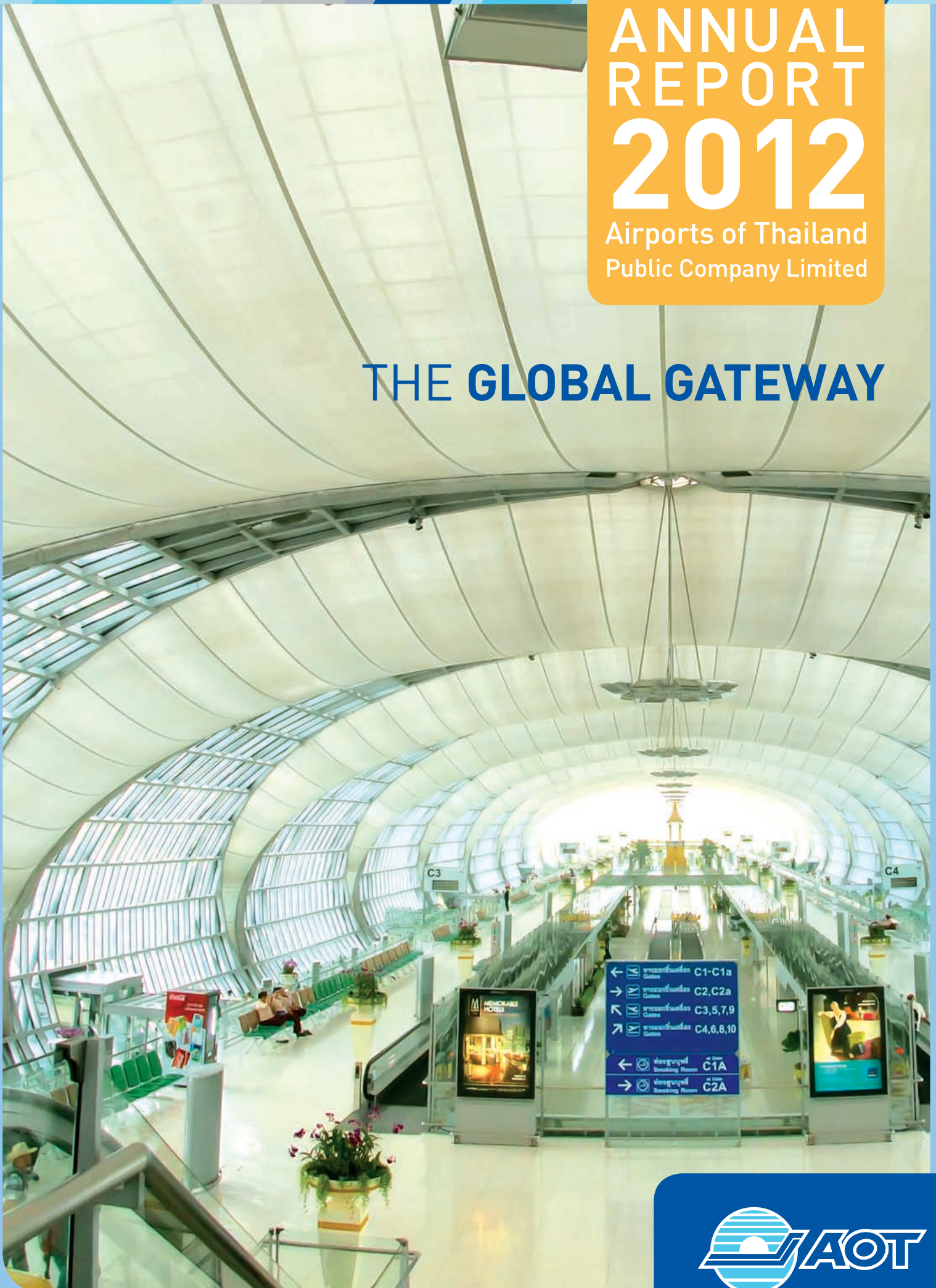


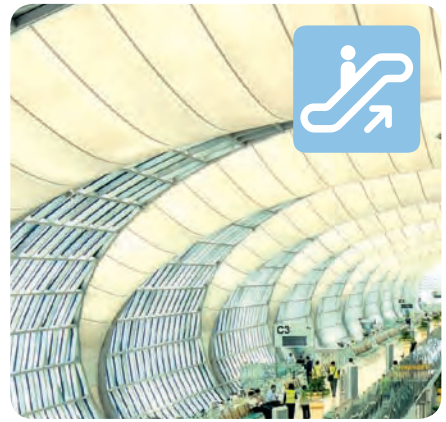
ANNUAL REPORT 2012

Airports of Thailand
Public Company Limited

THE GLOBAL GATEWAY



THE GLOBAL GATEWAY



ANNUAL REPORT

2012

Airports of Thailand
Public Company Limited







✈ Vision

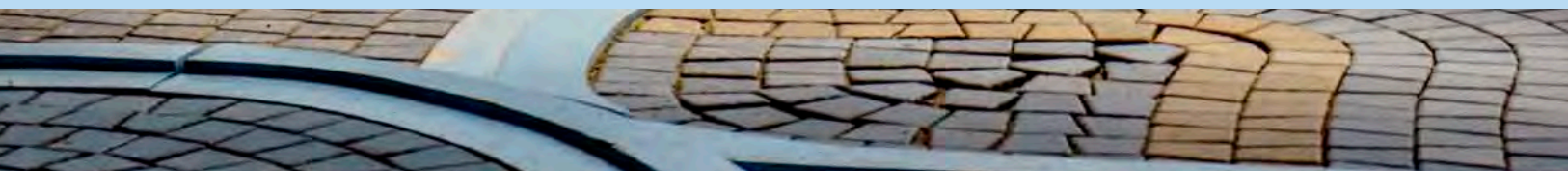
Airports of Thailand Public Company Limited (AOT) is the Asia's leading airport business.

✈ Mission

To operate with exceptional standards, be service-minded and equipped with modern technology as well as be responsible for the society and community.

✈ Core Values

1. Safety and Security are the cores of our operations.
2. Service conscience : To render services with full understanding of the concept.
3. Cooperation : Unity, teamwork, more organizational goal oriented than personal goal oriented
4. Continual learning : To learn about changes of issues related to AOT's business and counterparts for competitive capability and have an intention of self-development for better performances
5. Transparency and accountability : To operate tasks with transparency and accountability to shareholders, business partner, our society, and the country.





Contents

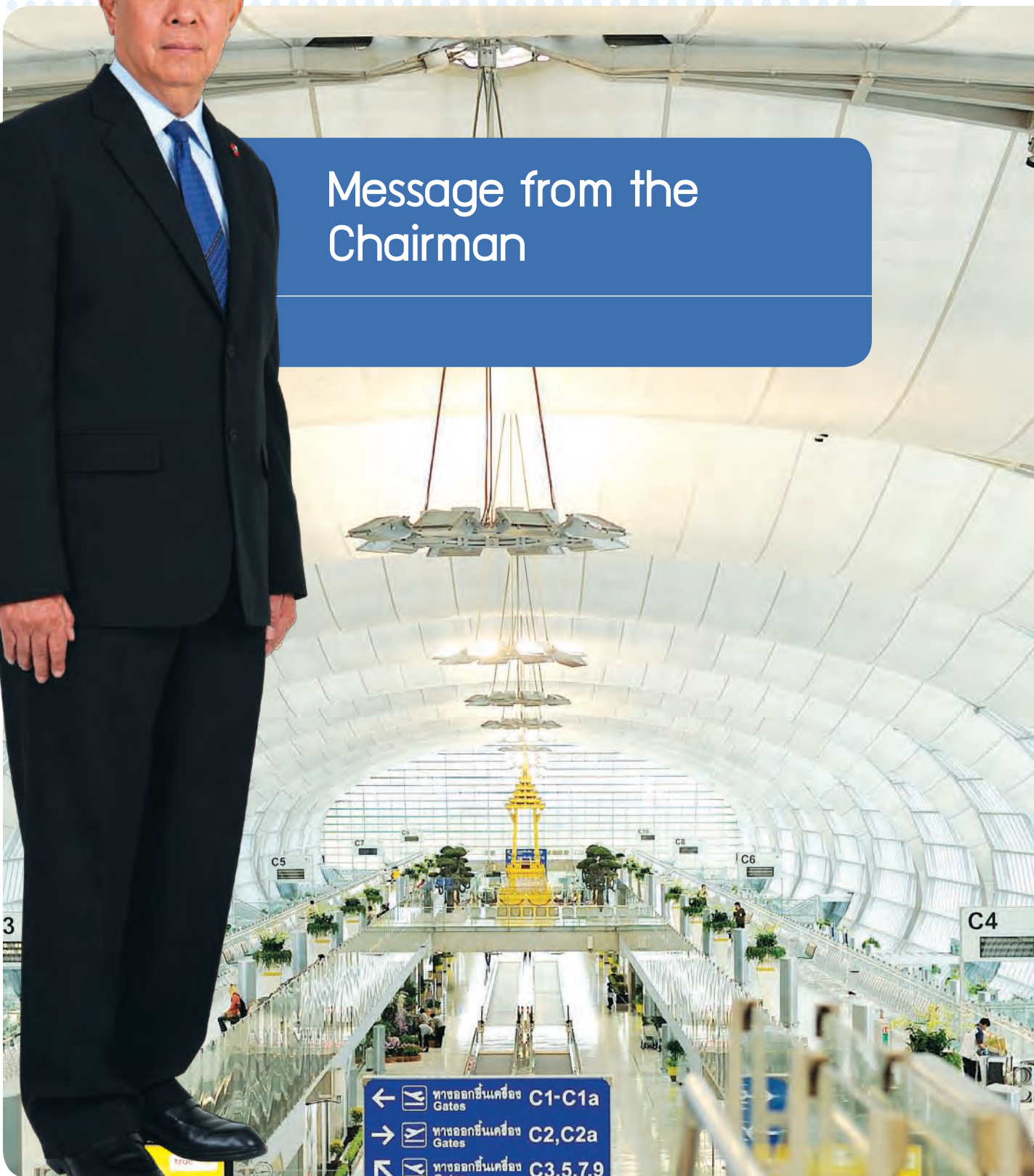
006	MESSAGE FROM THE CHAIRMAN	036	RISK MANAGEMENT
008	REPORT OF THE AUDIT COMMITTEE	040	SHAREHOLDING STRUCTURE AND MANAGEMENT
010	REPORT OF THE NOMINATION COMMITTEE	088	INVESTMENT TRANSACTIONS
011	REPORT OF THE REMUNERATION COMMITTEE	090	AIR TRAFFIC STATISTICS
012	REPORT OF THE RISK MANAGEMENT COMMITTEE	100	BUSINESS CONTINUITY DEVELOPMENT
014	REPORT OF THE CORPORATE GOVERNANCE COMMITTEE	108	AOT'S HUMAN RESOURCE DEVELOPMENT
016	AOT BOARD OF DIRECTORS	112	AIRPORT'S SECURITY MEASURES
018	AOT SENIOR EXECUTIVES	126	OCCUPATIONAL HEALTH, SAFETY AND WORKING ENVIRONMENT MANAGEMENT
022	ORGANIZATION CHART	129	CORPORATE SOCIAL RESPONSIBILITY (CSR), COMMUNITIES AND ENVIRONMENT
024	GENERAL INFORMATION	131	CORPORATE SOCIAL RESPONSIBILITY (CSR)
026	SUMMARY OF AOT'S FINANCIAL INFORMATION	141	FINANCIAL STATEMENTS
034	BUSINESS CHARACTERS		



6



Message from the Chairman





Realizing the importance of the air transportation industry as a major force for the country's economic growth and social escalation, the Board of Directors, management and staff of the Airports of Thailand Public Company Limited are entirely committed to making AOT Asia's leading airport business as specified in our vision statement.

Due to the severe flood event in late October of 2011, Don Mueang International Airport suffered from detrimental damage, which led to its closure for four months causing adverse effects on the domestic air traffic and transportation system. However, as a result of efficient management and dedication of all staff, AOT is able to maintain its performance at a satisfactory level. This is manifested by 30,472.11 million Baht or 6.39 percent increase over previous year's revenue and 6,499.75 million Baht or 193.47 percent over previous year's net profit. For operating performance regarding the air traffic movement at the airports under AOT's control, air traffic movements have grown considerably with total of 71,521,304 passengers, or 7.87 percent increase over the previous year. In terms of freight and postal parcels, AOT handled 1.44 million tons of cargo with a total flights of 480,355, representing a growth of 1.93 percent and 8.81 percent respectively. On top of that, the recovery of the tourism industry has remarkably pushed the number of flight and passenger movements at Suvarnabhumi Airport to 326,970 flights and 52,368,712 passengers or an increase of 13.32 percent and 9.56 percent respectively. For freight and postal parcels, AOT handled in total of 1.36 million tons of cargo or an increase of 1.72 percent.

With regard to sustainable organization development, AOT recognizes a harmonious balance between good corporate governance and corporate social responsibility as a means to becoming a high-performance organization. Alongside this development, we also constantly strive to develop our human resources and services as well as our information technology system in order to handle the challenges of today's ever-changing market place. In addition, we have also set up a framework of corporate social responsibility (CSR) whereby we are engaged in community development for the betterment of society, communities and all stakeholders. This coincides with our effort to create a "Green Airport" by means of reducing energy consumption and controlling greenhouse gas emission. All in all, we do place high importance on environmental management in accordance with international standards.

We could not have achieved all that is mentioned here without the kind cooperation from all organizations and sectors concerned. AOT hereby thanks all our stakeholders both in the government and private sectors including the media and the public who have placed their trust in us and supported us all along. Finally, as a principal organization responsible for the development of the country's air transportation system, we pledge our commitment to our business mission. We will operate airports at internationally recognized standards with service-minded team and modern technology. We will do business with social responsibility in mind. And we will do all it takes to be Asia's leading airport business bringing pride to the people and sustainable economic and social growth to the country.

Air Chief Marshal

[Sumet Photimanee]

Chairman



Report of the Audit Committee

Dear shareholders,

The AOT's Audit Committee has been appointed as per AOT instruction of 1088/2554 on 22 November 2011 comprising 3 qualified independent directors with Mr. Pongsak Semson as Chairman and Air Chief Marshal Raden Puengpak and Mrs. Chantima Sirisaengtaksin as independent directors, and the director of the Audit Office as secretary. Later on, in the AOT instruction of 539/2555 on 18 May 2012, the AOT's Audit Committee revised the instruction to appoint Mr. Wattana Tiengkul to replace Air Chief Marshal Raden Puengpak who turned 65 years old.

The Audit Committee carried out its duties as assigned by the Board of Directors and in accordance with the operation manual for state enterprise audit committee, Ministry of Finance and the Audit Committee Charter which is in line with the Stock Exchange of Thailand's notification.

The Audit Committee reviewed and ensured that the AOT management, corporate governance, risk management, internal control, internal audit, financial reports and other operations were in full compliance with concerned rules, regulations, and laws so that the AOT operates efficiently and effectively.

In fiscal year 2012, there were 12 Audit Committee meetings participated by senior executives, and concerned parties, and the meeting with the auditor without involvement from executives. The Audit Committee reports were regularly and continually submitted to the Board of Directors, the pivotal points of which are as follows:

- The review of quarterly financial statements for fiscal year 2012 and the report of monthly operation results determined in cooperation with the AOT involved executives and the auditor to ensure that essential information of the financial reports was prepared correctly and sufficiently disclosed. Also, it must be in line with the generally accepted accounting standards.
- Hold a meeting with the auditor with no participation from the executives on the company's financial statements and remarks arisen from the audit, etc.
- The review of mutual transactions which may cause conflicts of interest among the stakeholders and the AOT. The result of such review was in accordance with the nature of business.
- The review of efficiency and effectiveness of internal control system. The provision of suggestions to the Board of Directors and the executives to improve the effectiveness of the AOT's internal control as well as the review of risk management in acceptable risk level. In addition, the Audit Committee also examined, suggested and reported the progress of internal control system as per the Rules of the Auditor General on Internal Control Standards B.E. 2544.



- The review of the corporate governance's operation result for fiscal year 2012 to ensure that the rules, regulations, laws, and listed companies' good corporate governance principles were followed.
- The review of the Audit Committee Charter, the approval of the Audit Office's charter and its manual on internal audit, as well as performance evaluation of the director of the Audit Office.
- The supervision, suggestions, and support on the Audit Office's independent operations. The review of 2012 internal audit results and the follow-up on rectifications as per suggestions in the report to create efficiency and effectiveness. Additionally, the Audit Committee also approved the AOT's 2013 internal audit plan as well as the long term internal audit plan for 2013 – 2015. The Audit Committee strengthened the effectiveness of the internal audit's work such as development of Information Technology review and auditing training for staff at the Audit Office.
- The proposal of the auditor as well as the remuneration to the Board of Directors in order for the shareholders' approval to appoint the Office of the Auditor General of Thailand as the company's auditor for 2012.

The Audit Committee concurred that the AOT's management and operations possessed good corporate governance principles, sufficient and appropriate risk management and internal control, financial reports disclosed accurate and adequate information which were in conformity with the generally accepted accounting standards, including operations which were in compliance with rules, regulations, and concerned laws.

(Mr. Pongsak Semson)
Chairman of the Audit Committee





Report of the Nomination Committee

Dear shareholders,

In the 13/2554 meeting on 14 December 2011, the AOT's Board of Directors passed a resolution to appoint the Nomination Committee with Flying Officer Norahuch Ployyai as Chairman, while Mr. Thanapich Mulapruk and Mr. Pongsak Semson acted as directors. The Nomination Committee has duties and responsibilities assigned by the AOT's Board of Directors to regulate policies, principles, and procedures in acquiring the AOT's Directors. The Nomination Committee is also responsible for screening qualified candidates as specified in the related regulations and laws to propose to the AOT's Board of Directors for appointments as the AOT's directors. In addition, the committee is required to undertake the tasks as assigned by the Board of Directors and report accordingly to shareholders in the notification (Form 56-1) and in the annual report.

The Nomination Committee had 2 meetings in 2012 to recruit qualified personnel to fill in the position of the AOT's directors by adhering to the Nomination Committee's Charter, approved and certified by the AOT's Board of Directors which has been in effect since 14 January 2009. The recruitment process was implemented in accordance with the Standard Qualifications Act for Board of Directors and State Enterprise Officials, the Public Limited Company Act, the Securities and Exchange Law, the cabinet resolutions, and the AOT's regulations. Other factors taken into consideration are qualifications, knowledge, capabilities, work experience, leadership, morality, ethics, good attitudes towards organization, and time dedication for the AOT's success. Additionally, the process has to be transparent and create confidence to shareholders. At present, the AOT's Board of Directors comprises 15 directors with President as the Secretary to the Board of Directors. The curriculum vitae can be found under the topic "Board of Directors".

Flying Officer

[Norahuch Ployyai]

Chairman of the Nomination Committee





Report of the Remuneration Committee

Dear shareholders,

In the meeting of 12/2554 on 11 November 2011, AOT's Board of Directors had a resolution to appoint Air Chief Marshal Raden Puengpak as Chairman and Mrs. Chantima Sirisaengtaksin and Mr. Somchai Poolsavasdi as Directors. Later on, in the meeting of 9/2555 on 20 June 2012, AOT's Board of Directors had a resolution to appoint Flying Officer Norahuch Ployyai as Chairman to replace Air Chief Marshal Raden Puengpak who turned 65 years old.

The Remuneration Committee carried out its assigned duties prudently and reasonably as specified in the charter certified by the AOT Board. In 2012, a meeting was held to consider remunerations and benefits of the AOT directors and outsiders who were appointed as directors, directors of sub-committees and operators by realizing suitability to the assigned duties and responsibilities as well as the company's performance and the current economic factors. The AOT's remuneration criteria must be compared to other listed companies in the Stock Exchange of Thailand in the same industry with similar scope of operations.

Information on each director's remuneration is disclosed in this AOT's Annual Report.

Flying Officer

(Norahuch Ployyai)

Chairman of the Remuneration Committee





Report of the Risk Management Committee

Dear shareholders,

Risk management is the necessary and important management process in making the AOT to achieve its set goals, especially in the volatile domestic and international economies and in a highly complex and competitive market. The effective risk management system is not only the important part of good corporate governance but also the value-added component to the business.

The AOT has realized the magnitude of a risk management system and has focussed on employing a risk management system as its strategic tool to achieve AOT's set goals and missions. The Risk Management Working Group, the Risk Management Committee, and the AOT's Board of Directors are responsible for supervising and directing policies, promoting and performing risk management and business continuity management with efficiency and effectiveness for the benefit of organization's continual and sustainable performance.

Flying Officer

(Norahuch Ployyai)

Chairman of the Risk Management Committee





Report of the Corporate Governance Committee

Dear shareholders,

In the 12/2554 meeting on 11 November 2011, the AOT's Board of Directors passed a resolution to appoint the Corporate Governance Committee with Mr. Wutisak Lapcharoensap as Chairman, while Mr. Pongsak Semson, Miss Pornthip Paksanont and the AOT's President as directors.

The Corporate Governance Committee emphasizes the AOT's management according to corporate good governance by promoting the directors, executives, and officers to create good corporate governance culture as stipulated by the division in charge. The committee is to ensure that officers strictly follow the AOT's good corporate governance manual in order to create confidence for shareholders, investors and stakeholders as well as to support the AOT's operations.

In 2012, the Corporate Governance Committee had a meeting to develop and follow-up the good corporate governance. The main issues are as follows;

1. Shareholders' rights

In the 2011 Annual Ordinary General Meeting of Shareholders on 27 January 2012, the AOT advocated the exercises of shareholders' rights by implementing issues in accordance with the "Annual General Meeting Checklist" specified by the Securities and Exchange Commission (SEC). This includes distributing meeting information to shareholders for at least 30 days in advance on the AOT's website prior to the meetings, facilitating the proxies for the absentees, encouraging shareholders to ask and give suggestions freely, and organizing minutes containing all the important information, etc.

2. Equal treatment to all shareholders

Shareholders are to be given an opportunity for three months prior to the fiscal year end (1 July – 30 September of each year) to propose agendas and suggest candidates for the title of the AOT directors in the Shareholder Annual Ordinary General Meeting.

3. Stakeholders' roles

Increase a complaint channel via AOT's website in order to be forwarded to the Corporate Communications Office which is a complaint center for all 6 airports. This channel can take complaint regarding governance to be forwarded to the Corporate Governance Committee.

4. Information Disclosure and Transparency

Shareholders are to be regularly reported on important events with accurate information.



5. The Corporate Governance Committee's responsibilities

- To operate honestly and carefully in accordance with the law, the AOT's objectives and regulations, and shareholders' resolutions and to try its best to maintain the best interests of the AOT and the shareholders.
- To initiate and frequently update the corporate governance policies to be in consistence with the AOT's operations at least once a year.
- To acknowledge the appraisal criteria of TRIS's 2011 Organization Management Indicators, specifically on the role of the Board of Private Enterprises which emphasizes good governance and social responsibilities as well as encourage efficient performance according to its assigned duties.
- To hold an annual Board of Directors' Performance Monitoring and Evaluation so that the Board of Directors can reflect on and improve its performance.

