,558	5,602	1.55 - 3.07
Trade and other receivables	-	-	-	-	147	147	-
Short-term loans to related parties	824	-	-	180	-	1,004	2.00 - 7.00
	<u>3,884</u>	<u>960</u>	<u>24</u>	<u>229</u>	<u>1,707</u>	<u>6,803</u>	
Financial liabilities							
Trade and other payables	-	-	-	-	88	88	-
Liabilities under finance lease agreements	2	4	-	-	-	6	6.50 - 7.23
Short-term deposits of rental income	-	-	-	-	157	157	-
Long-term deposits of rental income	-	-	-	-	92	92	-
	<u>2</u>	<u>4</u>	<u>-</u>	<u>-</u>	<u>337</u>	<u>343</u>	

(Unit: Million Baht)

Separate financial statements as at 31 December 2015

	Fixed interest rates		Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years				
Financial assets						
Cash and cash equivalent	-	-	101	1	102	0.125 - 0.375
Current investments	3,300	-	-	2,348	5,648	2.65
Trade and other receivables	-	-	-	141	141	-
Short-term loans to related parties	230	-	180	-	410	2.00 - 7.00
Other short-term loans	230	-	-	-	230	2.25
	<u>3,760</u>	<u>-</u>	<u>281</u>	<u>2,490</u>	<u>6,531</u>	
Financial liabilities						
Trade and other payables	-	-	-	84	84	-
Liabilities under finance lease agreements	2	6	-	-	8	6.50 - 7.23
Short-term deposits of rental income	-	-	-	168	168	-
Long-term deposits of rental income	-	-	-	66	66	-
	<u>2</u>	<u>6</u>	<u>-</u>	<u>318</u>	<u>326</u>	

Foreign currency risk

The Company and its subsidiaries have no material exposure to foreign currency risk.

32.2 Fair values of financial instruments

Since the majority of the Company's and its subsidiaries' financial instruments are short-term in nature or carry interest at rates close to market rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

33. Capital management

The primary objective of the Company's and the subsidiaries' capital management is to ensure that they have appropriate capital structure in order to support their business and maximise shareholder value. As at 31 December 2016, the Group's debt-to-equity ratio was 0.16:1 (2015: 0.16:1) and the Company's was 0.14:1 (2015: 0.16:1).

34. Reclassification

During the current year, the reclassification are made to comply with the Company's operations are as follows:

	(Unit: Thousand Baht)			
	For the year ended 31 December 2015			
	Consolidated		Separate	
	financial statements		financial statements	
	As previously		As previously	
	As reclassified	reported	As reclassified	reported
Rental and services income	1,041,536	1,017,605	1,041,536	1,017,605
Other income	61,564	85,494	60,366	84,296

The reclassification had no effect to previously reported profit or shareholders' equity.

35. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 14 February 2017.



Audit Fee

Audit Fee

- In 2016 audit fee of the Company and its subsidiaries had been paid for audit firm (EY Office Limited) in the amount of Baht 3.0 million. While, in 2015 the Company and its subsidiaries had been paid for audit firm in the amount of Baht 3.5 million.

Non-Audit Fee

- None

Projects Location



The Platinum Fashion Mall

Address : 222 The Platinum Fashion Mall Building
11th Floor, Petchaburi Road, Ratchathewi,
Bangkok 10400

Telephone : 0-2121-9999, 0-2121-8000



The Wharf Samui

Address : 62 Mo.1 Bophut, Samui Island,
Surat Thani 84320

Telephone : 077-425-499, 077-425-500

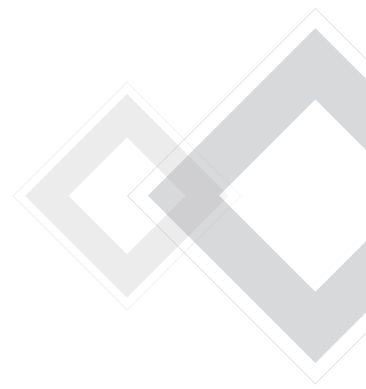


Novotel Bangkok Platinum Pratunam

Address : 220 Petchaburi Road, Ratchathewi
Bangkok 10400

Telephone : 0-2209-1700





Corporate Information

The Platinum Group Public Company Limited

Business type	Develop and lease property, hotel and food court
Head office	222/1398 The Platinum Fashion Mall Building 11 th Floor, Petchaburi Road, Ratchathewi, Bangkok 10400
Telephone	0-2121-9999, 0-2121-8000
Fax	0-2121-9500
Company Register Number	0107557000241
Issue and fully paid-up share capital	2,800,000,000 Baht (comprised of ordinary share of 2,800,000,000 shares par of 1 Baht)
ชื่อย่อหลักทรัพย์	PLAT
Website	www.theplatinumgroup.co.th

Contact Investor Relations

Investor Relations Department	222/1398 The Platinum Fashion Mall Building 11 th Floor, Petchaburi Road, Ratchathewi, Bangkok 10400
Telephone	0-2121-9999 ต่อ 55
Email	ir@theplatinumgroup.co.th

Reference Firm

Registrar of common shares	Thailand Securities Depository Company Limited 93 The Stock Exchange of Thailand Building Floor 1 st Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400 Telephone: 0-2009-9999
Authorized Auditor	EY Office Limited 33 rd Floor, Lake Rajada Office Complex 193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Auditor	Supanee Triyanantakul
Certified Public Accountant (Thailand)	No. 4498
Telephone	0-2264-0777
Fax:	0-2264-0789
Financial Advisor	Maybank Kim Eng Securities (Thailand) Public Company Limited 999/9 The Offices at Central World 20 th -21 st Floor, Rama 1 Road, Pathumwan, Bangkok 10330
Telephone	0-2658-6300




◆— Do what you say —◆


“...Anyone who is determined in the truth and do what they say
will be successful and also receive the faith, trust,
and praise from everyone.
Speaking and then doing is to really do what you say.
It is an important factor in promoting the honor of persons
to be remarkable as well as creating good deeds
and prosperity to both the individuals and the public...”

Royal guidance of His Majesty King Bhumibol Adulyadej
in the graduation ceremony of Chulalongkorn University
Chulalongkorn University
Thursday 10th July 1997





In Remembrance of His Majesty King Bhumibol Adulyadej's Invaluable Grace,
we shall pursue His Majesty the King's resolutions



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