6. Activities to promote Corporate Governance and Ethics

- To include the topic of good corporate governance in the new staff orientation.
- As part of the basic courses of the Human Resources Development Department the AOT is to educate all levels of officers about corporate governance and ethics.
- To demonstrate an intent to join the Anti-Corruption Collective Action Coalition in private sector arranged by the Thai Institute of Directors (IOD), the Thai Chamber of Commerce, the Thai Bankers' Association, and the Thai Listed Companies Association.

As a result of the AOT's continual emphasis on good corporate governance, the AOT received Top Corporate Governance Report Award at the SET Award ceremony on 22 November 2012. The ceremony was organized by the Stock Exchange of Thailand and Money and Banking Magazine. Moreover, the AOT also received 98 points or excellence on the quality appraisal of 2012 Annual Ordinary General Meeting from the Annual General Meeting's Quality Appraisal Project arranged by the Thai Investors Association. And most importantly, due to the AOT's continual emphasis on good corporate governance resulting in consecutive excellent appraisal by the IOD, the AOT's Board of Directors was honored with the Board of the Year Awards 2010/11 by the Thai Institute of Directors joined with the Stock Exchange of Thailand and the Corporate Group.

[Mr. Wutisak Lapcharoensap]

Chairman of the Corporate Governance Committee





AOT BOARD OF DIRECTORS

AS OF 30 SEPTEMBER 2012



- | | | |
|--|---|---|
| 1. Air Chief Marshal Sumet Photimanee
Chairman
Independent Director | 4. Mr. Pongsak Semson
Independent Director
Chairman of Audit Committee
Member of Nomination Committee
Member of Risk Management Committee
Member of Corporate Governance Committee | 6. Flying Officer Norahuch Ployyai
Independent Director
Chairman of Nomination Committee
Chairman of Risk Management Committee
Chairman of Remuneration Committee |
| 2. Police Major General
Peeraphan Premabhuti
Deputy Chairman
Independent Director | 5. Mr. Thanapich Mulapruk
Independent Director
Member of Nomination Committee | 7. Mr. Wutisak Lapcharoensap
Independent Director
Chairman of Corporate Governance Committee |
| 3. Police Major General
Montien Prateepavanich
Independent Director | | |



8. Mr. Arkhom Termittayapaisith
Director

9. Mr. Somchai Poolsavasdi
Director
Member of Remuneration Committee

10. Mrs. Chantima Sirisaengtaksin
Independent Director
Member of Audit Committee
Member of Remuneration Committee

11. Mr. Thanin Angsuwarangsi
Independent Director
Member of Risk Management Committee

12. Mr. Wattana Tiengkul
Independent Director
Member of Risk Management Committee
Member of Audit Committee

13. Miss Pornthip Paksanont
Independent Director
Member of Corporate Governance Committee

14. Miss Sutthirat Rattanachot
Director

15. Flying Officer Anirut Thanomkulbutra
Director and Secretary
AOT President
Member of Risk Management Committee
Member of Corporate Governance Committee



AOT SENIOR EXECUTIVES

AS OF 30 SEPTEMBER 2012



1. **Flying Officer Anirut Thanomkulbutra**
President
2. **Mr. Somchai Sawasdeepon**
Senior Executive Vice President
(Engineering and Construction)
Acting General Manager of Suvarnabhumi Airport
3. **Mrs. Supaporn Burapakusolsri**
Senior Executive Vice President
(Planning and Finance)
4. **Flying Officer Passakorn Surapipith**
Senior Executive Vice President
(Administration)
5. **Wing Commander Prateep Wichitto**
Senior Executive Vice President
(Regional Airports)
6. **Miss Vilaiwan Nadvilai**
Senior Specialist 10
Acting Senior Executive Vice President
(Business Development and Marketing)



7. Flying Officer Chaturongkapon Sodmanee

Executive Vice President
(Engineering and Construction)

8. Sub Lieutenant Naris Yoadchan

Executive Vice President
(Regional Airports)

9. Mrs. Poolsiri Virojanapa

Executive Vice President
(Planning and Finance)

10. Mr. Montri Mongkoldaow

Executive Vice President
(Administration)

11. Mr. Chaowalit Paka-Ariya

Executive Vice President
Project Manager of Suvarnabhumi Airport
Construction Management Office

12. Mr. Sirote Duangratana

Executive Vice President
(Business Development and Marketing)



13. Miss Shanalai Chayakul
Corporate Secretary

14. Flying Officer Narongchai Tanadchangsang
Deputy General Manager of Suvarnabhumi Airport
(Operations)

15. Wing Commander Suk Puangthum
Deputy General Manager of Suvarnabhumi Airport
(Maintenance)

16. Mrs. Suwanna Natpracha
Deputy General Manager of Suvarnabhumi Airport
(Administration)

17. Wing Commander Lukchai Chaleoyprach
Executive Vice President
(Aerodrome Standardization and Occupational Health)

18. Mr. Chakraphong Phongpunawit
Executive Vice President
(Information Technology and Communication)



19. Mrs. Angkana Thantavivattananont
Deputy General Manager of Suvarnabhumi Airport
(Commercial Operations)

20. Mrs. Paranee Vatanotai
General Manager of Don Mueang
International Airport

21. Mrs. Rawewan Netrakavesna
General Manager of Chiang Mai
International Airport

22. Mr. Prathuang Sornkhom
General Manager of Phuket
International Airport

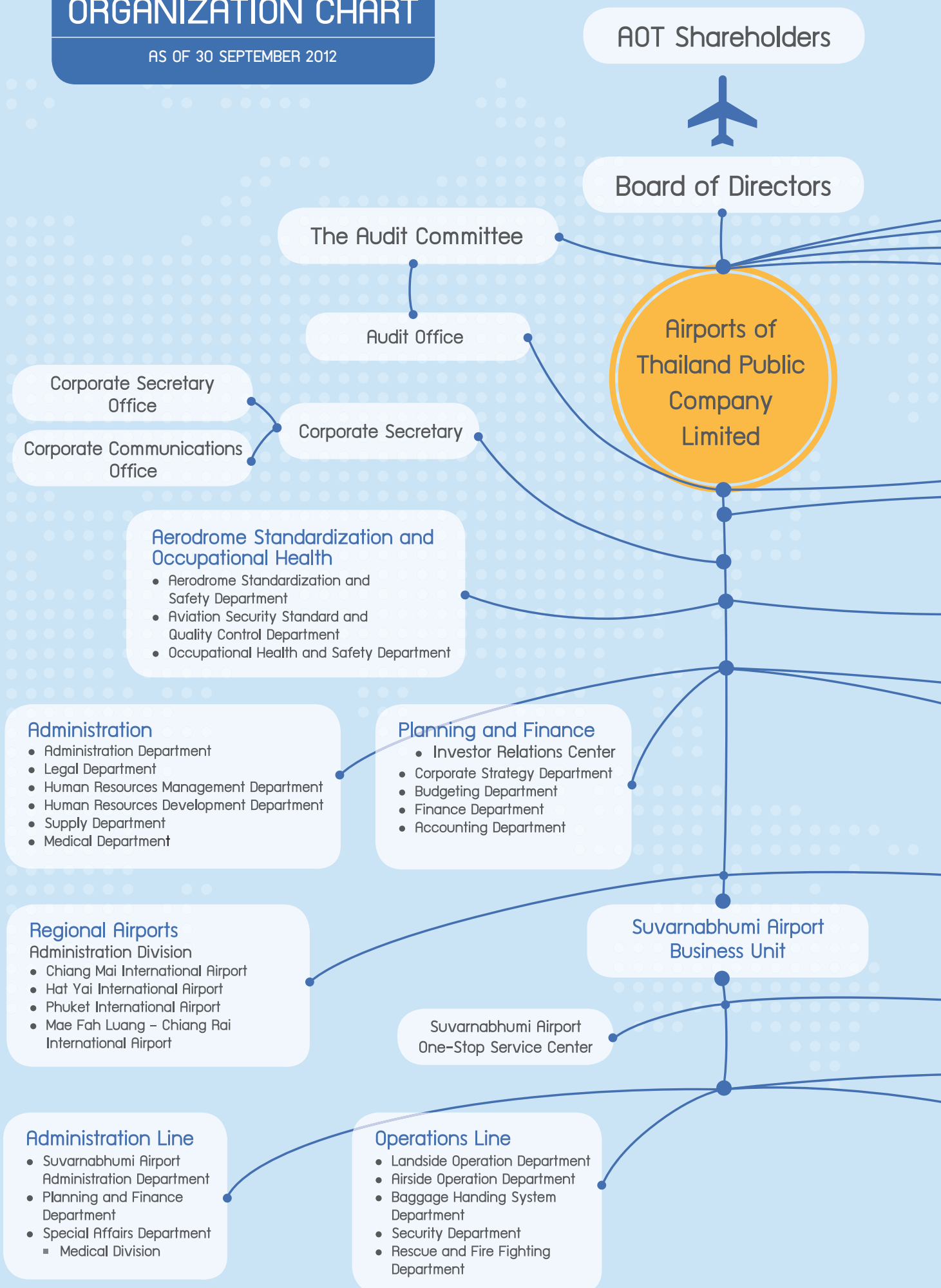
23. Group Captain Noranit Pholkanond
General Manager of Hat Yai
International Airport

24. Mr. Damrong Klongakara
General Manager of Mae Fah Luang-Chiang Rai
International Airport



ORGANIZATION CHART

AS OF 30 SEPTEMBER 2012







24





GENERAL INFORMATION

Company Name	: Airports of Thailand Public Company Limited (AOT)
Registration Number	: PLC 0107545000292
Business	: Airport operator and other services related to aviation and transport
Registered Capital	: 14,285,700,000.- Baht
No. of Common Stock Shareholders	: 1,428,570,000 shares, par value at 10 Baht per share : The Ministry of Finance is the major shareholder with 70% stake, with the rest held by institutes and retail investors
Listed Date	: 11 March 2004
Accounting Period	: 1 October – 30 September
Website	: http://www.airportthai.co.th
Contact	: Head Office 333 Cherdwutagard Road, Srikan, Don Muang, Bangkok 10210 Tel. 0 2535 1111 Fax 0 2535 4061 / 0 2504 3846
Corporate Secretary Department	: Tel. 0 2535 5858 Fax 0 2535 5540 E-mail: corporat@airportthai.co.th
Investor Relations Center	: Tel. 0 2535 5900 Fax 0 2535 5909 E-mail: aotir@airportthai.co.th
Corporate Communications Office	: Tel. 0 2535 3738 Fax 0 2535 4099 E-mail: aotpr@airportthai.co.th
Registrar	: Thailand Security Depository Company Limited 62 The Stock Exchange of Thailand Building 4 th and 7 th floor, Ratchadapisek Road, Klong Toey, Bangkok 10110 Tel. 0 2229 2888 Fax 0 2654 5427
Auditor	: Office of the Auditor General of Thailand Rama 6 Road, Samsen Nai, Bangkok 10400 Tel. 0 2273 9674 - 91 Fax 0 2618 5883

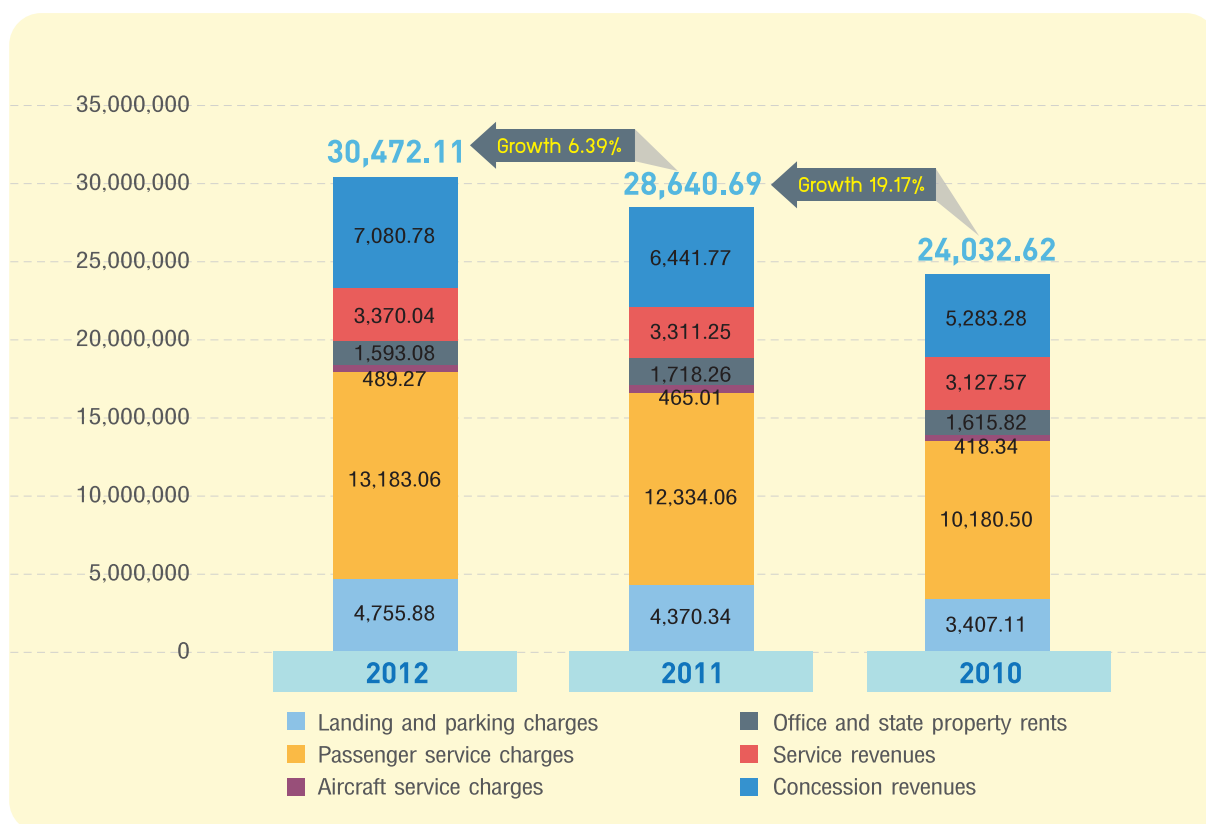


SUMMARY OF AOT'S FINANCIAL INFORMATION

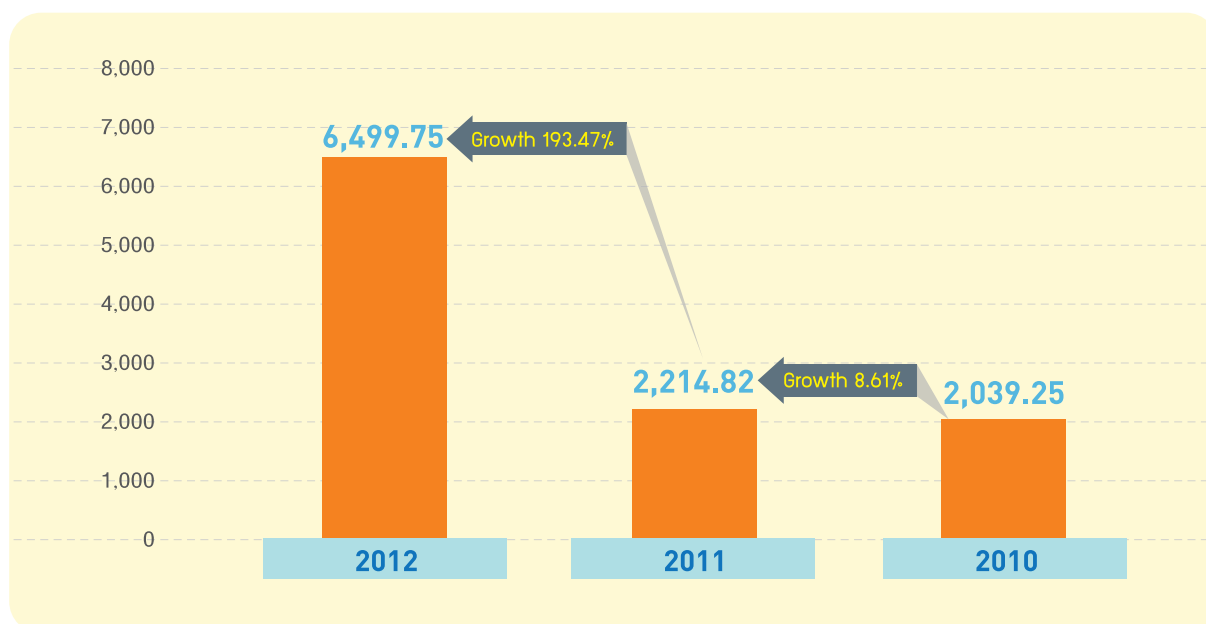
	2012	2011 (Adjusted)	2010
Operating results (Million Baht)			
Revenues from sales or services	30,472.11	28,640.69	24,032.62
Earnings before Finance Costs, Income Taxes, Depreciation and Amortization including Other Non-operating Income and Expenses (EBITDA)	15,448.92	14,839.55	12,028.29
Net profit	6,499.75	2,214.82	2,039.25
Financial Position (Million Baht)			
Total assets	150,011.59	150,598.94	141,588.99
Total liabilities	72,216.77	78,321.93	71,743.19
Shareholders' equity	77,794.82	72,277.01	69,845.80
Financial Ratios			
Liquidity ratio (Times)	2.13	1.93	2.00
Net profit to revenues from sales or services (%)	21.33	7.73	8.49
Return on equity (%)	8.68	3.10	2.85
Return on assets (%)	4.32	1.52	1.40
Debt to equity (Times)	0.93	1.08	1.03
Book value per share (Baht)	54.35	50.49	48.76
Earnings per share (Baht)	4.55	1.55	1.43



Revenues from sales or services (Million Baht)

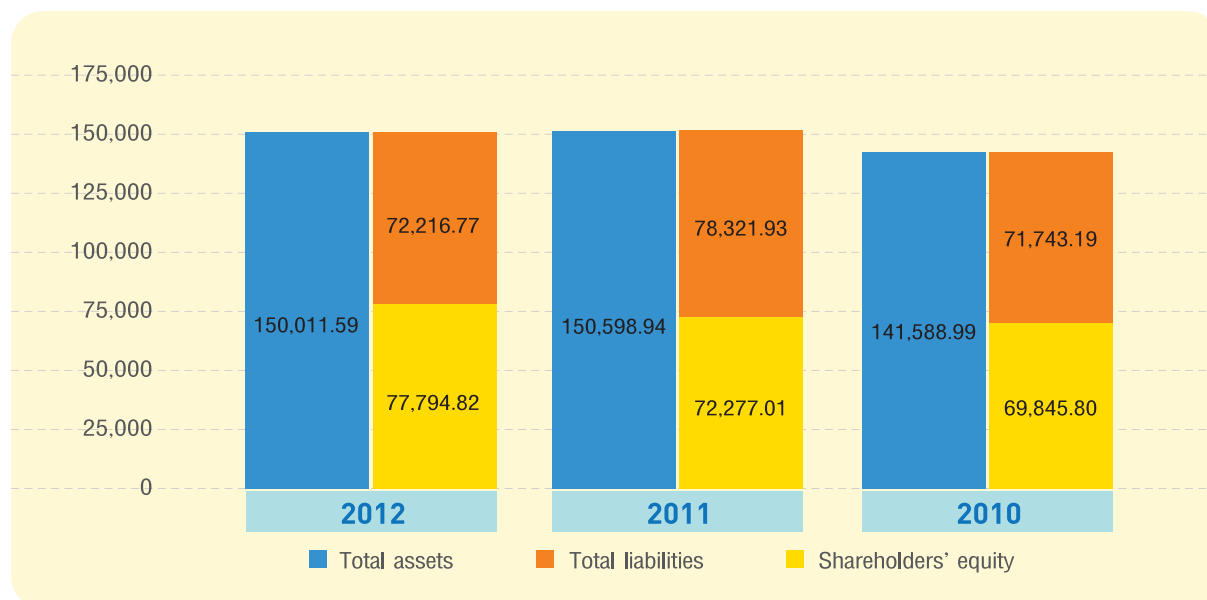


Net profit (Million Baht)

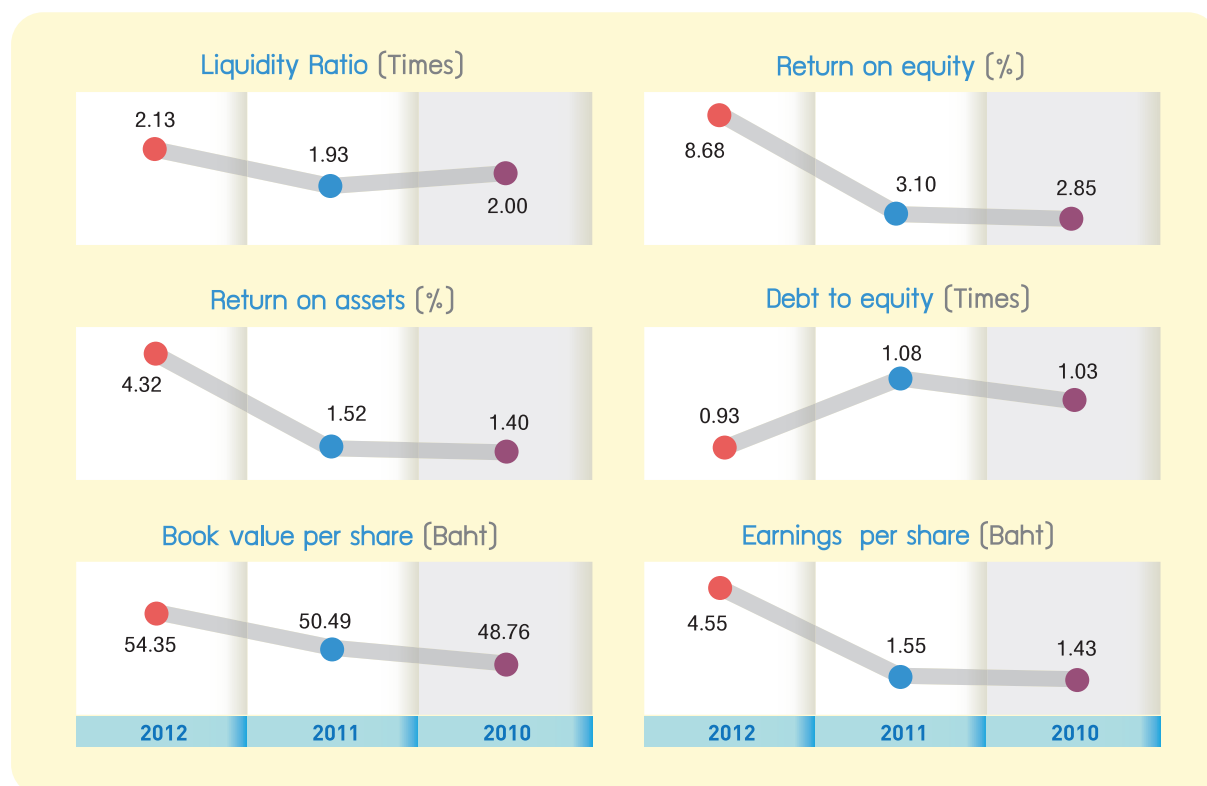




Financial Position (Million Baht)



Financial Ratios





Airports of Thailand Public Company Limited (AOT) and its subsidiaries

Management Discussion and Analysis of Financial Statements for the years ended September 30th, 2012 and 2011.

AOT has presented the financial statements in compliance with Accounting Standards and Financial Reporting Standards which issued and revised by The Federation of Accounting Professions under the Royal Patronage of His Majesty the King in order to be in compliance with the International Financial Reporting Standards (IFRS) since October 1st, 2011. As a result, the accounting policies used in the preparation for the financial statements for this period will be deviated from the one used in the fiscal year 2011 ended September 30th, 2011. Therefore, AOT had revised the earlier financial statements for comparative purpose which affected the statement of financial position as of September 30th, 2011 and the income statement and the comprehensive income statement for the year ended September 30th, 2011 as shown in the years ended September 30th, 2012 and 2011's notes to the financial statements no. 3.3.

For the fiscal year 2012, the major events affecting AOT's operating performance are as follows:

AOT's all six airports had the higher volume of total air traffic in the fiscal year 2012 (October 1st, 2011-September 30th, 2012) compared with the previous year. The air traffic volume resumed to normal growth after the end of flood disasters in Thailand which occurred during late October to November 2011 (Q1/2012). Don Mueang International Airport had been directly affected from the overflow of water which leaked into the building, runways and taxiways. Therefore, AOT needed to launch a Notice to Airman informing the closing period of the airport since October 25th, 2011 at 14.00 hrs. The airport has resumed its normal commercial flights on March 6th, 2012 at 06.00 o'clock.

On June 19, 2012 the cabinet approved the role of Suvarnabhumi Airport as a main airport for full-service and connecting flights in order to promote as a regional hub while Don Mueang International Airport will serve low-cost carriers (LCCs) and/or accommodate point-to-point domestic and international flights which based on the voluntary basis of airlines and the highest utilization of both airports.

Don Mueang International Airport has increased flights and passengers services since October 1, 2012. There are 2 low cost carriers that provide scheduled flights and one group of airlines which moved its base from Suvarnabhumi Airport to Don Mueang International Airport. As a result, revenues of Don Mueang International Airport have increased substantially. This indicates that impairment loss will be decreased or fully reversed. The management has a policy to review impairment of assets of Don Mueang International Airport in the next accounting period.

1 Operating results of Airports of Thailand Public Company Limited (AOT) and its subsidiaries

Regarding to the operating results for the fiscal year 2012 (October 1st, 2011 - September 30th, 2012), compared with the fiscal year 2011, AOT reported revenues from sales or services of Baht 30,472.11 million, an increase of Baht 1,831.42 million or 6.39%. Total other incomes were Baht 2,003.06 million, an increase of Baht 2,620.59 million or 424.37%. Total expenses were Baht 22,474.96 million, a decrease of Baht 2,115.34 million or 8.60%. Profit before income tax expenses was Baht 10,000.21 million, an increase of Baht 6,567.35 million or 191.31%. After taking non-controlling interests of Baht 6.27 million and income tax expenses of Baht 3,494.19 million into account, AOT had the net profit for this period of Baht 6,499.75 million, an increase of Baht 4,284.92 million or 193.47%. Net earnings per share was Baht 4.55, compared to Baht 1.55 in the previous year.



Unit : Million Baht

	2012	2011	Increase (Decrease)	% Change
Revenues from sales or services	30,472.11	28,640.69	1,831.42	6.39
- Aeronautical revenues	18,428.21	17,169.41	1,258.80	7.33
- Non-aeronautical revenues	12,043.90	11,471.28	572.62	4.99
Total other incomes	2,003.06	(617.53)	2,620.59	424.37
Total expenses	22,474.96	24,590.30	(2,115.34)	(8.60)
Profit before income tax expenses	10,000.21	3,432.86	6,567.35	191.31
Income tax expenses	3,494.19	1,261.91	2,232.29	176.90
Net profit	6,499.75	2,214.82	4,284.92	193.47

- Aeronautical Revenues** AOT reported the aeronautical revenues in an amount of Baht 18,428.21 million, an increase of Baht 1,258.80 million or 7.33% as a result of the increased air traffic volume of AOT's six airports compared with the previous year as follows:
 - The number of aircraft movements increased by 8.81% resulting from the increase of international aircrafts by 8.13% and domestic aircrafts by 9.68%.
 - The number of passenger movements increased by 7.87% resulting from the increase of international passengers by 5.24% and domestic passengers by 12.46%.
 - The number of cargo movements increased by 2.31% resulting from the increase of international cargo by 2.10% and domestic cargo by 4.68%.
- Non-Aeronautical Revenues** AOT reported the non-aeronautical revenues in an amount of Baht 12,043.90 million, an increase of Baht 572.62 million, or 4.99% mainly due to the increase in concession revenue and Suvarnabhumi Airport Hotel's revenue. However, there was the drop in office and state property rental revenue partly resulting from rental exemption at Don Mueang International Airport during the flood.
- Total Other Incomes** AOT reported total other incomes of Baht 2,003.06 million, an increase of Baht 2,620.59 million. The details are as follows:
 - **Interest income** was Baht 1,263.31 million, an increase of Baht 467.96 million as a result of more cash deposits and the rise in average interest rate.
 - **Gain on foreign exchange** was Baht 222.74 million, an increase of Baht 1,760.85 million due to the Yen's depreciation leading to the gain on foreign exchange rate adjustment at the end of the accounting period. After taking loss on foreign exchange from the cross currency swap contract, the total foreign exchange gain for this period was Baht 222.74 million increased from the previous year with loss on foreign exchange by Baht 1,538.12 million. The comparisons of foreign exchange rate are as follows:

Foreign Exchange			Foreign Exchange		
	Baht/100 Yen	Baht/US\$		Baht/100 Yen	Baht/US\$
Sep 28 th , 2012	40.1574	30.9664	Sep 30 th , 2011	41.0878	31.3072
Sep 30 th , 2011	41.0878	31.3072	Sep 30 th , 2010	36.7503	30.5578
Increase/ (Decrease)	(0.9304)	(0.3408)	Increase	4.3375	0.7494

- **Other income** was Baht 517.01 million, an increase of Baht 391.78 million mainly due to the revenue recognition record of flood relief subsidy by the government in an amount of Baht 390.84 million for Don Mueang International Airport's restoration.



- **Total Expenses** AOT reported total expenses of Baht 22,474.96 million, a decrease of Baht 2,115.34 million or 8.60 %. The details are as follows :
 - **Employee benefit expenses** were Baht 4,614.47 million, an increase of Baht 464.24 million or 11.19% due to the adjusted annual pension for employees leading to the rise in annual salary, employer's contribution of provident fund, and overtime payment expense. Moreover, AOT had more expenses on flood relief for employees in an amount of Baht 94.58 million.
 - **Operating expenses** were Baht 6,794.73 million, an increase of Baht 695.91 million or 11.41% mainly due to the increase in electricity charges, private sector contracting fees, doubtful debt and asset lease as well as expenses incurred during the flood in an amount of Baht 103.40 million.
 - **Repairs and maintenance expenses** were Baht 2,303.96 million, a decrease of Baht 0.73 million or 0.03%.
 - **State property rental** was Baht 1,310.02 million, an increase of Baht 62.62 million or 5.02% in line with the rise in revenues from sales or services.
 - **Depreciation and amortization** were Baht 4,668.88 million, a decrease of Baht 3,196.76 million or 40.64% mainly due to the fact that some assets of Suvarnabhumi Airport had been fully depreciated over their useful life.
 - **Loss on impairment of assets** was Baht 666.29 million, an increase of Baht 308.41 million or 86.18% mainly due to the record of additional impairment of assets from the increased assets of Don Mueang International Airport's restoration plan.
 - **Other expenses** were Baht 56.62 million, a decrease of Baht 285.19 million resulting from the previous record (Q3/2011) on the provision of liabilities arisen from a lawsuit against AOT which the court of first instance ruled that AOT pay the plaintiff, including interest in an amount of Baht 325 million.
 - **Financial costs** were Baht 2,059.98 million, a decrease of Baht 163.83 million or 7.37% mainly due to the decrease in interest expenses from the financial institutions which was in turn the result of lower loan amount resulting from principle repayment as well as the decrease in interest expenses from financial leased assets.
- **Income Tax Expenses** AOT reported income tax expenses of Baht 3,494.19 million, an increase of Baht 2,232.29 million or 176.90%. This was mainly due to the increase of operating results in this period which affected the rise in income tax expenses in an amount of Baht 1,922.53 million under the revenue code calculation. Additionally, the deferred tax for this year has been affected from the changed corporate income tax in amount of Baht 867.83 million according to the notes to the financial statements no. 37.

2 The financial statements of Airports of Thailand Public Company Limited (AOT) and its subsidiaries as of September 30th, 2012

- **Assets** As of September 30th, 2012, AOT had total assets of Baht 150,011.59 million, a decrease from September 30th, 2011 for Baht 587.35 million or 0.39%. The details are as follows :

Unit : Million Baht

	September 30 th , 2012	September 30 th , 2011	Increase (Decrease)	% Change
Total current assets	37,183.34	31,954.28	5,229.05	16.36
Investing capital	3,665.39	6,151.59	(2,486.20)	(40.42)
Plant and equipment-net	81,162.96	83,317.54	(2,154.58)	(2.59)
Other non-current assets	27,999.90	29,175.52	(1,175.62)	(4.03)
Total assets	150,011.59	150,598.94	(587.35)	(0.39)



- **Total current assets** were Baht 37,183.34 million, an increase of Baht 5,229.05 million or 16.36% as a result of the increase in the operating results and short term investments.
 - **Investing capitals** were Baht 3,665.39 million, a decrease of Baht 2,486.20 million or 40.42% due to the increase in the transfer of fixed deposits to debt securities less than one year.
 - **Plant and Equipment – net** were Baht 81,162.96 million, a decrease of Baht 2,154.58 million or 2.59% as a result of the depreciation.
 - **Other non-current assets** were Baht 27,999.90 million, a decrease of Baht 1,175.62 million or 4.03% mainly due to the Yen's depreciation leading to the decrease in the value of the cross currency swap contract amounting to Baht 1,761.84 million.
- **Liabilities** As of September 30th, 2012, AOT had total liabilities of Baht 72,216.77 million, a decrease of Baht 6,105.16 million or 7.79%. The details are as follows :

Unit : Million Baht

	September 30 th , 2012	September 30 th , 2011	Increase (Decrease)	% Change
Total current liabilities	17,418.36	16,567.00	851.35	5.14
Long-term loans	51,152.94	57,513.61	(6,360.67)	(11.06)
Other non-current liabilities	3,645.47	4,241.31	(595.84)	(14.05)
Total liabilities	72,216.77	78,321.93	(6,105.16)	(7.79)

- **Total current liabilities** were Baht 17,418.36 million, an increase of Baht 851.35 million or 5.14% as a result of the increase in provision of accrued expenses.
 - **Long-term loans** were Baht 51,152.94 million, a decrease of Baht 6,360.67 million or 11.06% mainly due to the Yen's depreciation leading to the decrease in foreign loan.
 - **Non-current liabilities** were Baht 3,645.47 million, a decrease of Baht 595.84 million or 14.05% due to the drop in deferred tax liabilities and finance leased liabilities.
- **Shareholders' equity** As of September 30th, 2012, the shareholder' equity was Baht 77,794.82 million, an increase of Baht 5,517.81 million or 7.63% resulting from the comprehensive income for the fiscal year 2012 amounting to Baht 6,660.66 million and the dividend payment for the fiscal year 2011 of Baht 1,142.85 million.

3 Liquidity

AOT recorded cash and cash equivalents as at September 30th, 2012 in a total amount of Baht 3,652.83 million, a decrease from September 30th, 2011 of Baht 1,526.61 million or 29.47%. The details of the sources and uses of cash are as follows:

- Net cash received from operating activities of Baht 16,080.12 million caused by the operating results for the fiscal year 2012 which had the net profit before income tax expenses of Baht 10,000.21 million. The major items of adjustment to reconcile net profit to net cash were depreciation and amortization of Baht 4,668.88 million and financial costs of Baht 2,059.98 million.
- Net cash used in investing activities accounted for Baht 9,647.55 million mainly due to the investments in plant, equipment and assets under construction of Baht 4,645.37 million, the investments in debt securities and fix deposits over three months of Baht 4,095.38 million as well as investments in intangible assets of Baht 57.34 million.
- Net cash used in financing activities accounted for Baht 7,959.18 million due to the interest and principal repayments of loan for Baht 6,577.66 million and the dividend payment for the fiscal year 2011 of Baht 1,142.85 million and repayment of finance leased liabilities of Baht 238.55 million.





BUSINESS CHARACTERS



AOT's main activities comprise management, operations and development of the six main international airports, namely Suvarnabhumi, Don Mueang, Chiang Mai, Hat Yai, Phuket and Mae Fah Luang-Chiang Rai, providing services for both domestic and international flights. To handle the successive increases in the number of passengers, Suvarnabhumi Airport, the country's main airport, was opened for service on 28 September 2006 with the capacity to serve 45 million passengers per annum, 3 million tons of cargo freight per annum and 76 flights per hour.

AOT's operating revenues mainly comprise aeronautical revenues and non-aeronautical revenues. The aeronautical revenues include the air-traffic-related revenues such as landing and parking charges, passenger service charges and aircraft service charges. The non-aeronautical revenues include office and state property rents, service revenues and concession revenues.

AOT is a shareholder in the nine companies which provide services related to the AOT's business namely, Suvarnabhumi Airport Hotel Company Limited, Airport Duty Free Company Limited, Thai Aviation Refuelling Company Limited, Phuket Air Catering Company Limited, Airport Associated Company Limited, Don Mueang International Airport Hotel Company Limited, Bangkok Aviation Fuel Service Public Company Limited, Thai Airports Ground Services Company Limited and Trade Siam Company Limited.



Market Situations, Industry Trends and Future Market Dynamics

The increasing volume of air traffic and passengers resulted from several reasons. The first was the government's policy to emphasize development of airports, particularly Suvarnabhumi Airport, to become a hub for the air cargo transportation and tourism of Asia and the world. The second was the Tourism Authority of Thailand's proactive tourism policy which aimed at expanding new tourist markets. The last was when the ASEAN countries mutually agreed upon freedom of the air policy, along with increasing flexibility of rules and regulations concerning air transportation.

With regard to the future progress of AOT, the Airports Council International (ACI) predicted that the growth rate of worldwide passengers in the next 20 years (2008-2027) would be 4.2% per annum on average. The growth rate of the number of Asia-Pacific passengers would be 6.3%, which is higher than that in every region due to the development of air transportation in many countries of the region and the rapid growth of the Chinese and the Indian economies.



The freedom of the air policy and the expansion of the economy as well as international trade allowed low cost carriers to have access to the domestic and international markets. Thus, this creates rapid growth of airline quantity and flight frequency. It was estimated that the increase of the Chinese and Indian population with moderate income would enable the low cost carriers of Asia-Pacific to expand greatly in the future. AOT has set new strategy by using Don Mueang International Airport to accommodate Low Cost Carriers (LCCs) and point-to-point domestic and international flights. AOT, together with the airlines, the Immigration Bureau and the Customs Department, have continually tested the systems to ensure passengers of good services prior to the reopening of Don Mueang International Airport on 1 October 2012.

In addition, technical innovations to new aircraft, such as the A380, will help the overall air transport system to increase its efficiency, reduce its capital and decrease flight times, as an aircraft can fly directly to its destination without stopping. This in turn leads to new flight routes and more competition opportunities. As ticket prices are reduced, people can gain more access to air transport services. Furthermore, communication technology has developed at a fast pace, allowing passengers to easily search information on tourist attractions and business resources as they need. Air passengers can also make quick reservations by themselves at lower cost.



RISK MANAGEMENT

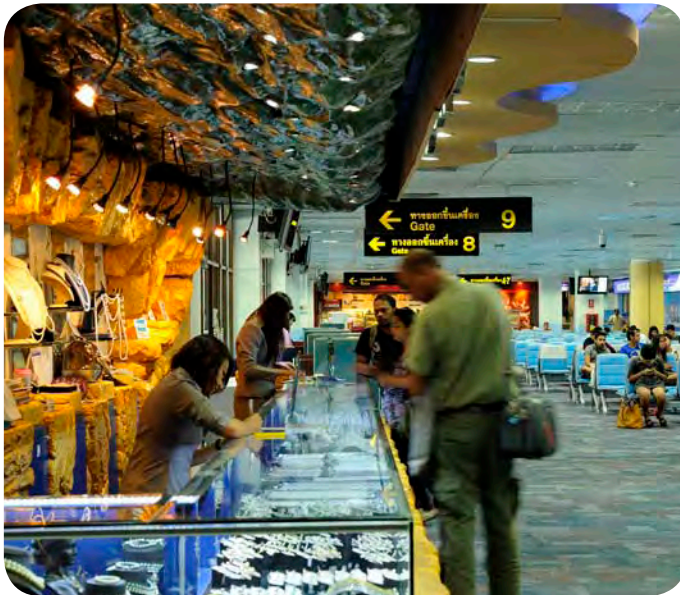


The AOT emphasizes the implementation of risk management as one of the main mechanisms to continually manage the organization. The AOT's risk framework comprises 3 main parts as follows:

1 Risk Governance

- 1.1 The Risk Management Committee: As appointed by the AOT Board, the Risk Management Committee consists of a director as Chairman of the committee, while the President as member and secretary, the Senior Executive Vice President (Planning and Finance) and the Director of the Risk Management Office as assistant secretaries. The committee's responsibilities are to regulate policies, risk management framework, and give advice to the Board and the management on organization's risk management.

- 1.2 **The Risk Management Working group:** As appointed by the Risk Management Committee, the AOT Risk Management Working Group consists of the President as Chairman, the Senior Executive Vice President (Planning and Finance) as Vice Chairman, Senior Executive Vice Presidents from every department and General Managers of Suvarnabhumi Airport and Don Mueang International Airport as members, Risk Management Office's Director as member and secretary, and Deputy Director of Risk Management Office as member and assistant secretary. The working group is responsible for the organization's risk management and operations according to the Risk Management Committee's policies.
- 1.3 **The AOT Internal Control System and Risk Management Working Group:** General Managers of regional airports and the AOT's directors set up Internal Control System and Risk Management Working Group to be responsible for risk management and internal control of regional airports and the AOT sectors.
- 1.4 **Risk Management Office:** The office is responsible for supporting operations according to the risk management framework.



2 Risk Management Infrastructure comprises

- 2.1 Risk management policies and manual
- 2.2 Risk map
- 2.3 Risk assessment criteria
- 2.4 Risk appetite
- 2.5 Risk management database and tools
- 2.6 Risk management framework

3 Risk Management Process

- 3.1 Objective setting
- 3.2 Risk identification
- 3.3 Risk analysis and assessment
- 3.4 Risk responses
- 3.5 Measure identification and additional control
- 3.6 Monitoring and reporting



In fiscal year 2012, AOT's risk conditions are as follows:

1 Targets of Suvarnabhumi Airport Development Project will not be met in 2017 fiscal year as the AOT was unable to employ Project Management Consultant (PMC) within April 2012

The AOT proposed the Suvarnabhumi Airport Development Project worth 62,503.214 million Baht to the cabinet for an approval. The cabinet meeting on 24 August 2010 passed a resolution to approve the project (2011 – 2017 fiscal years) in principle with objectives and goals to increase capacity of Suvarnabhumi Airport to accommodate 15 million more passengers per year from 45 million to 60 million (48 million of which are international passengers and 12 million are domestic). The project comprises the eastern extension of the main terminal building, the construction of the Midfield Satellite 1, public utilities system, and the employment of project management consultant.

In 2012 fiscal year, the important step of the Suvarnabhumi Airport Development Project's implementation process was to complete the employment of Project Management Consultant (PMC) by the end of April 2012. The selection process of the qualified Project Management Consultant such as defining the Terms of Reference can be unpredictable, hence affecting the procurement process.

However, the AOT came up with 3 Risk Management Plans which enabled the AOT to complete the Project Management Consultant by 30 May 2012. This was a 30-day delay from the original target but within the risk tolerance range.

2 Revenue growth rate in non-aeronautical revenues is less than 10% in 2012 fiscal year.

The volatile economic situation, the domestic and international growths of aviation industry, the domestic political situation, and the AOT's performances may not be able to reach the target in non-aeronautical revenues.

The AOT was concerned on this particular matter and appointed committee responsible for increasing non-aeronautical revenues as follows:

1. Airport Development Strategy Planning Committee
2. AOT Revenue Improvement Committee
3. Suvarnabhumi Airport Revenue Improvement Sub-Committee
4. Don Mueang International Airport and Regional Airports Revenue Improvement Sub-Committees

Moreover, the AOT followed through on the revenue generation plan, the revenue-generation supporting plan, commercial activities project for revenue generation and entrepreneur satisfaction, and improved the relations system with commercial entrepreneurs.

3 Dangers from Bird Strike and Foreign Object Debris in the airside of Suvarnabhumi Airport.

The AOT realized the importance of safety in the airside and then set up the manual on Safety Management System (SMS) in the airside. The main objects causing dangers to aircrafts in the airside are birds and foreign object debris on the runways and taxiways.



The environmental surroundings of Suvarnabhumi Airport were fish ponds which were the sources of food for birds. Seasonal bird migration caused damages to aircraft in the airside of Suvarnabhumi Airport. The airport then set out control and safety measures against bird strikes such as increase the frequency of bird chasing on runways, get rid of bird feeding venues, and install mechanism to prevent birds from runway lighting. The controlling and safety measures against foreign object debris included 6 rounds of daily runway surface inspection, and asking for cooperation from airlines in reporting of foreign object debris. Moreover, the AOT came up with a risk management plan which included a bird strike program, changing time of lawn mowing to night time during rainy season, and installation of foreign object detector on runway surface which was completed and ready since 1 May 2012.

4 The foreign exchange rate variance

The change in economic situations deriving from the foreign loan markets such as the fragile global economic prospects, the chronic Euro debt crisis, international conflicts, and domestic factors such as unstable political situations, weather, and flood, affected variance in foreign exchange rate. The variance in foreign exchange rate, in turn, affected the AOT's net profit/net loss from foreign loan (Japanese Yen) received from the Japan International Cooperation Agency (JICA) for the first phase of Suvarnabhumi Airport Development Plan. In order to optimize the foreign exchange rate volatility, the AOT entered into a Cross Currency Swap Contract for Japanese Yen loans to Thai Baht in consistence with the AOT's Thai Baht earnings. This enabled the AOT to minimize the risk from the variance in Japanese loans for the most part. As of 30 September 2011, the AOT entered into a cross currency swap for Yen loans to Thai Baht for 77.63% of the remaining amount of loans.

As for the rest of Japanese loans, the AOT assigned the risk management sub-committee on foreign debts, with the AOT director as a chairman and external experts as members of sub-committee to regulate policies in the AOT's foreign debt management. The risk management sub-committee used appropriate financial derivatives as risk management tools which must be approved from the Bank of Thailand. The sub-committee also considered Cross Currency Swap Contracts with reliable financial institutes. The AOT monitored the foreign exchange rate variance closely so that risk management of the remaining foreign debt was implemented accordingly to the AOT's financial status.



SHAREHOLDING STRUCTURE

AOT has the registered capital of 14,285,700,000.- Baht with a total of 1,428,570,000 ordinary shares, fully paid up and a par share value of 10 Baht each.

Major shareholders as of 30/12/2011 Airports of Thailand Public Company Limited (AOT)

No.	Name/Last Name	Number of Shares	Percentage of Total Shares
1	MINISTRY OF FINANCE	1,000,000,000	70.000
2	NORTRUST NOMINEES LTD.	69,185,900	4.843
3	STATE STREET BANK AND TRUST COMPANY FOR AUSTRALIA	27,736,955	1.942
4	THAI NVDR COMPANY LIMITED	27,265,584	1.909
5	BUALUANG LONG-TERM MUTUAL FUNDS	21,192,400	1.483
6	SOCIAL SECURITY OFFICE (2 CASES)	18,523,100	1.297
7	BUALUANG LONG-TERM FUNDS 75/25	17,839,200	1.249
8	HSBC (SINGAPORE) NOMINEES PTE LTD	15,758,605	1.103
9	BNY MELLON NOMINEES LIMITED	11,160,200	0.781
10	NORTRUST NOMINEES LIMITED-NT0 SEC LENDING THAILAND	10,062,900	0.704
11	OTHER SHAREHOLDERS	209,845,156	14.689
	Total	1,428,570,000	100

Proportion of Shareholding

As of 30 December 2011 (the latest book-closing date), proportion of shareholding was classified into

	Number of shareholders	Percentage	Number of Shares	Percentage
Thai shareholders	11,346	99.27	1,250,358,452	87.53
Foreign shareholders	84	0.73	178,211,548	12.47
Total	11,430	100.00	1,428,570,000	100.00



Dividend Policy

AOT will pay dividends of no less than 25% of net profit after deduction of reserved amount specified by AOT. The payment of dividend depends on the investment plans, necessities and future suitability. The Board of Directors resolution of dividend payment must be submitted for on approval in the shareholders' meeting except for interrim dividend payment must be approved by the Board of Directors and then reported in the next Shareholders' meeting.

At the 2011 Shareholders Annual General Meeting on 27 January 2012, there was a resolution to pay 2011 annual dividend at the rate of 0.80 Baht per share. This amounted to 1,142.85 million Baht or 44.02% of the company's net profit. The dividends were paid by AOT on 9 February 2012

The Capital Structure of New Bangkok International Airport Company Limited

In this accounting period, New Bangkok International Airport Company Limited had the registered capital of 50,000,000,000.- Baht, a total of 500,000,000 shares, 100 Baht per share. As of 30 September 2012, 39,029,000,000.- Baht was paid up. New Bangkok International Airport Company Limited was registered for dissolution with the Ministry of Commerce on 31 July 2006 and the liquidation is now in progress.

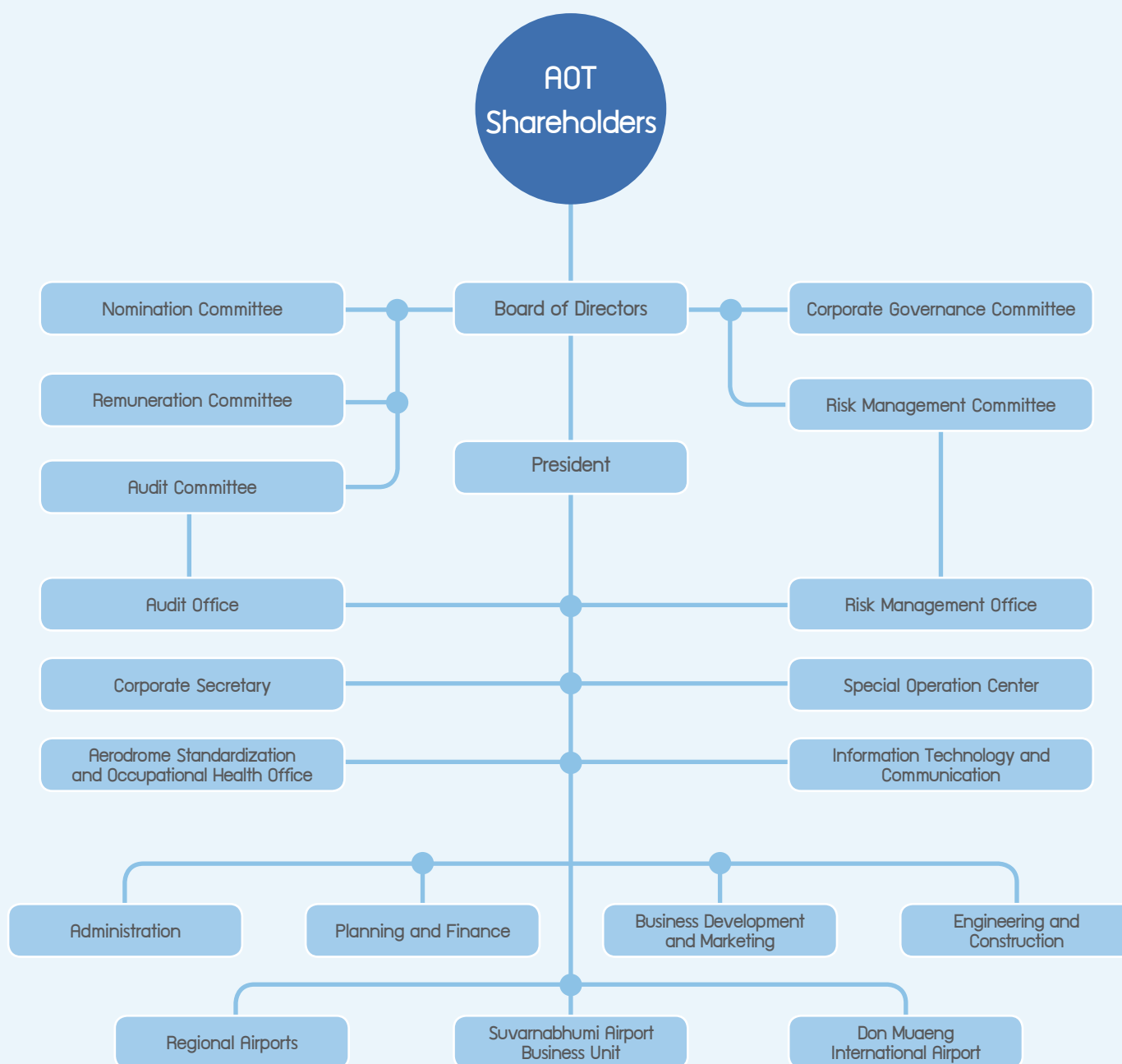
The Capital Structure of Suvarnabhumi Airport Hotel Company Limited (SAH)

As of 30 September 2012, Suvarnabhumi Airport Hotel Company Limited had the registered capital of 1,017,780,000.- Baht, of which AOT held 6,106,680 shares at the rate of 100 Baht per share, which was 60% of shares issued and sold. The shares have already been fully paid up.



Management

1 Management Structure





2 AOT's Board of Directors

AOT's Articles of Association stated that AOT must be managed by a committee comprising at least 5 directors and not more than 15 directors elected by shareholders in a shareholders' meeting. In addition, the number of independent directors must be at least one - third of the total member of directors and must not be less than 3. Half of the total number of directors must reside in the country and the directors' qualification must be in accordance with the law as well as AOT's Articles of Association. At least 1 director must also be an expert in accounting and finance.

As of 30 September 2012, names of AOT's Board of Directors were as follows;

No.	Name	Position	Date of Appointment
1	Air Chief Marshal Sumet Photimanee	Chairman Independent Director	29 September 2011
2	Police Major General Peeraphan Premabhuti	Vice Chairman Independent Director	29 September 2011
3	Police Major General Montien Prateepavanich	Independent Director	20 June 2012
4	Mr. Pongsak Semson	Independent Director Chairman of Audit Committee Member of Nomination Committee Member of Risk Management Committee Member of Corporate Governance Committee	14 March 2008
5	Mr. Thanapich Mulapruk	Independent Director Member of Nomination Committee	17 February 2009
6	Flying Officer Norahuch Ployyai	Independent Director Chairman of Nomination Committee Chairman of Risk Management Committee Chairman of Remuneration Committee	29 September 2011
7	Mr. Wutisak Lapcharoensap	Independent Director Chairman of Corporate Governance Committee	17 February 2009
8	Mr. Arkhom Termittayapaisith	Director	14 March 2008
9	Mr. Somchai Poolsavasdi	Director Member of Remuneration Committee	13 October 2011
10	Mrs. Chantima Sirisaengtaksin	Independent Director Member of Audit Committee Member of Remuneration Committee	11 November 2011
11	Mr. Thanin Angsuwarangsi	Independent Director Member of Risk Management Committee	11 November 2011
12	Mr. Wattana Tiengkul	Independent Director Member of Risk Management Committee Member of Audit Committee	29 September 2011
13	Miss Pornthip Paksanont	Independent Director Member of Corporate Governance Committee	11 November 2011
14	Miss Sutthirat Rattanachot	Director	27 January 2012
15	Flying Officer Anirut Thanomkulbutra	Director and Secretary President Member of Risk Management Committee Member of Corporate Governance Committee	27 October 2011

Remark: The fourth, the tenth and the fourteenth directors are knowledgeable in accounting and finance.



Directors' Qualifications

In accordance with the Companies Act and Article 5 of the Standard Qualifications Act for Board of Directors and State Enterprises Officials (Issue 6) B.E. 2550 and AOT's regulations, the qualifications of directors are as follows;

- Not over 65 years of age.
- Holding director position in less than 3 state enterprises.
- Have never been given a prison sentence by a supreme court except for Offenses committed by negligence or petty offenses.
- Are not state officials, with the exception of director positions allowed by law
- Do not hold the positions of director of official in political parties.
- Have never been discharged from state officials due to malfeasance.
- Are not shareholders of the state enterprise or its legal entity.
- Do not hold any positions in any legal entities where the state enterprise is a shareholder, except for positions assigned by the Board.
- Are not directors, executives, and stakeholders of concessionaires and joint ventures of the state enterprise. Also, the directors must not be involved in the interest of the state enterprise, except the chairman, directors and executives assigned by the state enterprise.

Independent Directors' Qualifications

In conformity with AOT's regulations pertinent to the number of independent directors, which must be at least one-third of the total numbers of directors and must not be less than 3. In 2012, AOT Board consisted of 11 independent directors, which were more than the required number in the regulations. The company imposes stricter qualification requirements than the minimum requirements stipulated by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). AOT stipulated the independent directors' qualifications according to the AOT Board and the Corporate Governance Committee' opinions as follows;

1. Independent directors are entitled to less than 0.5% of the total voting shares of AOT, affiliated and associated companies, and legal entities which may have conflicts of interest.
2. Independent directors must not be involved with any management and must not be employees or advisors with monthly salary, audit consultants, legal consultants or other types of advisor. Nor are they the persons with authority over AOT, affiliated and associated companies, and legal entities which may have conflicts of interest. They must not have benefits or stakes in such manner for at least 2 years.
3. Independent directors must not have any business relationships as customers, trading partners, trade creditors/debtors, and financial creditors/debtors with the company. They must not have direct or indirect benefits in the finance and management of AOT, affiliated and associated companies, and legal entities which may have conflicts of interest that may impair their independence in the performance of their duties.
4. Independent directors must not be relatives or have a relationship, which may impede the independency of the management and major shareholders of AOT, affiliated and associated companies, and legal entities which may have conflicts of interest. Nor should they be appointed to represent or protect the benefits of any directors or major shareholders.
5. Independent directors may be assigned by AOT Board to make decisions on the operations of the parent company, subsidiaries, same-level affiliates, and legal entities with conflicts of interest by means of collective decision.





Appointments and Terms of Office of Directors

1. Directors are elected by majority votes in the shareholders' meetings and the number of votes of a shareholder is equivalent to the numbers of shares held in the company. The candidates who receive higher votes are elected respectively to attain the required number of directors. In the case of a tie and there is one exceeding eligible candidate, the chairman of the meeting will cast the final vote to determine which candidate will be elected.
2. In every Annual General Meeting of Shareholders, one-third of the company's directors shall resign in rotation. Should the number of directors to resign in rotation not be divisible by three, the number of directors closest to one-third ($1/3$) shall be enforced. Directors whose terms are due to expire in the first and second year after the registration shall conduct a draw to determine who will resign. From the third year onwards, the longest-serving directors shall resign. Directors who resign in rotation may resume their positions.
3. In addition to the resignation in rotation, directors' term of office end in the following cases;
 - (1) Death
 - (2) Resignation (which is effective when the company receives the resignation letter).
 - (3) Meeting resolution
 - (4) Being incompetent or quasi-incompetent
 - (5) Being absent from the meeting for more than 3 consecutive times without reasonable cause.
 - (6) Being unqualified or having any prohibited qualifications as specified by law or the company's regulations.
 - (7) Court order
 - (8) Being sentenced to prison
4. In the event that a director position is vacant for any reasons other than that of the rotation basis, a qualified individual who has no prohibited traits as specified in AOT's Articles of Association will be appointed by the Board in the following Board of Directors meeting unless the remaining term of office of the resigning director is less than 2 months. The Board of Directors' resolution must comprise not less than $3/4$ of the remaining directors' votes and the replacing director's term of office is equal to the remaining term of the replaced director.

Roles, Duties, and Responsibilities of the Board of Directors

1. To conduct AOT business in accordance with the law, objectives, regulations, and shareholders meetings' resolutions with integrity, morals, and business ethics. The Board must also try its best to cautiously safeguard the interests of AOT and shareholders.
2. To set directions, goals, and business policies as well as supervise the management to operate efficiently according to AOT's policies and regulations under good corporate governance in order to increase economic value and maximum stability to AOT and shareholders.
3. To report their interests and the interests of concerned parties to shareholders. The reported interests are those related to the operations of AOT and its subsidiaries. Updated reports must also be submitted whenever there are changes.
4. To set up accounting system, financial reports, and reliable audits as well as ensure efficient evaluation processes of internal control and internal audits.
5. To appoint a Corporate Secretary in conformity with the laws on securities and stock exchange. The Corporate Secretary's duties are to prepare and maintain documents and other matters as required by the Capital Market Supervision Committee. The Corporate Secretary is to help the Board and AOT on various matters such as arranging the meetings of the Board and shareholders, giving advice to directors and AOT on consistent operations in accordance with the law and related regulations. Additionally, the Corporate Secretary is to ensure that the directors and AOT disclose information correctly, completely, and transparently.
6. To regularly assess the President's performance and determine appropriate the remuneration for the President.
7. To review and approve crucial strategies, policies, objectives, financial goals, and other operational plans. Moreover, the Board is to make sure that the executives constantly operate in accordance with plans, directions, and strategies.



8. To arrange for the examination of possible significant risk factors and set guidelines to adequately manage such factors. The Board is to ensure that the executives employ effective risk management system or process. It is the Board's duty to look for business opportunities which may arise from such risks.
9. To prepare balance sheets, income statements, audit reports, and the Board's annual report at the end of the company's fiscal year to be proposed to the Annual General Meeting of Shareholders for approval within 4 months from the end of fiscal year (30 September of each year).
10. To keep records of minutes of meetings and all the resolutions of the shareholders' meetings as well as the Board's meetings in the correct written form and maintain them at the company's office. In the following meeting, the minutes of meeting signed by the Chairman of the Board, who is also Chairman of the meeting, and the President, who is also the secretary of the Board, is deemed valid evidence and the resolutions and issues are regarded as appropriately implemented.
11. To submit the following documents to shareholders along with the Annual General Meeting of Shareholders invitation letter:
 - (1) Copies of balance sheet and income statement audited by the auditor together with audit report.
 - (2) AOT's annual report.
12. To appropriately provide communication channels with each group of shareholders as well as evaluate the information disclosure to ensure correctness, lucidity, transparency, reliability, and high standards.

The Board of Directors' Meetings

The Board of Directors' meetings are conducted by AOT with the approval of the Board to have a formal meeting every third Thursday of every month. This is to enable the directors to allocate their time for regular attendance. In each meeting, the meeting will be notified of the schedule of the next meeting by the Chairman. However, special meetings may be called by the Chairman or a number of directors as specified by law as necessary. In the 2012 fiscal year, AOT held 8 special meetings.

At least 7 days prior to each meeting, the Corporate Secretary Office will submit an invitation letter with agenda and a complete set of meeting documents via AOT's e-meeting system so that the directors have adequate time to study the documents before attending the meeting.

Agendas are usually set by AOT Board and the President and they can also be proposed by directors. In fiscal year 2012, AOT Board held 20 meetings, two of which were outdoor meetings held at the Phuket International Airport and at the Mae Fah Luang - Chiang Rai International Airport. Most of the meetings were attended by all directors except for emergency cases which the directors would inform of their absence in advance.

The Chairman of the Board acts as chairman in every meeting to prudently monitor the consideration of each item and give every director an opportunity to discuss and share opinions. Senior executives are invited to attend the meetings to give explanations as they are directly involved in the operations and a resolution of each agenda is only made when satisfactory clarifications are obtained. Each meeting takes approximately 3 hours.

In addition, the Chairman has a meeting with the directors prior to the Board meeting to discuss various issues both on the agenda as well as outside the agenda without the attendance of executive directors or executives. In 2012, the Board held 1 meeting without the attendance of executive directors or executives.

The Corporate Secretary prepares minutes of meetings with complete information and maintains details certified by AOT Board so that they can be checked by directors and concerned parties. Good filing system is employed for easy access and the details of minutes of meetings cannot be changed without the Board of Directors' approval.

The details of each director's attendances (number of attendances/number of meetings) can be summarized as follows:



As of 1 October 2011 – 30 September 2012

Name	Board of Directors	Audit Committee	Nomination Committee	Remuneration Committee	Corporate Governance Committee	Risk Management Committee
1. Air Chief Marshal Sumet Photimanee	20/20					
2. Police Major General Peeraphan Premabhuti	17/20					
3. Police Major General Montien Prateepavanich	6/7					
4. Mr. Pongsak Semson	16/20	12/12	2/2		1/1	3/5
5. Mr. Thanapich Mulapruk	19/20	1/1	2/2			
6. Flying Officer Norahuch Ployyai	17/20		1/1			5/5
7. Mr. Wutisak Lapcharoensap	14/20				1/1	
8. Mr. Arkhom Termpittayapaisith	6/20					
9. Mr. Somchai Poolsavasdi	11/19			1/1		
10. Mrs. Chantima Sirisaengtaksin	15/18	10/11		1/1		
11. Mr. Thanin Angsuwarangsi	18/18					5/5
12. Mr. Wattana Tiengkul	19/20	4/4				5/5
13. Miss Pornthip Paksanont	17/18				1/1	
14. Miss Sutthirat Rattanachot	12/14					
15. Flying Officer Anirut Thanomkulbutra	19/19					4/5
16. Mr. Somchai Sujjapongse	-/-					
17. Air Chief Marshal Bureerat Ratanavanich	1/1	1/1				
18. Mr. Thawanrat Ornsira	0/1					
19. Mr. Veera Ruangsooksriwong	1/1					
20. Air Chief Marshal Raden Puengpak	9/11	8/8	1/1	1/1		

Remark :

- The third member was appointed at the Board of Directors meeting No. 9/2012 on 20 June 2012.
- The ninth member was appointed at the Board of Directors meeting No. 11/2011 on 13 October 2011.
- The tenth member was appointed at the Board of Directors meeting No. 12/2011 on 11 November 2011.
- The eleventh member was appointed at the Board of Directors meeting No. 12/2011 on 11 November 2011.
- The thirteenth member was appointed at the Board of Directors meeting No. 12/2011 on 11 November 2011.
- The fourteenth member was appointed at the Annual General Meeting of Shareholders 2011 on 27 January 2012.
- The fifteenth member was appointed at the Board of Directors meeting No. 11/2011 on 27 October 2011.
- The sixteenth member resigned from the director position on 12 October 2011.
- The seventeenth member resigned from the director position on 18 October 2011.
- The eighteenth member resigned from the director position on 18 October 2011.
- The nineteenth member resigned from the director position on 21 October 2011.
- The twentieth member's term of office ended as he turned 65 years of age on 3 May 2012.

The Board of Directors' Self Assessment

AOT's good corporate governance handbook stipulates that yearly self-assessments of directors have to be conducted to be used as a framework for the Board of Directors' operation examinations. In addition, the Board's performance and problems need to be monitored to improve its performance by using the evaluation guidelines of State Enterprises Policy Commission, the Ministry of Finance as specified in "Effective Operation Guidelines of State Enterprises Committee".

The Board of Directors had a resolution to approve the Board's evaluation forms as proposed by the Corporate Governance Committee i.e. Self Assessment Form and Board Evaluation Form on 24 August 2011. AOT's



assessment summary was notified to the Board together with suggestions so that the company can concretely improve the Board's performance. The summary of which is as follows:

1. Board Evaluation Form is divided into 6 parts with 42 questions covering the following assessment topics:
 - Structure and qualifications of the Board.
 - Roles, duties and responsibilities of the Board.
 - The Board's operations.
 - The Board's communications.
 - Relationship between the Board and the management.
 - Meeting preparations and procedures.

The assessment result of the overall picture was excellent with the average point of 95%.

2. Self-assessment. Form comprises 6 parts with 32 questions covering the following assessment topics:
 - Core competency
 - Independence
 - Preparedness
 - Practice as a Director
 - Committee activities
 - Vision to create long-term value

The assessment result of the overall picture was positive, with the average point of 90%.

The Board also added useful comments for more prudent considerations and the secretariat efficiently coordinated and prepared documents for the directors.

Directors' Orientation

The newly appointed directors are provided with useful documents and information to perform their duties, such as AOT rules and obligations, Director's handbook, laws regarding listed companies, Good Corporate Governance for Listed Companies 2006, and AOT's good corporate governance handbook, etc. In addition, the company provided seminars conducted by concerned executives and law experts on the nature of business, operating results, future operation plans, issues significant to business operations, authority, duties, and responsibilities as well as laws concerning performances of committees of listed companies.

Development of AOT's Directors and Senior Executives

AOT Board emphasizes on training and seminars to enhance knowledge and capabilities of its directors and officers. In cooperation with the Thai Institute of Directors or IOD, directors and senior executives were provided with courses such as Director Accreditation Program (DAP), Director Certification Program (DCP), Audit Committee Program (ACP), Financial Statements for Directors (FSD), Monitoring the System of Internal Control and Risk Management (MIR), and Monitoring the Internal Audit Function (MIA). AOT has continually sent directors and executives to attend IOD courses. Additionally, the corporate secretary and concerned officers also received training such as:

- Company Secretary Program (CSP). This program provides information on company secretaries' roles and duties required by law.
- Effective Minute Taking (EMT). The attendees learned about standard preparations, forms, and guidelines of minutes taking, corporate governance, laws, and operation procedures.
- Board Reporting Program (BRP) focuses on the preparations of meeting documents for directors including financial and non-financial reports, and report writing to express opinions on important issues.



- Company Reporting Program (CRP). This program helps the corporate secretary and senior executives to correctly and completely prepare information according to laws and regulations to create confidence and acceptability to stakeholders.
- Finance for Non-Finance Executives by Thailand Management Association (TMA). This program helps executives in business analysis for investment and utilizing financial data for competitive strategic planning.
- Role of the Nomination and Governance Committee (RNG) emphasizes on the roles of the nomination committee and corporate governance committee, develops performance monitoring and evaluation system, uses indicators as tools in developing nomination process.

During 2-8 May 2012, AOT Board visited the Netherlands's Schiphol Airport and Charles de Gaulle Airport in France to exchange airport management technology such as the flood protection system. In addition, the Board had a resolution to approve in principle for the Board or sub-committee, and a group of officers with AOT director as chairman to visit foreign airports. For example, the Audit Committee visited Australia's Sydney Airport during 15 -21 August 2012 to learn about auditing, risk management and operation. Due to constant advancement of knowledge and technology, the Board sees the importance and necessity of having the Board /sub-committee visit foreign airports in order to widen their visions and attain development and efficient services of airports under AOT's responsibility. Also, the experiences gained from the visits can be applied to the company's policy process and provide suggestions on its operations. Nevertheless, the travelling must also take into consideration the worthiness and maximum benefits to the organization.

At present, AOT Board has attended courses conducted by high level educational institutions of both government and private sector for directors as follows:

Name	Director Accreditation Program (IOD)	Director Certification Program (IOD)	Audit Committee Program (IOD)	Top Executive Program (Capital Market Academy)	Corporate Governance for Directors and Top Executives of State Enterprises and Public Organizations (King Prajadhipok's Institute)
1. Air Chief Marshal Sumet Photimanee	-	110/2008	-	-	-
2. Police Major General Peeraphan Premabhuti	-	108/2008	-	-	-
3. Police Major General Montien Prateepavanich	-	-	-	-	-
4. Mr. Pongsak Semson	79/2009	122/2009	22/2008	CMA Class 9	Class 8
5. Mr. Thanapich Mulapruk	-	79/2006	-	CMA Class 7	-
6. Flying Officer Norahuch Ployyai	ThaiAir2004	-	-	CMA Class 11	-
7. Mr. Wutisak Lapcharoensap	80/2009	126/2009	-	-	-
8. Mr. Arkhom Termpittayapaisith	51/2006	92/2007	22/2008	CMA Class 11	-
9. Mr. Somchai Poolsavasdi	-	136/2010	-	-	-
10. Mrs. Chantima Sirisaengtaksin	-	22/2002	-	CMA Class 8	Class 2
11. Mr. Thanin Angsuwarangsi	-	155/2011	-	-	Class 9
12. Mr. Wattana Tiengkul	-	155/2011	-	-	-
13. Miss Pornthip Paksanont	-	155/2011	-	-	-
14. Miss Sutthirat Rattanachot	-	73/2006	-	-	-
15. Flying Officer Anirut Thanomkulbutra	-	-	-	-	-



3 Sub-Committees

AOT Board appoints sub-committees to screen important tasks according to AOT's regulations. The term of office is one year starting from the period during the Annual General Meeting of Shareholders in the year appointed to the Annual General Meeting of Shareholders in the following year. The sub-committees' responsibilities are stipulated in 5 charters as follows:

3.1 The Audit Committee

The Board appoints the Audit Committee which comprises at least 3 directors with at least 1 director possessing accounting and financial competence. They must also possess qualifications as required by securities and stock of exchange laws. In 2012, the Audit Committee held 12 meetings in total. As of 30 September 2012, the Audit Committee consists of 3 independent directors as follows:

Name	Position
1. Mr. Pongsak Semson	Chairman of Audit Committee (Independent Director)
2. Mrs. Chantima Sirisaengtaksin	Member of Audit Committee (Independent Director)
3. Mr. Wattana Tiengkul	Member of Audit Committee (Independent Director)

Remarks : The first and the second members possess financial and accounting competence and the ability to audit AOT's financial statements.

The Audit Committee holds a minimum of 6 meetings per year and may or may not invite non-members to participate in a meeting. Each meeting requires a minimum of half of the existing members for a quorum. The Chairman and each of the members shall have one vote. A decision shall be made upon a simple majority. A tie on the ballot shall be resolved by the final vote from the Chairman.

The Audit Committee prescribes that AOT shall have meetings with the auditor from the Office of the Auditor General of Thailand twice a year, which is a stricter requirement than the stipulation of Securities and Exchange Commission (SEC), which is once a year.

Scopes of Duties and Responsibilities

1. Review internal performance and give advice to the Board and/or the management where the committee deems appropriate to create efficiency and be in conformity with the corporate governance policies.
2. Review that the company's internal control system, risk management and security of AOT's information are concise, effective and in line with international standards.
3. Review and ensure that AOT is in full compliance with rules, regulations, the cabinet's resolutions, code of ethics and other laws relating to the company's business.
4. Review and ensure that AOT is in full compliance with the securities and stock exchange laws, as well as the regulations of Stock Exchange of Thailand and other related business laws.
5. Review the accuracy, appropriateness, and reliability of the accounting policies, as well as AOT's financial reports and operations. The Audit Committee is to ensure sufficient and transparent disclosure of information in accordance with generally accepted accounting principles.
6. Recruit and nominate a qualified, independent person to be AOT external auditor as well as specify the amount of service fee and attend meetings with the auditor without the management department's presence at least twice a year.



7. Encourage the independent operations of the external auditor and the accuracy of the Audit Office under the international standards, as well as the adequate and appropriate cooperation amongst AOT, the external auditor and the Audit Office.
8. Study the external auditor's letters submitted to the Board to provide comments and recommendations regarding weakness rectification, errors and significant flaws. The committee may request information from the auditor regarding the letters and follow up to ensure the comments and recommendations are brought into the Board's consideration as well as implementation. When the comments and recommendations are set aside without acceptable reasons, they shall be revised and re-proposed to the Board.
9. Give advice to the Board on nomination, removal and transfer of the directors of the Audit Office.
10. Consider with the President the promotion of the Audit Office's directors and consider the appropriateness of appointments, transfers and promotions of the Audit Office's officers.
11. Monitor, advise, and provide support to the independent operation of the Audit Office and review its audit reports for qualified and beneficial operations of AOT, leading to reduction of risky conditions in various aspects to an acceptable level.
12. Approve plans, annual audit plans, manpower plans and plans regarding knowledge, skill, and characteristic development of officers of the Audit Office to ensure that the inspection is complete and covers finance, accounting and operations with regular follow-ups.
13. Review and ensure that the connected transactions or transactions that may contain conflicts of interest are in full compliance with the law and the stipulations of the Stock Exchange of Thailand, appropriate, and serve the best interest of AOT.
14. Prepare the report of the Audit Committee and disclose it on the annual report. The report shall be signed by the Chairman of the committee and consists of the following information;
 - 1) Remarks on the accuracy, complete and sufficiency of AOT's financial report.
 - 2) Remarks on the sufficiency of AOT's internal control system.
 - 3) Remarks on AOT's compliance with securities and stock exchange laws, stipulations of Stock Exchange of Thailand and other related business laws.
 - 4) Remarks on the appropriateness of the auditor.
 - 5) Remarks on the connected transactions that may contain conflicts of interest.
 - 6) The number of meetings of the Audit Committee and the attendance record.
 - 7) Remarks or notice as a whole on the operations conducted by the Audit Committee in conformity with the charter.
 - 8) Other information within the scope of duties and responsibilities as assigned by the Board, as the Audit Committee deems appropriate for shareholders and investors.
15. Perform any other acts within the scope of duties and responsibilities as entrusted by the Board.
16. Review the conclusion and evidence where the dishonesty, improprieties of employees or the Management may exist and submit to the Board for further consideration.
17. Revise AOT's rules, regulations, notices, and stipulations regarding the specification of scope of duties and responsibilities for the AOT Audit Office at least once a year, to ensure the appropriateness and the effectiveness of independent operations and propose to the Board the existing deficiency and limitation for further improvement.

With regard to the scope of duties and responsibilities (1) - (17), the Audit Committee shall consider matters that may affect AOT's operations.

18. Prepare the Audit Committee Charter as the framework of structure, authority, duties and responsibilities for the Audit Committee, and propose to the Board for approval. The charter must be checked at least once a year to ensure that it correlates with actual implementation.



3.2 The Nomination Committee

AOT Board appoints the Nomination Committee based on AOT's Articles of Association. The committee must consist of at least 3 directors with at least 1 director must be independent. In 2012, the committee held 2 meetings in total. As of 30 September 2012, the committee consisted of 3 members who were all independent directors as follows;

Name	Position
1. Flying Officer Norahuch Ployyai	Chairman of Nomination Committee (Independent Director)
2. Mr. Thanapich Mulapruk	Member of Nomination Committee (Independent Director)
3. Mr. Pongsak Semson	Member of Nomination Committee (Independent Director)

Scope of Duties and Responsibilities

1. Regulate policies, criteria and procedures of directors nomination.
2. Select and propose the qualified nominees of new directors to the Board of Directors.
3. Propose the nomination of directors in rotation to the Board of Directors.
4. Perform any other act as entrusted by the Board of Directors.

3.3 The Remuneration Committee

AOT Board appoints the Remuneration Committee based on AOT's Articles of Association. The committee must consist of at least 3 directors with at least 1 director must be independent. The Chairman must be an independent director while the other 2 must be experts, have knowledge and are capable of performing in the committee. In 2012 there was one meeting held. As of 30 September 2012, the committee consisted of 3 members as follows:

Name	Position
1. Flying Officer Norahuch Ployyai	Chairman of Remuneration Committee (Independent Director)
2. Mrs. Chantima Sirisaengtaksin	Member of Remuneration Committee (Independent Director)
3. Mr. Somchai Poolsavasdi	Member of Remuneration Committee

Scope of Duties and Responsibilities

1. Consider the remuneration guidelines for the Board of Directors.
2. Consider the criteria or procedures for determining the fair and reasonable remuneration and benefits for the Board of Directors and submit to the Board for approval from the shareholders' meetings.
3. Consider the criteria or procedures for determining the remuneration for the outsiders who are appointed to be members of committees, sub-committees, and working groups and propose them to the Board for approval.

3.4 The Corporate Governance Committee

AOT Board appoints the Corporate Governance Committee based on AOT's Articles of Association. The committee must consist of at least 3 directors with at least 1 director must be independent. In 2012, the committee held 1 meeting in total. As of 30 September 2012, the committee consisted of 4 members, three out of which were independent directors, as follows:



Name	Position
1. Mr. Wutisak Lapchareonsap	Chairman of the Corporate Governance Committee (Independent Director)
2. Mr. Pongsak Semson	Member of the Corporate Governance Committee (Independent Director)
3. Ms. Pornthip Paksanont	Member of the Corporate Governance Committee (Independent Director)
4. President	Member of the Corporate Governance Committee

Scope of Duties and Responsibilities

1. Regulate policies and operation guidelines on AOT's corporate governance affairs.
2. Review and give advice on AOT's good corporate governance to the Board to create internationally accepted procedures and good corporate governance as required by the Ministry of Finance and the Stock Exchange of Thailand.
3. Prepare AOT's good corporate governance manual and regularly update and internationalize its contents.
4. Improve and update AOT's code of ethics and set operation guidelines accordingly.
5. Publicize policies and operation guidelines as well as support the participation in AOT good corporate governance.
6. Periodically report operating results to the Board.
7. Appoint working groups to support the operations as deemed appropriate.
8. Perform other tasks as assigned by the Board.

3.5 The Risk Management Committee

AOT Board appoints the Risk Management Committee based on AOT's Articles of Association. The committee must consist of at least 3 directors and 5 meetings were held in 2012. As of 30 September 2012, the committee consisted of 5 members as follows:

Name	Position
1. Flying Officer Norahuch Ployyai	Chairman of Risk Management Committee (Independent Director)
2. Mr. Pongsak Semson	Member of Risk Management Committee (Independent Director)
3. Mr. Thanin Angsuwarangsi	Member of Risk Management Committee (Independent Director)
4. Mr. Wattana Tiengkul	Member of Risk Management Committee (Independent Director)
5. President	Member of Risk Management Committee

Scope of Duties and Responsibilities

1. Regulate AOT's risk management policies, guidelines, framework as well as review and revise them at least once a year to make sure that they correlate with the overall operations and the activities of risk management.
2. Consider the organization's risk appetite.
3. Acknowledge, consider, and approve risk assessment, guidelines, measures as well as operational plans to manage the remaining risks to ensure adequate and appropriate risk management.
4. Supervise and support successful organizational risk management and propose ways to prevent and reduce risks to an acceptable level. The committee must also follow up, assess, and improve the plans to continually decrease risks and ensure that they are suitable to the current business climate. This is to create confidence that sufficient and appropriate risk management is implemented.
5. Give advice and support to the Board of Directors, the management, and risk management personnel on the organizational risk management. The committee must promote and support continual and regular improvement and development of risk management system.



6. Supervise and monitor efficiency and effectiveness of the risk management as well as ensure that operations of the management and every unit are in compliance with risk management policies, guidelines, framework and process.
7. Arrange quarterly Risk Management Committee Meeting. The Chairman of the Risk Management Committee may call a meeting when there is an incident significant to AOT's operations or as deemed appropriate.
8. Report on the organization's important risks, risk status, risk management guidelines, progress, and risk management results to the Board of Directors on a quarterly basis.
9. Exchange information and coordinate on risks and internal control with the Audit Committee.
10. Appoint working groups and/or the management to support the operations and activities of risk management as deemed appropriate.
11. Assign the above authority, duties, and responsibilities to AOT's risk management working group when necessary.

4 Remuneration for Directors and AOT Executives

The Remuneration Committee considers and reviews the appropriateness of the remuneration which must correlate with the operations' results and other businesses in the same industry. The Remuneration Committee will then propose the remuneration for approval of the Board of Directors and shareholders, respectively.

In the Annual General Meeting of Shareholders 2011 on 27 January 2012, the meeting approved 2012 directors' remuneration and 2011 Board of Directors' bonus as follows:

4.1 Remuneration for Directors

- (1.) A monthly remuneration of 30,000 Baht per person. If the director is appointed during the month, the remuneration shall be paid in proportion to the number of days worked in that month.
- (2.) Meeting allowance of 20,000 Baht per attended meeting. Should there be more than one meeting in a certain month, the meeting allowance shall be paid only once.

4.2 Remuneration for Sub-Committees

- (1.) The Audit Committee
Each Audit Committee member receives 20,000 Baht per month whether or not there is a meeting in that month. The Audit Committee member who is appointed during the month shall receive the pay in proportion to the number of days worked.
- (2.) AOT directors who were appointed by the Board of Directors to hold the post in a committee, sub-committee or a working group shall receive a meeting allowance of 15,000 Baht per attended meeting and the overall remuneration per month must not exceed 30,000 Baht per person, exclusive of the Audit Committee remuneration.

4.3 The Chairman and the Vice Chairman shall receive an additional remuneration of 25% and 12.5% consecutively.

4.4 The remuneration for AOT Board of Directors for fiscal year 2012 must not exceed 17,000,000 Baht.

4.5 The Directors' Bonus for fiscal year 2011 (1 October 2010–30 September 2011)



Bonuses must not exceed 0.5% of dividends. The allocation principles are based on the committee's regulations and must not exceed 1,000,000 Baht per person, except the President who is one of the Board members who is not titled to receive the bonus.

(1 October 2010 – 30 September 2011)

Unit : Baht

No.	Name	Bonus
1	Mr. Piyapan Champasut	228,999.69
2	Air Chief Marshal Raden Puengpak	420,132.43
3	Air Chief Marshal Bureerat Ratanavanich	418,100.00
4	Mr. Pongsak Semson	418,100.00
5	Mr. Manit Wattanasen	127,003.51
6	Mr. Thanapich Mulapruk	418,100.00
7	Mr. Chakarn Saengruksawong	399,517.82
8	Mr. Arkhom Termpittayapaisith	418,100.00
9	Mr. Wutisak Lapcharoensap	418,100.00
10	Mr. Prasong Poontaneat	418,100.00
11	Mr. Suthi Kreingchaiyapruk	401,840.59
12	Mr. Juanjai Ajanant	127,003.51
13	Mr. Somchai Sujjapongse	418,100.00
14	Mr. Thawanrat Ornsira	418,100.00
15	Mr. Serirat Prasutanond	35,965.59
16	Air Chief Marshal Sumet Photimaneet	2,906.42
17	Mr. Tirapol Noparumpa	328,045.57
18	Mr. Veera Ruangsooksriwong	291,096.53
19	Police Major General Peeraphan Premabhuti	2,322.78
20	Flying Officer Norahuch Ployyai	2,322.78
21	Mr. Wattana Tiengkul	2,322.78
	Total	5,714,280.00





4.6 Remuneration for the Board of Directors and Special Committees in 2012

(1 October 2011– 30 September 2012)

Unit: Baht

Name	Board of Directors	Audit Committee	Nomination Committee	Remuneration Committee	Corporate Governance Committee	Risk Management Committee	Other Sub-Committees	Total
1. Air Chief Marshal Sumet Photimane	750,000.00							750,000.00
2. Police Major General Peeraphan Premabhuti	643,750.00						215,625.00	859,375.00
3. Police Major General Montien Prateepavanich	161,000.00						37,500.00	198,500.00
4. Mr. Pongsak Semson	600,000.00	300,000.00	60,000.00			30,000.00	135,000.00	1,125,000.00
5. Mr. Thanapich Mulapruk	600,000.00	26,666.67	60,000.00				363,750.00	1,050,416.67
6. Flying Officer Norahuch Ployyai	600,000.00		7,500.00			46,875.00	270,000.00	924,375.00
7. Mr. Wutisak Lapcharoensap	560,000.00				18,750.00		133,125.00	711,875.00
8. Mr. Arkhom Tempittayapaisith	460,000.00						112,500.00	572,500.00
9. Mr. Somchai Poolsavasdi	508,387.10			15,000.00			193,125.00	716,512.10
10. Mrs. Chantima Sirisaengtaksin	500,000.00	213,333.33		15,000.00			150,000.00	878,333.33
11. Mr. Thanin Angsuwarangsi	520,000.00					45,000.00	232,500.00	797,500.00
12. Mr. Wattana Tiengkul	600,000.00	98,064.52				75,000.00	200,625.00	973,689.52
13. Miss Pornthip Paksanont	520,000.00						217,500.00	737,500.00
14. Miss Sutthirat Rattanachot	404,838.71						112,500.00	517,338.71
15. Flying Officer Anirut Thanomkulbutra	554,838.71							554,838.71
16. Mr. Somchai Sujjapongse	5,806.45							5,806.45
17. Air Chief Marshal Bureerat Ratanavanich	36,451.61	10,967.74					37,500.00	84,919.35
18. Mr. Thawanrat Ormsira	16,451.61						18,750.00	35,201.61
19. Mr. Veera Ruangsooksriwong	39,354.84							39,354.84
20. Air Chief Marshal Raden Puengpak	352,403.23	141,935.48	56,250.00	18,750.00			37,500.00	606,838.71
Total	8,433,282.26	790,967.74	183,750.00	48,750.00	18,750.00	196,875.00	2,467,500.00	

Remarks :

- The third member was appointed at the Board of Directors meeting No. 9/2012 on 20 June 2012.
- The ninth member was appointed at the Board of Directors meeting No. 11/2011 on 13 October 2011.
- The tenth member was appointed at the Board of Directors meeting No. 12/2011 on 11 November 2011.
- The eleventh member was appointed at the Board of Directors meeting No. 12/2011 on 11 November 2011.
- The thirteenth member was appointed at the Board of Directors meeting No. 12/2011 on 11 November 2011.
- The fourteenth member was appointed at the Annual General Meeting of Shareholders 2011 on 27 January 2012.
- The fifteenth member was appointed at the Board of Directors meeting No. 11/2011 on 27 October 2011.
- The sixteenth member resigned from the director position on 12 October 2011.
- The seventeenth member resigned from the director position on 18 October 2011.
- The eighteenth member resigned from the director position on 18 October 2011.
- The nineteenth member resigned from the director position on 21 October 2011.
- The twentieth member's term of office ended as he turned 65 years of age on 3 May 2012.
- Other sub-committees which are appointed by the Board of Directors include Legal Sub-Committee, Finance and Investment Sub-Committee, Business Relations Committee, the President's Evaluation Sub-Committee, Foreign Debts Risk Management Sub-Committee, Suvarnabhumi Airport's Technical Examination Sub-Committee, Legal Audit Sub-Committee, Suvarnabhumi Airport's Noise Impact Remuneration Sub-Committee, Management as per State Supervision and Management as per AOT Corporate Plan Sub-Committee, Airport Development Strategy Planning Committee and Human Resources Management and Development Sub-Committee.



4.7 Remuneration for Executives

Remuneration criteria for Senior Executives or the President

The President's Remuneration Sub-Committee comprises AOT directors and representatives from the Ministry of Finance (State Enterprise Policy Office). Its responsibilities are to regulate the Presidents' remuneration including annual remuneration adjustments under high-low remuneration framework approved by the Ministry of Finance.

The consideration of each year's remuneration is based on the evaluation carried out in accordance with criteria and methods laid down by AOT Board.

Remuneration Criteria for AOT Executives

Salary structure for AOT officers and employees is regulated by comparing their assigned responsibilities with remuneration survey and the rate of salary paid by leading companies in the aviation industry.

Annual salary adjustments for the director positions upwards are approved by the Board of Directors. In 2012 fiscal year, the Board authorized the President to individually consider annual performances of employees and permanent officers with director positions upwards or equivalent in conjunction with each unit's goal achievements which are set in advance.

As of 30 September 2012, according to the definition of executive position stated in the notice of Capital Market Supervisory Board 23/2008, there are 13 executives as follows;

1. Flying Officer Passakorn Surapipith	Senior Executive Vice President (Administration)
2. Mrs. Supaporn Burapakusolsri	Senior Executive Vice President (Planning and Finance)
3. Mr. Somchai Sawasdeepon	Senior Executive Vice President (Engineering and Construction)
4. Wing Commander Prateep Wichitto	Senior Executive Vice President (Regional Airports)
5. Miss Vilaiwan Nadvilai	Senior Specialist 10 and Acting Senior Executive Vice President (Business Development and Marketing)
6. Flying Officer Wisit Eiwprapha	Senior Specialist 11
7. Mr. Saneh Chausurin	Senior Advisor 11
8. Miss Sasisubha Sukontasap	Senior Advisor 11
9. Mrs. Poolsiri Virojanapa	Executive Vice President (Planning and Finance)
10. Mrs. Suwanna Natpracha	Deputy General Manager of Suvarnabhumi Airport (Administration)
11. Mr. Soonthorn Sithithanalaph	Vice President, Finance Department
12. Mr. Noppadol Mongkolsin	Vice President, Accounting Department
13. Mrs. Suchada Chonjareorn	Vice President, Planning and Finance Department, Suvarnabhumi Airport



• Monetary Remuneration

Overall remuneration for executives in 2012 ended on 30 September 2012.

Unit : Baht

Remuneration	2011		2012	
	Person	Baht	Person	Baht
Salary	11	23,949,660.00	13	21,904,967.42
Bonus and others	11	16,878,351.50	13	15,592,652.06

• Other remunerations

provident fund

AOT registered the provident fund on 28 March 1994. AOT contribution is made on the same day each member makes his/her contribution on the basis of working years as follows:

1. Contribution at the rate of 9% of salary for employees who have been working for less than 10 years.
2. Contribution at the rate of 10% of salary for employees who have been working for over 10 years but less than 20 years.
3. Contribution at the rate of 12% of salary for employees who have been working for over 20 years but less than 25 years.
4. Contribution at the rate of 15% of salary for employees who have been working for over 25 years.

Unit : Baht

Remuneration	2011		2012	
	Person	Baht	Person	Baht
Provident Fund	11	2,996,907.90	13	2,750,851.44

5 Nomination Procedures for AOT Directors and the President

5.1 Nomination Procedures for Directors

The Board of Directors appoints the Nomination Committee consisting of 3 directors. The committee's duty is to recruit individuals suitable to be nominated as directors by considering their work experiences and specific qualifications which are needed by the Board and dispensable to AOT's business. This aims to achieve the complete structure of AOT Board for the benefits of the company and the shareholders

The Nomination Committee's criteria are as follows:

1. Possess knowledge, abilities, and different fields of experiences which are beneficial and valuable to AOT.
2. Possess qualifications as stated in AOT's Articles of Association, Standard Qualifications for Directors and State Enterprise Officials Act, Private Company Act, and Securities and Exchange Act.
3. Possess qualities which support corporate governance, independence, accountability, care, loyalty, and time dedication etc.
4. Replace directors whose terms come to an end and propose the new to AOT Board of Directors for approval before submission to be approved in the Annual General Meeting of Shareholders.
5. In cases where the replacement of directors is not caused by their terms' expiration, the Board of Directors must approve the new directors and their terms are equivalent to the remaining terms of those replaced.



5.2 Nomination Procedures for the President

1. AOT Board appoints the President Nomination Committee which consists of 5 directors. The authority in this regard is to be in compliance with Standard Qualifications for Board of Directors and State Enterprise Officials Act B.E. 2518, amended by the Standard Qualifications Act for Board of Directors and State Enterprise Officials (Issue 4) B.E.2543 and (Issue 6), B.E. 2550. The candidates must have qualifications and not be prohibited as specified in Measure 8 (1) (3) (4) (5) (6) (11) and (12). They must also possess specific qualifications as approved in principle by AOT Board.
2. The President Nomination Committee nominates knowledgeable, capable and experienced individual who possess qualifications and has not prohibited characteristics according to Measure 8 (1) (3) (4) (5) (6) (9) (10) (11) and (12) of the Standard Qualifications for Board of Directors and State Enterprise Officials Act (Issue 6), B.E. 2550.
3. The nomination must be done by advertising through at least 2 types of media.
4. Once suitable candidates are acquired, the committee must propose the names to the Board of Directors for consideration.
5. The Board of Directors will then submit names of selected candidates with their resumes to the President Remuneration Sub-Committee (appointed by the Board) to consider their remunerations.
6. The President Remuneration Sub-committee considers the remuneration, employment conditions and details of employment contract. The Sub-committee also negotiates with the successful candidate on the remunerations in accordance with the remuneration criteria and guidelines of the cabinet's resolutions of 13 June 2000 and 22 June 2004. Main issues to be considered are as follows:
 - 6.1 The remuneration must be in line with the top executive's qualifications, knowledge, abilities, experiences, missions, and goals.
 - 6.2 The employment contract must specify the goals and indicators are to be carried out successfully within the time frame for evaluation purposes.
 - 6.3 Goals, missions and clear indicators need to be set up for measuring the level of accomplishment of the top executive in order to acquire an executive who is highly competent in management. If the goals cannot be realized, the contract can be terminated.
7. After considering the president's remuneration, the Sub-committee submits the results in (6) together with a draft of the employment contract to AOT Board for consideration and then proposes to the Ministry of Finance for approval.
8. Once the Ministry of Finance approves the remuneration and the drafted contract, AOT will then propose to authorized individuals (as stipulated in the state enterprise law) for appointment. The employment contract must be signed by the Chairman or directors assigned by AOT Board (in the case where the Chairman is not available).

6 Authorities of AOT President

AOT's regulations prescribe the President's authorities as follows:

The President has the authorities and duties as assigned by the Board. In addition, the President must manage in accordance with operation plans and budgets approved by the Board with strictness, honesty, and care in order to maintain the benefits of the company and shareholders. The authorities also include the following activities:

1. Operate and/or manage day-to-day work.
2. Recruit, appoint, relieve, transfer, move, deduct salaries or wages, impose disciplinary punishment on officers and employees as well as terminate officers and employees as stipulated by AOT Board. However, the Board's approval is to be obtained in the case of division officers or equivalent.



3. Supervise the preparation and submission of AOT's business, policies, operation plans, and budgets to AOT Board for approval. The President is also responsible for reporting the progress of the approved operation plans and budgets to the Board with the time frame set by AOT Board.
4. Operate in compliance with policies, operation plans, and budgets approved by AOT Board.
5. Regulate AOT's operation rules.

7 Succession Plans and Development of Executives

At present, AOT is preparing succession plans for the senior executive positions from the director position upwards in order to respond to AOT's strategies. Currently, AOT has prepared capable personnel with appropriate qualifications for succession. Such personnel have passed the screening process via psychometrics, interview, and received IDP training to be prepared for the replacement.

8 The President's Evaluation

The President's Evaluation Sub-committee, appointed by AOT Board, evaluates the president's performance every 6 months. In the past year, the Sub-committee's evaluation was implemented in accordance with the indicators in the operation plans proposed to AOT Board. Such plans covered issues such as business development and human resource development.

9 Personnel and Remuneration

Personnel

Full time personnel employed by AOT and stationed at the Head Office as well as 6 airports (excluding outsourced workers) are as follows:

As for 30 September					Unit: Person
	2012	2011	2010	2009	2008
Head Office	1,097	1,159	820	778	788
Don Mueang International Airport	467	281	480	543	554
Chiang Mai International Airport	192	189	173	172	172
Hat Yai International Airport	176	175	142	135	139
Phuket International Airport	289	281	222	222	214
Mae Fah Luang - Chiang Rai International Airport	140	137	108	105	105
Suvarnabhumi Airport	2,579	2,568	2,625	2,562	2,563
Total	4,940	4,790	4,570	4,517	4,535

For the management of AOT's 6 airports, personnel are vital resources and directly affect the service quality of the airports, which provide 24-hour service. Therefore, most officers work in shifts and are required to be ready to solve problems. Additionally, AOT has hired a lot of outsourced workers for unskilled and half-skilled labor such as security officers, and highly-skilled labor such as explosive ordnance disposal technicians. As of 30 September 2012, AOT has a total number of 4,940 personnel and approximately 9,407 outsourced workers.



AOT believes that current remuneration for personnel is appropriate compared to the market remuneration. Remuneration paid to officers comprises salaries, bonuses, allowances, and subsidies such as medical treatment expense, accommodation expense, education subsidy and other expenses. Remuneration for personnel also includes provident fund of each employee which AOT makes monthly contribution on the basis of years of service; staff with less than 10 years get a contribution of 9% of their salaries, staff with more than 10 years but less than 20 years get 10% of their salaries, staff with more than 20 years get 15% of their salaries. Staff members have a choice to make a monthly contribution of 2-15% of their salaries depending on the length of their service. They will also receive a lump sum when deceased, retired, or terminated with no offenses as specified in the provident fund regulations.

Moreover, AOT has an assistance fund with 8 members as of 30 September 2012. However, there will be no more admission to this fund and the company is making monthly contributions to both funds.

Corporate Governance

AOT's management abides by good corporate governance and realizes the importance and responsibility for the shareholders and stakeholders. AOT's Board of Directors emphasizes the importance of compliance with good corporate governance to boost confidence to shareholders, investors, and all concerned parties.

In 2012, AOT carried out business in conformity with the Stock Exchange of Thailand's 2006 Good Corporate Governance of Listed Companies, the summary of which is as follows;

1. Shareholders' Rights

- 1) AOT realizes the importance of shareholders, rights of shareholders and the ownership over the company exercised through the elected Board which determines important decision making. In response to this, AOT encourages shareholders to exercise their rights under the protection of basic rights as follows;
 - Rights to receive adequate, timely, and appropriate information for decision making purposes.
 - Rights to attend the shareholders' meetings.
 - Rights to cast their votes equal to number of shares held on important matters.
 - Rights to share in profits of the company.
 - Rights to attend the meeting and vote by proxy.
 - Rights to express opinions and raise questions in shareholder's meetings regarding important decision making, such as profit allocation, director election, director remuneration, appointment of auditor, auditor fee and important transactions which affect AOT's business direction. The Board clearly states in the corporate governance policy that AOT shall encourage shareholders to exercise their basic rights and commit no violation of shareholders' rights.
- 2) AOT gives the importance on shareholders' meetings and facilitates shareholders by arranging the meeting venue which is appropriate and convenient to shareholders. AOT provided transportation services to shareholders from the AOT headquarter on Cherdwutagard Road, Sikun Sub-District, Don Mueang to the Novotel Suvarnabhumi Airport Hotel (three trips at 11:30, 12:00 and 12:30 hrs.). Moreover, AOT also facilitated shareholders who prefer to use Airport Rail Link, City Line by enclosing round-trip Airport Rail Link tickets with the Annual General Meeting invitation. The 2011 Annual General Meeting of Shareholders was held on Friday, 27 January 2012 at 14:00 hrs. at the Suvarnabhumi Grand Ballroom, Novotel Suvarnabhumi Airport Hotel.
- 3) At least 14 days prior to the meeting, AOT submits the letters of invitation both in Thai and English which comprise meeting agendas, minutes of the previous meeting with opinions of AOT Board of Directors, proxy as required by the Ministry of Commerce with explanations, AOT's Articles of Association relating to shareholders' meetings, a list of names and details of 2 independent directors in case any shareholders prefer to authorize one of them to attend the meeting, conditions, criteria and practices of meeting



participation, appointment of proxy and voting and a map of meeting venue. The meeting is posted on a daily newspaper at least 7 days prior to the meeting for 3 consecutive days. In addition, the information about the agendas of each meeting and each proxy form are posted on AOT's website for more than 30 days before the meeting to allow the shareholders to have adequate time to study all related information and to allow those who cannot attend the meeting to be able to give proxy to an independent director or another person.

- 4) At the Annual General Meeting of Shareholders, AOT equally facilitates and gives confidence to every shareholder on the security issue. The document checkpoints are prepared and the registration desks are set appropriately and adequately. The shareholders are allowed to register in advance for not less than 2 hours before the meeting time and up to the end of that meeting. The registration is based on the barcode system. The document checklist, revenue stamp, and suitable banquets are also provided.
- 5) AOT Board, except directors who are unable to attend the meeting due to urgent matters, and executives give the emphasis on the Annual General Meeting of Shareholders. The 2011 Annual General Meeting of Shareholders on Friday 27 January 2012 was attended by the Chairman of the Board as the Chairman of the Meeting, the Chairman and members of Audit Committee, the Chairman and members of Nomination Committee, the Chairman and members of Remuneration Committee, the Chairman and members of Corporate Governance Committee, the Chairman and members of Risk Management Committee, the President and top executives including the Chief Financial Officer (CFO) to explain the details of the agendas and answer questions and take suggestions from shareholders. AOT's auditor and legal consultants were also present as witnesses in ballot-counting and to assist in questions regarding transparency, law compliances and the accuracy of proxy form.
- 6) The meeting is conducted in accordance with the sequence of the meeting agendas notified in the letter of invitation in advance. During the meeting, the shareholders are given opportunities to express ideas and ask questions on each agenda. Before the meeting, the Chairman of the Meeting clearly notifies the shareholders their rights and how ballots are cast and counted. The result and summary of ballot-counting throughout the process in the meeting are transparently disclosed, with shareholders volunteering to participate in the ballot-counting to protect the right of shareholders.
- 7) The Chairman of the Meeting conducts the meeting appropriately and transparently with adequate time allocation. During the meeting, the shareholders are allowed to share opinions and expression of views and queries before each ballot round and meeting resolution on each agenda. The shareholders are also allowed to suggest and make queries on the company's operations. If unrelated questions are raised, the Chairman of the Meeting or senior executives will respond when the 'other issues' agenda is discussed in order that the time on each agenda is spent appropriately.
- 8) AOT preserves the rights of shareholders to register after the meeting starts, and to vote in the ongoing agendas and the subsequent ones.
- 9) AOT regularly provides information to shareholders via the channels of Stock Exchange of Thailand and AOT's website and operates efficiently for the shareholders' suitable returns.
- 10) Minor shareholders gain direct access of information from the Corporate Secretary and Investor Relations Center. Company visits are organized regularly to provide a better understanding of AOT's business.
- 11) AOT prepares and submits the minutes of each meeting to the Stock Exchange of Thailand and the Securities and Exchange Commission within 14 days after the meeting date. The minutes state correctly, completely and clearly the names of the attending directors, significant remarks, Q&A of opinions. The summary of the meeting's resolutions is divided into number of ballots, agreed, objected and abstained. Minutes of meeting both in Thai and English are also posted on AOT website www.airportthai.co.th to facilitate the access to information of shareholders and submitted to shareholders for their acknowledgement and approval before the next meeting of shareholders.
- 12) AOT clearly discloses shareholding structures of its subsidiaries and associates on the website and annual report to create confidence to shareholders of the transparent and verifiable operations.



- 13) AOT operates with efficiency to create growth and good operating results for shareholders' appropriate returns.

2. Equitable Treatment of Shareholders

AOT emphasizes and provides equitable and fair treatment to every shareholder regardless of sex, age, race, nationality, religion, belief, social status, or physical disability. To that effect, the company has taken many efforts as follows:

- 1) The minority sole or joint shareholders with not less than 100,000 shares have the rights to propose an annual general meeting items and nominate a qualified person for directorship prior to the Annual General Meeting of Shareholders, which is announced to the shareholders through the Stock Exchange of Thailand's website 3 months before the end of the fiscal year (1 July - 30 September 2012), or at least 6 months prior to the Annual General Meeting. The shareholders are informed of the criteria in considering the shareholders' proposed agendas and candidates. The information of which is informed through AOT's website. The Nomination Committee examines whether the nominee is qualified and then submits the name to the Board for approval before proposing it for consideration at the Shareholders' Meeting. The company requests the shareholders to elect each candidate for the director individually.
- 2) AOT will arrange the shareholders' meeting following the agendas notified in the notice of shareholders' meeting. The company has no policy to add more agendas without informing shareholders in advance so that the shareholders have sufficient time to study details and information pertinent to each item before making decisions.
- 3) The company provides proxy forms for shareholders to encourage them to exercise their voting rights and proposes 2 Independent Directors. The shareholders are entitled to appoint an Independent Director as their representative, using the proxy form as required by the Ministry of Commerce, which are attached with the letter of invitation. The required documents for proxy are also stated clearly with explanations to facilitate shareholders.
- 4) The company encourages shareholders to use separate ballots for each agenda so they can cast their votes as deemed appropriate. During the meeting, the ballots for each agenda are collected and merged with the advance voting via proxy. The barcode system is employed for the results of the vote counts. The resolutions are subsequently announced at the meeting. To ensure transparency, the ballots are counted in the presence of volunteer shareholders verifying the results which will be kept for future checks.
- 5) The shareholders are allowed to elect each candidate for the director individually.
- 6) AOT has established measures against the misuse of internal information. In compliance with Article 59 of the Securities and Exchange Act B.E.2535, the Directors, Executives and Vice President of Finance Department and Accounting Department must report AOT shareholdings belonging to themselves, their spouses and children under the legal of age to the Securities and Exchange Commission when they are initially appointed to the positions. They must also report on any buying, selling, or transferring of the stocks regardless of value to the Securities and Exchange Commission within 3 working days.
- 7) AOT directors and executives are required to submit reports of their interests and the interests of concerned parties including newly appointed directors and executives, using the form approved by the Board, to the Corporate Secretary within 7 working days after receiving notification from AOT. Any changes of data must be reported to the Corporate Secretary within 7 working days from the day the changes are made. The Corporate Secretary submits the copy of the change to the Chairman of the Board of Directors and Chairman of Audit Committee for acknowledgement and keeps the original document for AOT's internal use only.



3. The Role of Stakeholders

AOT realizes the significance of the rights of stakeholders whether being both internal such as employees and executives of AOT, and subsidiaries or external such as shareholders, customers, employees, the government, joint venture partners, business partners, creditors, society, community, and other related agencies. AOT wants to ensure that basic rights of these individuals and agencies are well protected and looked after in accordance with the law and applicable regulations. AOT also realizes the support of stakeholders which create competition capabilities and profit and this has led to AOT's long-term success. AOT Board has clearly defined the guidelines in its corporate governance policy which are disclosed on AOT's website. The company operates with respect to the rights of all stakeholders everywhere it carries out business.

AOT also puts emphasis on providing communication channels to stakeholders for the exchange of information and opinions by providing the channel for disclosure of essential information on the website www.airportthai.co.th. Stakeholders and concerned parties are allowed to file grievances for unfair treatment from the AOT and encouraged to provide comments regarding improprieties at the counter service in each airport. In 2012, AOT received 3 complaints in total, 3 of which were resolved. AOT emphasizes the importance of maintaining confidentiality and only uses or discloses the information to the entrusted or concerned group of people. The whole procedure and the interrogation are defined in writing. Good Governance Communication Channels are as follows:

- 1) Suggestions can be posted on the website www.airportthai.co.th. As regards good governance issues, please contact the Corporate Secretary.
- 2) Opinion boxes at the Headquarter and the office in each of 6 airports under AOT's responsibility.
- 3) Good Governance Library, where certain area is provided for the information regarding AOT's operations, such as airport development plans, procurement documents and other agreements with the financial amount of over 1 million Baht.

The Treatment of Stakeholders

AOT is committed to promoting cooperation between the company and the stakeholders to create financial stability and business sustainability. In 2012, AOT takes care of all groups of both internal and external stakeholders as specified in Corporate Governance Handbook circulated to officers and posted on the website as follows:

Shareholders

- AOT pledges to be a good representative of shareholders in conducting business transparently with emphasis on creating long-term economic value and good returns for shareholders.
- To perform duties based on honesty and prudence for present and future interests of major and minor shareholders and all concerned group of stakeholders.
- To conduct business with emphasis on creating long-term economic value and good returns for shareholders.
- To disclose both financial and non-financial information with sufficient details in due time as well as the AOT's operating results in a factual, complete, adequate, constant and timely manner to actually represent the AOT's financial and operational performance.

Employees

- AOT regards employees as one of the key factors for AOT's success. The company is committed to enhancing the capability of employees at all levels on an ongoing basis throughout the year.
- Suvarnabhumi Airport has entered into Sister Airport Agreement with Germany's Munich International Airport, Korea's Incheon International Airport, Japan's Narita International Airport, China's Beijing International Airport, America's Austin International Airport and Lao's Luang Prabang International Airport.



This aims to exchange airport operation knowledge and technology as well as provide various types of mutual cooperation in aviation business. In 2012, three AOT's officers were trained in Aerodrome Inspection Course and two AOT's officers were trained in Airport Carbon Management Course at the Incheon Airport Aviation Academy (IAAA), Korea's Incheon International Airport which is one of Asia's leading airports. This training program gave the staff an opportunity to exchange working experience and learn diverse airport management technology in order to apply the knowledge to improve services at Suvarnabhumi Airport to be the world's top ten outstanding service quality airports.

- Moreover, the company provides complaint channels for employees where there is a conflict between employees or between an employee and his/her supervisor. The employee submitting a complaint according to the procedures set out by AOT in good faith shall be protected and the complaint shall not cause dismissal or any disciplinary action on the part of the complain or witnesses.
- Furthermore, top Executives encourage employees at all levels to suggest ideas that are beneficial to the company. All employees are encouraged to take parts in AOT management.
- AOT has the energy saving policy. It is every officer's duty to continually cooperate in energy management to create maximum benefits under Green Airport concept.
- The company ensures equitable treatment, good working environment as well as appropriate and fair remuneration for every employee, such as the establishment of the provident fund, medical expense reimbursement establishment plan for AOT saving and credit cooperative limited. The airport club has also been established to support various activities, such as educational trips, traveling, sports both in AOT and with state enterprises.
- There is a standardization, safety, occupational health and environment in the workplace for all AOT employees. AOT head office has received the Outstanding Organization in Safety, Occupational Health, and Working Environment award from Department of Labor Protection and Welfare, Ministry of Labor for 6 consecutive years.

Government

- To be accountable for the government sector, AOT is committed to conducting business in full compliance with the laws and all applicable regulations of the overseeing agencies. The company has provided constant support for the government projects to ensure maximum benefits for society as a whole and to retain good relationships with the government agencies. The company deals with government agencies transparently and is ready to provide accurate and complete information to the government agencies upon request so as to ensure transparency and create mutual trust and confidence.
- The company cooperates with the government plan in running both Suvarnabhumi Airport and Don Mueang International Airport. The Suvarnabhumi Airport operates as a hub airport for full-serviced flights and connecting flights so that it could serve as regional hub airport. While Don Mueang International Airport accommodates flights from Low Cost Carriers (LCCs) and/or point-to-point domestic and international flights.

Society, Community and Environment

- AOT, including Don Mueang International Airport and all regional airports under its responsibility, has Corporate Communications Office as a unit responsible for overseeing the company's society and community, and Environmental Department responsible for environment impact caused by the airport operation. The community around Suvarnabhumi Airport is regulated by a unit such as Special Affairs Department. Activities have been arranged for the community both inside and outside the operation areas.
- Over the years, AOT has provided constant support to socially-beneficial activities in the areas of education, sports, culture and career development for a better quality of life of people in the community.
- Additionally, the company attaches significance to living in harmony with society and the communities where AOT operates. The company strives to foster good relationships with the communities,



collaborating in solving problems to create confidence in the communities and society as a whole (further details can be found in the annual social and environmental responsibilities report 2012).

Business Partners

- AOT treats contracts, agreements, and conditions of trading partners based on fair and just return to ensure maximum benefits for all concerned parties.
- AOT has increased communication channel via website so that business partners and involved parties can coordinate commercial activities, procedures, rent methods, contracts, and forms granting business operation. The website, run by a department responsible for Customer Relation Management (CRM), also creates convenience and gathers questions.

Competitors

- AOT follows the framework of good business competition by continually improving services in order to create passengers' satisfaction. The Airport of Smiles strategy is used to impress passengers with smiles.
- AOT shall fully compete with independence and fairness based on Airport Council International (ACI) which regulates service and facility standards and facilitation in airports worldwide.

Creditors

- AOT treats creditors with fairness, responsibility and transparency by strictly complying with the terms of contracts and financial obligations regarding repayment, assets safeguarding, and other conditions including the misuse of loan as agreed with the creditors, the use of dishonest procedure and the concealing of facts that will cause damages to the creditors.

Debtors

- AOT shall indiscriminately commit to and honor the obligations agreed with the debtors regarding loan recovery and collection. Whereby the debtors fail to meet the obligations, the negotiation shall be employed with no delay to find a mutual solution under the best practices of corporate governance.
- Debtors are regularly provided with reports on accrued liability in an accurate, complete and timely manner.
- The company operates in full compliance with the laws, regulations, and conditions regarding treatments of debtors.

Customers and the public

- AOT brings satisfaction and confidence to its customers and the public to ensure that they receive high-quality services with safety. AOT continues to raise and sustain its high standards to serve its customers and the public.
- AOT informs the public about its quality services accurately, completely, and in a timely manner and also builds good and sustainable rapport with the public.
- AOT set up the complaint system for the customers and the public to make complaints about safety, facilities, services, and customer satisfaction so that the company can find optimal solutions to best serve the customers and the public.

Outsourced workers

- As a result of AOT's big airports' operations, a lot of outsourced personnel are employed to serve passengers directly. Therefore, AOT sees the importance of providing regular training to these personnel in order that they operate with efficiency. Outsourced officers also participate in the annual seminar "Under the Same Roof" arranged annually by AOT to improve the service quality to impress passengers.



4. Information Disclosure and Transparency

The disclosure of information is one of vital principles of good corporate governance principles. AOT greatly emphasizes disclosing information to the Stock Exchange of Thailand and shareholders in accurate, complete, timely, reliable and equitable manners. The Corporate Secretary Office discloses the information to the Stock Exchange of Thailand while the Investor Relations Center is responsible for providing information and responding to inquiries of investors and shareholders' questions.

The disclosure of essential information is also posted on AOT's website in bilingual version, such as annual reports, good governance policy, the company's information and notice. The website is also constantly improved so that shareholders and outsiders receive information in timely and accessible manners for maximized benefits. The information is as follows:

- 1) AOT's essential information consists of both financial and non-financial information. The financial statements must be verified and inspected by the auditor and deemed to be accurate in all material respects and in conformity with the generally-accepted accounting principles. They are approved by the Audit Committee and the Board of Directors before disclosing to shareholders. The Board of Directors is also required to report on its financial responsibilities and the reports of the Audit Committee and the auditor in the annual report. In addition, AOT exchanged information within its organization and included management discussion and analysis in the annual report and Form 56-1.
- 2) Information disclosed to the public, shareholders and investors according to Public Information Act 1998 will be published on AOT's website in both Thai and English such as the annual report, notice to shareholders and minutes of the shareholders' meetings.
- 3) AOT disclosed the role and responsibilities of the Board of Directors and Sub-committees, the number of meetings as well as their attendance records for fiscal year 2012 and the remuneration for the directors as approved at the shareholders' meeting and by the top executives in the annual report and Form 56-1.
- 4) AOT established the Investor Relations Center responsible for communicating information that reflects the true value of the company to analysts, shareholders, investors of organizations and general investors in conformity with the regulations of the Stock Exchange of Thailand. The establishment aims to create



confidence, increase good corporate image and positive attitude of shareholders and investors. Investors or interested persons can acquire information about AOT such as financial statements, annual reports and news submitted to the Stock Exchange of Thailand through the 4 channels of AOT's Investor Relations Center as follows:

- Telephone: 0 2535 5900
- Fax: 0 2535 5909
- E-mail: aotir@airportthai.co.th
- Mail: Investor Relations Center, Airports of Thailand Public Company Limited. 333 Cherdwutagard Road, Sikun Sub-District, Don Mueang, Bangkok 10210.

AOT realizes the importance of information disclosure in accurate, complete, timely and transparent manners. The Investor Relations Center, AOT's representative, was established to communicate with shareholders, investors, analysts, and other relevant agencies and publicized information for investors, shareholders, and related persons throughout 2012. The summary is as follows:

Fiscal Year 2012

- | | |
|---|----------------|
| • Company Visit | 49 times/year |
| • Conference Call/Telephone Call/E-mail | 330 times/year |
| • Analyst Briefing | 1 time/year |
| • Roadshow (Domestic) | 2 times/year |
- 5) AOT has disclosed financial, general and important information accurately according to the regulations of the Office of the Securities and Exchange Commission. In addition, in 2012 AOT prepared Management Discussion and Analysis (MD&A) for every quarterly financial statement.
 - 6) The company prepares financial statements in accordance with accounting standard which passes the inspection of Office of the Auditor General of Thailand. Shareholders can be confident that the information shown in the financial report is accurate.
 - 7) AOT organizes the yearly Company Visit for shareholders to visit the airports under the responsibility of the company in order to acknowledge information and receive the opportunity to ask top executives about policies, results and solutions to various obstacles. The visit aims to create confidence and positive relationship to the shareholders. The participating shareholders are selected through application drawing. In 2012, AOT organized the visit at the Suvarnabhumi Airport on Friday 24 February 2012, with 125 participating shareholders.

5. The Board of Directors' Responsibilities

AOT's Corporate Governance Policies

The Board of Directors has defined corporate governance policies in writing since 2006 and continual verification has been carried out. In 2012, the company modified the policies once. The sixth edition dated 17 September 2012, the Board approved the improvement of corporate governance policies, which can be divided into 5 parts in conformity with the Stock Exchange of Thailand's 2006 Good Corporate Governance of Listed Companies, the summary of which is as follows:

- Shareholders' Rights
- Equitable Treatment of Shareholders
- Roles of stakeholders
- Information disclosure and transparency
- The Board of Directors Responsibilities



Additionally, the Board of Directors has added definitions in equitable treatment of shareholders. The Board of Directors have given opportunities to the minority sole or joint shareholders with not less than 100,000 shares to be able to propose meetings' agendas and nominate directors in advance. The Board of Directors also stipulated that yearly self assessment of directors must be conducted to set the framework in performance monitoring and evaluation of the Board. AOT has disclosed the corporate governance policy on AOT's website.

Corporate Secretary

AOT appointed Miss Shanalai Chayakul as the Corporate Secretary responsible for giving legal advice, rules and regulations needed by the Board and the executives. She must also regulate the company's activities and coordinate to ensure that AOT's operations are in compliance with the resolutions of the Board and shareholders' meeting and AOT's good corporate governance. The Corporate Secretary's main duties and responsibilities are as follows:

- 1) To give advice to the Board of Directors and executives to ensure that the operations are efficient and in accordance with the laws and regulations of the Stock Exchange of Thailand, Capital Market Supervisory Board, the Office of the Securities and Exchange Commission, relevant regulations and resolutions of shareholders which correlate with good corporate governance.
- 2) To organize and maintain the Board's registrar.
- 3) To organize and maintain the Board's meeting notifications, meeting documents and minutes of meetings.
- 4) To organize and keep the shareholders' letters of invitation, required documents, and minutes of meetings with complete information within the timeframe of the law.
- 5) To maintain interest reports submitted by directors and executives.
- 6) To supervise and be responsible for the preparation and maintenance of annual statements (Form 56-1) and annual reports (Form 56-2).
- 7) To ensure that information is disclosed and reported to the supervising units.
- 8) To support training courses and provide directors with useful information.
- 9) To carry out other missions as assigned by the Board.

Good Corporate Governance Handbook

AOT has placed emphasis on good corporate governance since 2002 and declared ethics to express commitment in doing businesses with transparency and credibility. The corporate governance is also an important factor that generates value for the organization and involved parties. On 1 October 2009, the company revised the ethics of 2002, the first edition of AOT's Good Corporate Governance Manual. The content consists of corporate governance, its principles, ethics and clear guidelines which are in line with AOT's corporate governance structure. The handbook, 1st edition (2009), has been distributed to the chairman, executives and officers for references and practice. Everyone must sign the testament to uphold good corporate governance in their implementation in order to ensure that AOT will maximize shareholders' benefits as well as take into account involved parties and be responsible for the society and the environment. The information is also on the website under good corporate governance topic for shareholders, investors and interested persons to easily gain access.

AOT organized activities that supported corporate governance, publicized the issue, and conducted seminars regarding the impact of ethics on the company's organization by inviting the chairman, every level of executives, and officers. The seminars were recorded and broadcasted via the Intranet for attendees who did not participate. In addition, the handbook was also used for human resources management purposes in the orientation for new employees. Good corporate governance was included in the basic course conducted by the Human Resource Management Department as part of the annual human resources development plan.



In 2012, AOT is in the process of improving the Good Corporate Governance Handbook as recommended when AOT joined the Stock Exchange of Thailand's and TRIS Corporation in "Good Corporate Governance of Listed Companies" project. The handbook will be divided into 5 parts in conformity with the Stock Exchange of Thailand's 2006 Good Corporate Governance of Listed Companies. AOT is working on the Directors' manual with important information on business, law and regulations involved the directors' responsibilities.

Activities Supporting Corporate Governance and Ethics

AOT has continually supported corporate governance and ethics since the declaration of corporate governance policies which have been reviewed annually. The distribution of the manual to the chairman, executives and officers in the organization aims to create commitment in their duties.

AOT organized activities supporting corporate governance as follows:

- The Board of Directors approved a regulation regarding officers' ethical behaviors analysis 2011 as in accordance with the Constitution of Thailand 2007, Measure 279. The regulation has the mechanism to enforce the law as suggested by the ombudsman and those authorized to regulate Measure 280 in order to control corporate governance in the organization and create virtue and ethics. Officers were informed via circular letters, electronics media such as AOT's website and the Intranet.
- The activities aimed to support officers to participate and express opinions on AOT's ethics. A lecturer from the King Prajadhipok's Institute was invited and workshops were organized at the head offices and regional airports through citizen dialogue in order to put the company's ethics into practice. The workshops were provided for intermediate executives of the head offices of Don Muang International Airport, Suvarnabhumi Airport and 4 regional airports under the responsibility of AOT. The seminars' results were reported to the Corporate Governance Committee and the Human Resource Management Department for officers' opinions and further human resource development.
- In 2012, AOT invited the widely respected monks to give sermons to AOT staff 3 times. Additionally, the company also encouraged the staff to join the meditation workshop at Panyanandharam Temple, Nonthaburi.
- The Chairman of the AOT recognizes and rewards employees with Distinctive Employee Awards to encourage staff on their noteworthy achievements on an annual basis.

The Declaration of Collective Action Coalition of Thai Private Sector Against Corruption

AOT declared the collective action coalition of Thai private sector against corruption with the Thai Institute of Directors, in collaboration with the Thai Chamber of Commerce, the Thai Bankers' Association, the International Chamber of Commerce and the Thai Listed Companies Association. The issue represented shared ethics of the Thai private sector and showed their ambition to prevent and suppress corruption.

In 2012, AOT joined the IOD's seminar to collaborate with the IOD and be among the first 100 companies to learn the directions of the coalition.

Conflict of Interest

The Board of Directors emphasizes policies to reduce personal and the company's conflict of interest. Good corporate governance regulates that the Board, executives and officers must report their interests, as well as the interests of involved parties, in order to avoid exploitations of their positions for personal gain. The measures are as follows:

- 1) Avoid involvement in self-related issues that could cause conflict of interest with AOT.
- 2) In cases where necessary actions must be done for the company's benefits, they must be carried out as if they are made with outsiders. The Board, executives and officers who have personal interests must not be in the approval process.



- 3) In cases where issues are related or that might have conflict of interest according to the notice of the Stock Exchange of Thailand, the Board will ensure that the implementation is in accordance with regulations and procedures and the information of involved registered companies is disclosed.
- 4) In cases where the Board, executives, or officers take the positions of committees or advisors of other business organizations, the position taken must not conflict with AOT's interest and operations.

In addition, the Board and executives are required to report their interests, as well as the interests of involved parties, to AOT so that the corporate secretary can use them as information and tools to supervise the interests of the Board, executives, or involved persons that have interests in the company's management or subsidiary companies. The corporate secretary must submit copies of the reports to the chairman for acknowledgement.

Internal Control

The AOT emphasizes internal control system as if it is part of the management's operation system. Internal control is the operation process the AOT sets up to ensure that the company's goals are achieved effectively and efficiently, and they are in compliance with the Regulations of the State Audit Commission. The internal control structure consists of 5 sections; they are:

- 1) **Environment control.** Fostering employees' accountability in the workplace, determining appropriate organizational structure, delegation and responsibility.
- 2) **Risk assessment.** Identifying and analyzing risks affecting objectives' achievement before determining activity assessment, which depends on risk level, risk assessment, and value for money assessment.
- 3) **Activity assessment.** Regulations regarding internal control such as rules and regulations and operational procedure.
- 4) **Information and communication control.** Information being communicated to executives and internal departments, where such information is needed, in a timely manner in order to complete the tasks.
- 5) **Evaluation follow-ups.** Evaluation of internal control to assess performance on the quarterly basis. The audit committee examines the internal control system to ensure that the audit findings and other reviews are corrected in a timely manner.



AOT Board of Directors

AOT Board of Directors comprises the following 15 members :
As of 30 September 2012



1

Air Chief Marshal Sumet Photimanee (63 years)

Chairman, Independent Director

Percentage of Shareholding

None

Family Relationship with Executives of the Organization

None

Education/Training

- B.Sc., Royal Thai Air Force Academy
- Royal Thai Army War College (Class 41) 1996
- National Defence College (Class 3) 2005
- Air Command and Staff College 30
- Radar Training Course, the United Kingdom

Director's Training Programs

- Director Certification Program (DCP): 110/2008, Thai Institute of Directors Association (IOD)

Work Experience

- Director, Airports of Thailand Public Company Limited (March 2008 - January 2009)
- Permanent Chief of Staff, Ministry of Defence
- Director, Directorate of Education and Training

Other Current Positions

- None



2

Police Major General Peeraphan Premabhuti (63 years)

Deputy Chairman, Independent Director

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- Master of Public Affairs, Kentucky State University, U.S.A.
- LL.M., Chulalongkorn University
- LL.B., Ramkhamhaeng University
- B.A. (Political Science), Chiang Mai University
- National Defence College (Class 45)
- Top Executive Program (Class 33)

Director's Training Programs

- Director Certification Program (DCP): 108/2008, Thai Institute of Directors Association (IOD)

Work Experience

- Advisor to the Prime Minister, Senior Official 11
- Permanent Secretary to the Prime Minister
- Advisor to the Prime Minister, Senior Official 10, Anti-Money Laundering

Other Current Positions

- Director, Ananda Development Public Company Limited



3

Police Major General Montien Prateepavanich (64 years)

Independent Director

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- Master of Public Administration, Chulalongkorn University
- Bachelor of Public Administration, Royal Police Cadet Academy

Director's Training Programs

- None

Work Experience

- Commander of Office Attached to the Commissioner General
- Superintendent of Bangsue Police Station
- Superintendent of Wang Thonglang Police Station
- Superintendent of Thung Maha Mek Police Station

Other Current Positions

- Director, Montien Mining Company Limited



4

Mr. Pongsak Semson (61 years)

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

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- Ph.D (Political Theory, Thai Government, Relationships Between Countries, Law, Public Policies, Public Administration), Chulalongkorn University
- M.A. (Political Science), Thammasat University
- M.B.A. (Business Administration), National Institute of Development Administration (NIDA)
- B.A. (Political Science), Chiang Mai University
- Graduate Certificate in Senior Management, Manchester University, U.K.
- Certificate in Public Budgeting and Finance Management, Institute for Tax Administration, U.S.A.
- National Defence College (Class 4212)
- Corporate Governance for Directors and Top Executives of State Enterprises and Public Organizations (Class 8), King Prajadhipok's Institute
- State's Management and Private Law (Class 1), King Prajadhipok's Institute
- Advanced Administration Program (Class 34), Institute of Administration Development
- Top Executive Program (Class 9), Capital Market Academy
- Advanced Security Management (Class 1), National Defence College

Director's Training Program

- Audit Committee Program (ACP): 22/2008
- Director Accreditation Program (DAP): 79/2009
- Director Certification Program (DCP): 122/2009, Thai Institute of Directors Association (IOD)

Work Experience

- Advisor to the Prime Minister, Senior Official
- Permanent Secretary for Bangkok Metropolitan Administration

Other Current Positions

- None



5

Mr. Thanapich Mulapruk (63 years)

Independent Director, Member of the Nomination Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- LL.M., Chulalongkorn University
- LL.B., Thammasat University
- Barrister at Law, Institution of Legal Education, Thai Bar Association
- National Defence College (Class 41)
- Politics and Governance in Democratic Systems for Executives (Class 11), King Prajadhipok's Institute
- Top Executive Program (Class 7), Capital Market Academy

Director's Training Program

- Director Certification Program (DCP): 79/2006
- Monitoring Fraud Risk Management (MFM): 4/2010
- Monitoring the System of Internal Control and Risk Management (MIR): 10/2010
- Audit Committee and Continuing Development Program (ACP): 34/2011, Thai Institute of Directors Association (IOD)

Work Experience

- Director-General, Department of Economic and Resource Litigation
- Director-General, Department of Special Litigation
- Attorney General

Other Current Positions

- Director, Transport Company Limited
- Director, Electricity Generating Public Company Limited



6

Flying Officer Norahuch Ployyai (62 years)

Independent Director, Chairman of the Nomination Committee,

Chairman of the Risk Management Committee,

Chairman of the Remuneration Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- B.Sc., Royal Thai Air Force Academy
- The State's National Defence in Collaboration with Private Sector (Class 16), National Defence College
- High Security Management (Class 1), National Defence College
- Top Executive Program (Class 11), Capital Market Academy
- Top Executive Program in Commerce and Trade (TEPCoT) (Class 3), University of the Thai Chamber of Commerce

Director's Training Program

- Director Accreditation Program (DAP) ThaiAir 2004, Thai Institute of Directors Association (IOD)

Work Experience

- Senior Executive Vice President, Thai Airways International Public Company Limited
- Acting Senior Executive President, Thai Airways International Public Company Limited
- Acting Managing Director, Technician Department, Thai Airways International Public Company Limited

Other Current Positions

- Member of International Aviation College (IAC), Nakhon Phanom University



7

Mr. Wutisak Lapcharoensap (62 years)

Independent Director, Chairman of the Corporate Governance Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- Master of Arts (Political Science), University of Chicago, U.S.A.
- B.A. (Political Science) (Hon.), Chulalongkorn University

Director's Training Program

- Director Accreditation Program (DAP): 80/2009
- Director Certification Program (DCP): 126/2009, Thai Institute of Directors Association (IOD)

Work Experience

- Chancellor, Ramkhamhaeng University
- Dean, Faculty of Political Science, Ramkhamhaeng University
- Acting Director, Educational Technology Office, Ramkhamhaeng University

Other Current Positions

- None



8

Mr. Arkhom Termpittayapaisith (55 years)

Director

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- Doctorate of Arts (Honorary Degree), Sisaket Rajabhat University
- M.A. (Economics), Williams College, U.S.A.
- B.A. (Economics), Thammasat University
- National Defence College (Class 46)
- Top Executive Program (Class 35) (Office of Civil Service Commission)

Director's Training Program

- Director Accreditation Program (DAP): 51/2006
- Director Certification Program (DCP): 92/2007
- Audit Committee Program (ACP): 22/2008, Thai Institute of Directors Association (IOD)

Work Experience

- Secretary – General, National Economic and Social Development Board
- Deputy Secretary – General, National Economic and Social Development Board

Other Current Positions

- Director, PTT Public Company Limited



9

Mr. Somchai Poolsavasdi (55 years)

Director, Member of the Remuneration Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- M.A., Thammasat University
- LL.B., Thammasat University
- National Defence College (Class 4919)

Director's Training Program

- Director Certification Program (DCP): 136/2010, Thai Institute of Directors Association (IOD)

Work Experience

- Director General, The Customs Department
- Deputy Permanent Secretary, Ministry of Finance
- Inspector General, Ministry of Finance
- Deputy Director General (Suppression), The Customs Department

Other Current Positions

- Director, Provincial Electricity Authority



10

Mrs. Chantima Sirisaengtaksin (62 years)

Independent Director, Member of the Audit Committee, Member of the Remuneration Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- M.B.A. (Accounting), Chulalongkorn University
- B.B.A. (Accounting), Chulalongkorn University
- LL.B., Ramkhamhaeng University
- National Defence College (Class 43)
- Top Executive Program (Class 8), Capital Market Academy
- Corporate Governance for Directors and Top Executives of State Enterprises and Public Organizations (Class 2), King Prajadhipok's Institute

Director's Training Program

- Director Certification Program (DCP): 22/2002, Thai Institute of Directors Association (IOD)

Work Experience

- Chairman, Thailand Tobacco Monopoly, Ministry of Finance
- Principal Advisor on Information and Communication Technology, Revenue Department
- Deputy Permanent Secretary, Ministry of Finance

Other Current Positions

- Director, Aira Factoring Public Company Limited
- Director, Thailand Privilege Card Company Limited



11

Mr. Thanin Angsuwarangsi (47 years)

Independent Director, Member of the Risk Management Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- M.B.A., Sasin Graduate Institute of Chulalongkorn University
- B.Eng. (Computer), Chulalongkorn University

Director's Training Program

- Director Certification Program (DCP): 155/2011, Thai Institute of Directors Association (IOD)

Work Experience

- General Manager, Capital OK Company Limited
- Managing Director, Mc Thai Company Limited (McDonald's)

Other Current Positions

- Director, Perfect 10 Cosmetic Surgery Clinic
- Director, Easy Top Up Company Limited
- Director, Wang Company Limited
- Director, Embassy Cinema Company Limited
- Director, Innovative Equipment Company Limited
- Director, Innovative Energy Management Company Limited
- Chief Executive Officer, 988 Plus Company Limited
- Director, Innovative Food Company Limited
- Director, Wine So Company Limited



12

Mr. Wattana Tiengkul (49 years)

Independent Director, Member of the Risk Management Committee, Member of the Audit Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- LL.M., Dhurakij Pundit University
- LL.B., Ramkhamhaeng University
- Thai Barrister at Law

Director's Training Program

- Director Certification Program (DCP): 155/2011, Thai Institute of Directors Association (IOD)

Work Experience

- Chief of Nititummawat Law Office
- Advisor, Minister in the Office of the Prime Minister
- Managing Director, Noble Property Valuation Company Limited
- Director and Assistant Managing Director, Siam Appraisal and Services Company Limited
- Director, Suphawatt Law Company Limited

Other Current Positions

- Member, State Railway of Thailand



13

Miss Pornthip Paksanont (55 years)

Independent Director, Member of the Corporate Governance Committee

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- LL.B., Ramkhamhaeng University

Director's Training Program

- Director Certification Program (DCP): 155/2011, Thai Institute of Directors Association (IOD)

Work Experience

- Lawyer, Nathaporn Law Office

Other Current Positions

- None



14

Miss Sutthirat Rattanachot (53 years)

Director

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education/Training

- M.B.A. (Accounting), Chulalongkon University
- LL.B., Thammasat University
- B.B.A. (Accounting), Ramkhamhaeng University

Director's Training Program

- Director Certification Program (DCP): 73/2006, Thai Institute of Directors Association (IOD)

Work Experience

- Advisor (Financial and Fiscal System Development), the Comptroller General's Department
- Deputy Director General, the Comptroller General's Department
- Advisor (Financial and Fiscal System Development), the Comptroller General's Department

Other Current Positions

- Chairman, The Syndicate of Thai Hotels and Tourists Enterprises Limited (Ministry of Finance)
- Management Committee, Bangkok Mass Transit Authority (BMTA) (Ministry of Transport)



15

Flying Officer Anirut Thanomkulbutra (57 years)

Director and Secretary

Member of Corporate Governance Committee,

Member of Risk Management Committee

Percentage of Shareholding

None

Family Relationship with Executives of the Organization

None

Education/Training

- M.A., (Political Science), Thammasat University
- B.Sc., Royal Thai Air Force Academy

Director's Training Program

- None

Work Experience

- General Manager of Suvarnabhumi Airport
- General Manager of Don Mueang International Airport
- Senior Executive Vice President (Regional Airports)

Other Current Positions

- None



AOT Senior Executives

As of 30 September 2012

1

Mr. Somchai Sawasdeepon (54 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- B.Eng. (Civil Engineering), King Mongkut's Institute of Technology Ladkrabang
- M.A. (Business Administration), National Institute of Development Administration

Training

- National Defence College (Class 4919)
- Director Accreditation Program: 63/2007, Thai Institute of Directors Association (IOD)
- Director Certification Program: 120/2009, Thai Institute of Directors Association (IOD)

Work Experience

- 27 October 2011 – Present Senior Executive Vice President (Engineering and Construction) and Acting General Manager of Suvarnabhumi Airport
- 15 June – 26 October 2011 Senior Executive Vice President (Engineering and Construction)
- 1 July 2009 – 14 June 2011 Senior Executive Vice President (Engineering and Information Technology) and Executive Vice President, Project Manager of Suvarnabhumi Airport Construction Management Office

2

Mr. Saneh Chausurin (60 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.A. (Public and Private Management), National Institute of Development Administration
- B.A. (Political Science), Chulalongkorn University

Training

- Good Corporate Governance Development
- Management of Public Economy, King Prajadhipok's Institute
- IT Management for a Modern Airport
- Business Administration and Business Laws Development

Work Experience

- 1 October 2010 – Present Senior Advisor 11
- 1 October 2009 – 30 September 2010 Senior Executive Vice President (Regional Airports)
- 15 October 2006 – 30 September 2009 Senior Executive Vice President (Administration)



3

Mrs. Supaporn Burapakusolsri (59 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.B.A. (Accounting), Thammasat University
- B.B.A. (Accounting), (Hons.) Thammasat University

Training

- Thailand Insurance Leadership Program (Class 2), OIC Advanced Insurance Institute, Office of Insurance Commission
- Public Economy Management for Senior Executive, King Prajadhipok's Institute (Class 7)
- Air War College (Class 35)
- Director Accreditation Program (DAP): 87/2011, Thai Institute of Directors Association (IOD)
- Chief Financial Officer Certification Program
- Role of the Compensation Committee Program (RCC) 13/2011
- Strategic Airport Development, Germany
- Airport Management Commercial, Singapore
- Financial Management & Fund Control Program

Work Experience

- 16 October 2008 – Present Senior Executive Vice President (Planning and Finance)
- 8 February 2007 – 15 October 2008 Executive Vice President (Planning and Finance)
- 28 June 2006 – 7 February 2007 Specialist 10 and Acting Vice President of Commerce and Investment Management Department

4

Miss Sasisubha Sukontasap (53 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- MPPM, National Institute of Development Administration
- B.B.A. (Management), University of the Thai Chamber of Commerce

Training

- The National Defence Course for the Joint State Private Sector (Class 24)
- Director Accreditation Program (DAP) 87/2011, Thai Institute of Directors Association (IOD)
- Enterprise Risk Management Process Program
- AOT Leadership Development Program
- IT for Management of a Modern Airport
- Business Administration and Business Laws Development

Work Experience

- 18 May 2012 – Present Senior Advisor 11
- 14 October 2011 – 17 May 2012 Senior Executive Vice President (Business Development and Marketing)
- 1 October 2010 – 13 October 2011 Senior Executive Vice President (Administration)



5

Flying Officer Wisit Eiwprapha (60 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- B.Eng. (Electrical Engineering), Thammasat University
- M.Eng. (Telecommunications Management), King Mongkut's Institute

Training

- Good Corporate Governance Development
- Business Administration and Business Laws Development
- Roles of Executives and result based management
- Roles of Executives in Business Continuity Management System

Work Experience

- 14 October 2011 – Present Senior Advisor 11
- 1 October 2010 – 13 October 2011 Executive Vice President (Regional Airports)
- 1 October 2009 – 30 September 2010 General Manager of Chiang Mai International Airport

6

Flying Officer Passakorn Surapipith (58 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.A. (Political Science), Thammasat University
- B.Sc., Royal Thai Air Force Academy

Training

- Good Corporate Governance Development
- Model Scheme and Operational Plan for Air Safety
- IT for Management of a Modern Airport
- Business Administration and Business Laws Development
- Royal Thai Army War College (Class 47)
- Applied Psychology Institute (Class 76)
- Civil Aviation Security by FAA (Course 70013) Oklahoma, U.S.A.
- Aviation Security / Airport Emergency by ICAO
- Airport Management Operation, Singapore
- Director Certification Program (DCP) 156/2012, Thai Institute of Directors Association (IOD)

Work Experience

- 14 October 2011 – Present Senior Executive Vice President (Administration)
- 15 June – 13 October 2011 Executive Vice President (Aerodrome Standardization and Occupational Health)
- 19 January – 14 June 2011 Senior Advisor 10 and Acting General Manager of Phuket International Airport



7

Wing Commander Prateep Wichitto (59 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.P.A., National Institute of Development Administration
- B.Sc. (Mechanical Engineering), Royal Thai Air Force Academy

Training

- Air Operation in the 21st century
- Executives in a Globalized World
- Aviation Security Crisis Management Course
- Senior Airport Operation Program
- Business Administration and Business Laws Development
- Psychology for Security, Applied Psychology Institute

Work Experience

- | | |
|--------------------------------------|---|
| • 1 October 2011 – Present | Senior Executive Vice President (Regional Airports) |
| • 1 October 2010 – 13 October 2011 | General Manager of Don Mueang International Airport |
| • 1 October 2009 – 30 September 2010 | Deputy General Manager of Don Mueang International Airport (Operations) |

8

Miss Vilaiwan Nadvilai (58 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.A. (Economics), University of New England, Australia
- B.A. (Economics), Ramkhamhaeng University

Training

- Strategy and Decision Making Technique for Executives
- Monetary Exchange, Derivatives and Stock Market
- IT for Management of a Modern Airport
- Accounting Standards and Guidelines
- Project Identification, Analysis, Evaluation and Financing for Mega-Project

Work Experience

- | | |
|----------------------------------|---|
| • 18 May 2012 – Present | Senior Advisor 10 and Acting Senior Executive Vice President (Business Development and Marketing) |
| • 1 April 2010 – 17 May 2012 | Deputy General Manager of Suvarnabhumi Airport (Administration) |
| • 1 October 2009 – 31 March 2010 | Senior Specialist 9 and Acting Deputy General Manager of Suvarnabhumi Airport |



9

Miss Shanalai Chayakul (53 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- LL.B. (Hons.), Ramkhamhaeng University
- Barrister-at-Law, Institute of Legal Education, Thai Bar Association

Training

- Company Secretary Program (CSP): 33/2009, Thai Institute of Directors Association (IOD)
- Board Reporting Program (BRP): 1/2009, Thai Institute of Directors Association (IOD)
- Effective Minute Taking (EMT): 16/2010, Thai Institute of Directors Association (IOD)
- Company Reporting Program (CRP): 1/2011, Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP): 87/2011, Thai Institute of Directors Association (IOD)

Work Experience

- Corporate Secretary
- 17 May 2006 – 30 September 2009 Vice President of Legal Department
- 17 October 2005 – 16 May 2006 Vice President of Supply Department

10

Mrs. Poolsiri Virojanapa (54 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.B.A. (Business), Kasetsart University
- B.B.A. (Accounting), Thammasat University

Training

- Chief Financial Officer (CFO) (Class 1)
- Director Accreditation Program (DAP): 97/2012, Thai Institute of Directors Association (IOD)
- Corporate Finance for Executive
- Advanced Derivative and Financial Risk Management, Central Bank, England
- Derivative and Swap Management, Hong Kong
- Bond Market and Interest Rate Risk Management

Work Experience

- 1 October 2009 – Present Executive Vice President (Planning and Finance)
- 1 August 2007 – 30 September 2009 Vice President of Budgeting Department
- 17 October 2005 – 31 July 2007 Vice President of Commercial and Investment Management Department



11

Mrs. Suwanna Natpracha (54 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- MAP, Thammasat University
- B.Acc., Thammasat University

Training

- Chief Financial Officer Certification Program
- Airport Business Overview Program for Airport Executives
- Roles and Duties of the Board of Directors and Executives
- Leadership Development Program
- General Manager of Public Airports Program

Work Experience

- | | |
|--------------------------------------|---|
| • 1 October 2010 – Present | Deputy General Manager of Suvarnabhumi Airport (Administration) |
| • 1 October 2009 – 30 September 2010 | Vice President of Budgeting Department |
| • 1 August 2007 – 30 September 2009 | Vice President of Finance Department |

12

Mr. Noppadol Mongkolsin (54 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.B.A. (Accounting), Krirk University
- B.B.A. (Accounting), Ramkhamhaeng University

Training

- Business Administration and Business Laws Development
- Problems and Guidelines for Asset Accounting
- Accounting Standards for Management and Auditor
- Certificate of State Enterprise Financial Executive Orientation (CFO) (Class 3)
- The Implementation of International Financial Reporting Standards (IFRS) in AOT's Financial Report
- Roles of Executives and Result Based Management
- Taxation Law

Work Experience

- | | |
|--------------------------------------|---|
| • 14 November 2008 – Present | Vice President of Accounting Department |
| • 8 December 2004 – 13 November 2008 | Senior Specialist 9 |



13

Mr. Soonthorn Siithithanalaph (59 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- B.B.A (Accounting) (Hon.), Siam University

Training

- Diploma, Public Economy Management for Executives, King Prajadhipok's Institute (Class 5)
- MINI MBA, Faculty of Commerce and Accountancy, Thammasat University (Class 56)
- Financial Management for Executives, Faculty of Economics, Chulalongkorn University (Class 5)
- Accounting Act
- IT for Management of a Modern Airport

Work Experience

- | | |
|-------------------------------------|---|
| • 1 October 2009 – Present | Vice President of Finance Department |
| • 1 August 2007 – 30 September 2009 | Deputy Vice President of Finance Department |
| • 14 December 2005 – 31 July 2007 | Specialist 8, Finance Department |

14

Mrs. Suchada Chonjareorn (55 years)

Percentage of Shareholding None

Family Relationship with Executives of the Organization None

Education

- M.B.A. (Business Administration), Rungsit University
- B.Sc. (Statistics), Silpakorn University

Training

- Senior Airport Operation Course Program
- Roles of Executives in Business Continuity Management System
- Propel Thai Economy to the Next Century
- Good Corporate Governance and Ethics for Sustainable Growth

Work Experience

- | | |
|-----------------------------|--|
| • 21 October 2011 – Present | Vice President of Planning and Finance Department,
Suvarnabhumi Airport |
| • 15 June – 20 October 2011 | Head of Project Support Unit
(Engineering and Construction) |





INVESTMENT TRANSACTIONS

AOT has invested in 9 aviation companies as well as other relevant businesses with 1.50% - 60% shares of registered capital. The subsidiary company which AOT holds more than 50% of its registered capital include Suvarnabhumi Airport Hotel Company Limited. There are also eight joint ventures companies that AOT holds less than 50% of their registered capital. AOT has initiated contracts with authorized airport-related joint ventures to conduct businesses in the airport such as duty free shops, warehousing services, hotels and aircraft refueling services. As of 30 September 2012 the shareholding percentage is as follows

AOT Subsidiaries and Associates

Company	Business Characters	Shareholding Percentage
Suvarnabhumi Airport Hotel Company Limited	Hotel services	60.00
Airport Duty Free Company Limited	Duty free retail	10.00
Thai Aviation Refuelling Company Limited	Hydrant pipeline network and refuelling service	10.00
Phuket Air Catering Company Limited	Airline catering services	10.00
Airport Associate Company Limited	Limousine services	10.00
Don Mueang International Airport Hotel Company Limited	Airport hotel management	9.00
Bangkok Aviation Fuel Service Public Company Limited	Aviation fuel provider	4.94
Trade Siam Company Limited	Electronic data interchange service	1.50
Thai Airport Ground Services Company Limited	Cargo warehouse, apron service and aircraft technician service	28.50



AIR TRAFFIC STATISTICS



Services Performance

AOT operates 6 international airports in Thailand namely Suvarnabhumi, Don Mueang, Chiang Mai, Hat Yai, Phuket and Mae Fah Luang - Chiang Rai. In 2012 fiscal year, AOT serves 115 scheduled airlines, 102 of which were mixed passenger-cargo airlines, and 13 of which were pure cargo airlines.

For fiscal year 2012, overall air traffic volumes of AOT kept on growing from that of 2011. Though affected from the great flood crisis during October-November 2011, AOT managed to keep on the growing track since December 2011 onwards. Total landing and take-off flights at all six airports were recorded at 480,335 flights or 8.81% increment which comprised 268,587 international flights and 211,748 domestic flights equivalent to 8.13% and 9.68% increment respectively. Total passengers passing through these six airports were 71,521,304 persons equivalent to 7.87% increment of which 44,317,909 were international passengers reflected an increment of 5.24% and 27,203,395 domestic passengers increased by 12.46%. The volume of freight and parcels was recorded at 1,435,184 tons or increased by 1.93% of which 1,313,303 tons were international freight that increased by 1.71% and 121,881 tons for domestic which equivalent to 4.33% increment.



: Fiscal Year

	Aircraft Movements (Flights)			Total Passengers Volumes (Persons)		
	2011	2012	%	2011	2012	%
BKK+DMK	336,048	364,111	8.35%	51,773,461	55,086,125	6.40%
BKK	288,540	326,970	13.32%	47,800,585	52,368,712	9.56%
DMK	47,508	37,141	-21.82%	3,972,876	2,717,413	-31.60%
CNX	30,800	35,571	15.49%	3,680,390	4,334,608	17.78%
HDY	13,678	14,573	6.54%	1,834,568	2,013,243	9.74%
HKT	55,110	59,406	7.80%	8,206,405	9,161,005	11.63%
CEI	5,804	6,674	14.99%	805,842	926,323	14.95%
TOTAL	441,440	480,335	8.81%	66,300,666	71,521,304	7.87%

	Freights/Parcels (Tons)		
	2011	2012	%
BKK+DMK	1,341,352	1,360,879	1.46%
BKK	1,334,218	1,357,167	1.72%
DMK	7,134	3,712	-47.97%
CNX	20,528	21,480	4.64%
HDY	14,826	16,201	9.27%
HKT	27,587	31,731	15.02%
CEI	3,775	4,893	29.62%
TOTAL	1,408,068	1,435,184	1.93%



In 2012 fiscal year, Suvarnabhumi Airport and Don Mueang International Airport served 364,111 flights equivalent to 8.35% increment from 2011. Total 55,086,125 passengers reflected an increase of 6.40%. The volume of freight and parcels was 1,360,879 tons or an increase of 1.46%.

Suvarnabhumi Airport

Suvarnabhumi Airport served 106 scheduled airlines, 93 of which were mixed passenger-cargo airlines and 13 of which were pure cargo airlines. In 2012 fiscal years, there were 326,970 commercial flights or an increase of 13.32%, with 228,102 international flights or an increase of 7.11% and 98,868 domestic flights or an increase of 30.81%. It handled 52,368,712 passengers which reflected an increase of 9.56%, 38,687,756 of which were international passengers equivalent to an increase of 3.48% and 13,680,956 were domestic passengers equivalent to 31.37% increment. The volume of freight and parcels was recorded at 1,357,167 tons or an increase by 1.72%, 1,300,700 tons of which were international freight or an increase by 1.44% and 57,097 tons of which were domestic freight or an increase by 8.53%.

Don Mueang International Airport

Don Mueang International Airport served 2 scheduled domestic flights. Due to the severe flood in late 2011, all flights at Don Mueang International Airport had to be relocated to Suvarnabhumi Airport on 25 October 2011. The commercial services at Don Mueang International Airport resumed on 6 March 2012 when Nok Air



moved back to Don Mueang International Airport followed by Orient Thai Airlines on the 27 June 2012. Therefore, in 2012 fiscal year, total number of commercial flights were 37,141 flights or a decrease of 21.82% and 2,507 of which were non-scheduled international flights, the same volume as previous year while 34,634 of which were domestic flights or a decrease of 23.04%. Total passengers were 2,717,413 persons, a decrease by 31.60%, 102,315 of which were international chartered flight passengers reflected an increase by 255.29% and 2,615,098 domestic passengers, a decrease by 33.70%. The volume of freight and parcels was 3,712 tons, a decrease by 47.97%, 60 tons of which were international and 3,652 tons of which were domestic freight.

Chiang Mai International Airport

For fiscal year 2012, Chiang Mai International Airport served 14 scheduled airlines with the total of 35,571 flights or 15.49% increase 4,746 of which were international flights reflected an increase of 26.70%. For domestic flights, there were 30,825 flights or 13.94% increase. Total passengers were 4,334,608 persons or an increase by 17.78%, 489,657 of which were international passengers or an increase by 41.80% and 3,844,951 of which were domestic passengers or an increase by 15.29%. The volume of freight and parcels totaled 21,480 tons or an increase by 4.64%, 254 tons of which were international freight and 21,226 tons of which were domestic freight or an increase by 133.03% and 3.95% respectively.

Hat Yai International Airport

For fiscal year 2012, Hat Yai International Airport served 7 scheduled airlines with the total of 14,573 flights or increased by 6.54%, 1,861 of which were international flights reflected an increase by 13.82%. For domestic flights, there were 12,712 flights or an increase by 5.56%. Total passengers were 2,013,243 persons or an increase by 9.74%, 216,154 of which were international passengers or an increase by 5.88% and 1,797,089 of which were domestic passengers or an increase by 10.22%. The volume of freight and parcels totaled 16,201 tons or an increase by 9.27%, all of which were domestic freight.

Phuket International Airport

For fiscal year 2012, Phuket International Airport served 37 scheduled airlines with total 59,406 flights or increase by 7.80%, 31,130 of which were international and chartered flights reflect an increase by 13.66%. For domestic flights, there were 28,276 flights or an increase by 2.00%. Total passengers were 9,161,005 persons or an increase by 11.63%, 4,816,972 of which were international passengers or an increase by 16.44% and 4,344,033 of which were domestic passengers or an increase of foreign and local tourists by 6.74 %. The volume of freight and parcels totaled 31,731 tons or an increase by 15.02%, 12,919 tons of which were international freight or an increase by 36.00% and 18,812 tons of which were domestic freight or an increase by 4.00%.

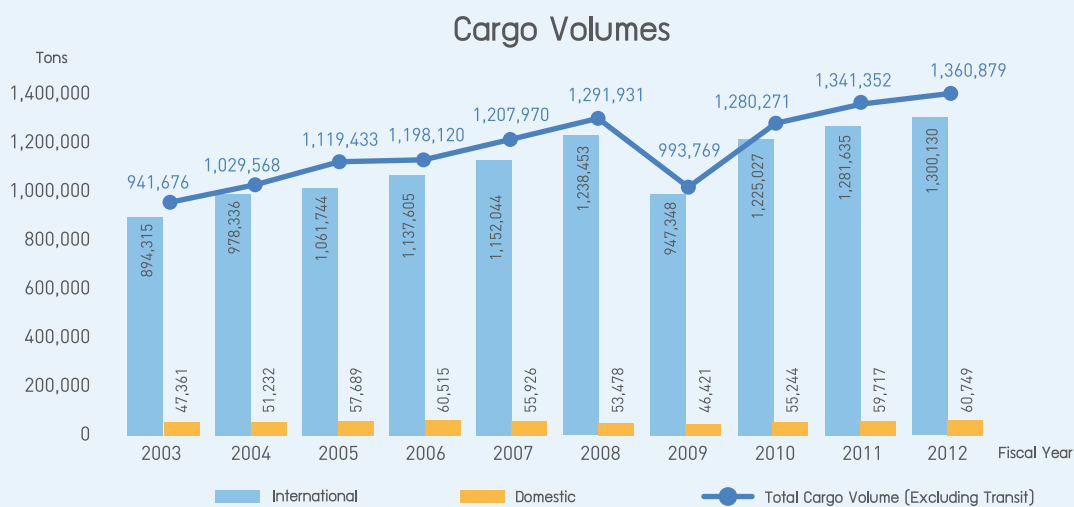
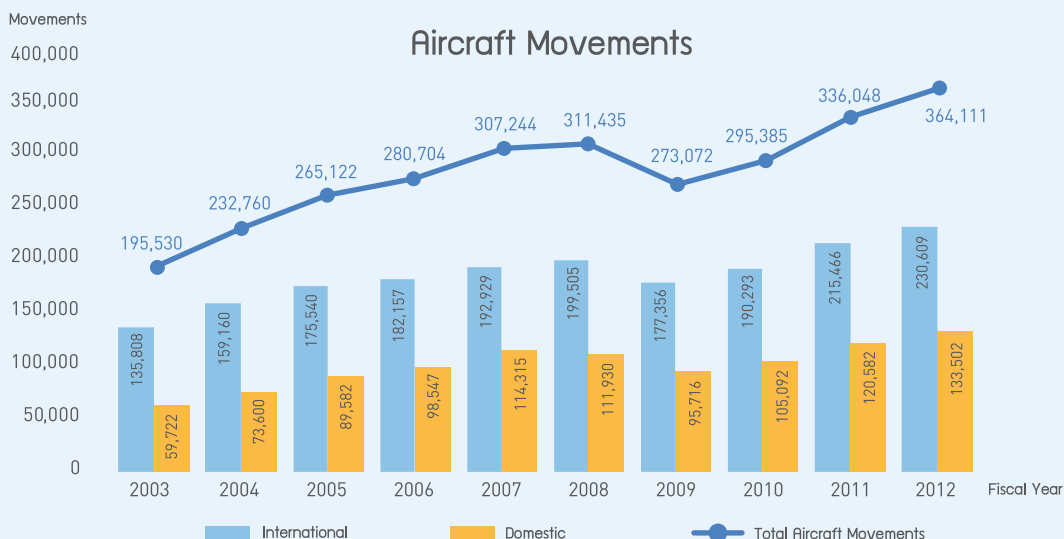
Mae Fah Luang – Chiang Rai International Airport

Mae Fah Luang – Chiang Rai International Airport served 5 scheduled domestic airlines. In the fiscal year 2012, there were 6,647 flights showed an increase by 14.99%. There were 241 International flights or an increase by 58.55% and 6,433 domestic flights or an increase by 13.82%. Total passengers were 926,323 persons or an increase by 14.95%, 5,055 of which were international passengers or a decrease by 46.77% and 921,268 domestic passengers or an increase by 15.69%. Total volume of domestic freight and parcels totaled 4,893 tons or an increase by 29.62%.



AIR TRAFFIC STATISTICS

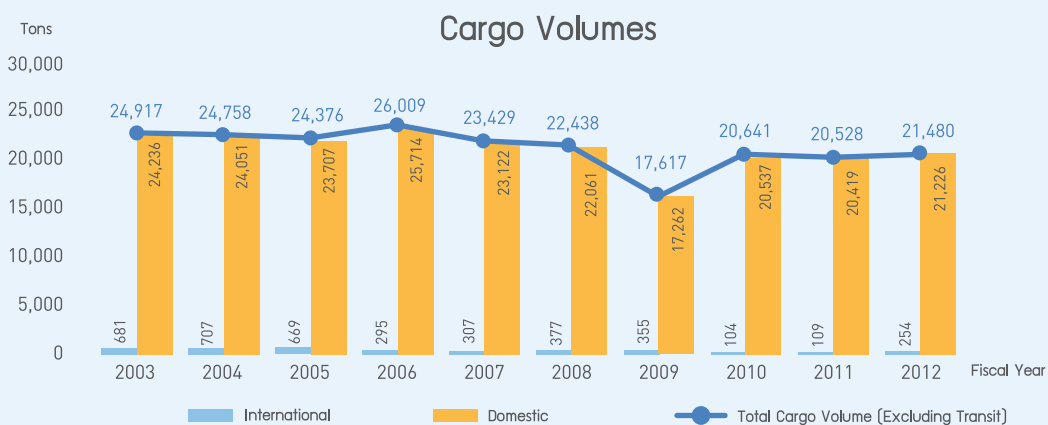
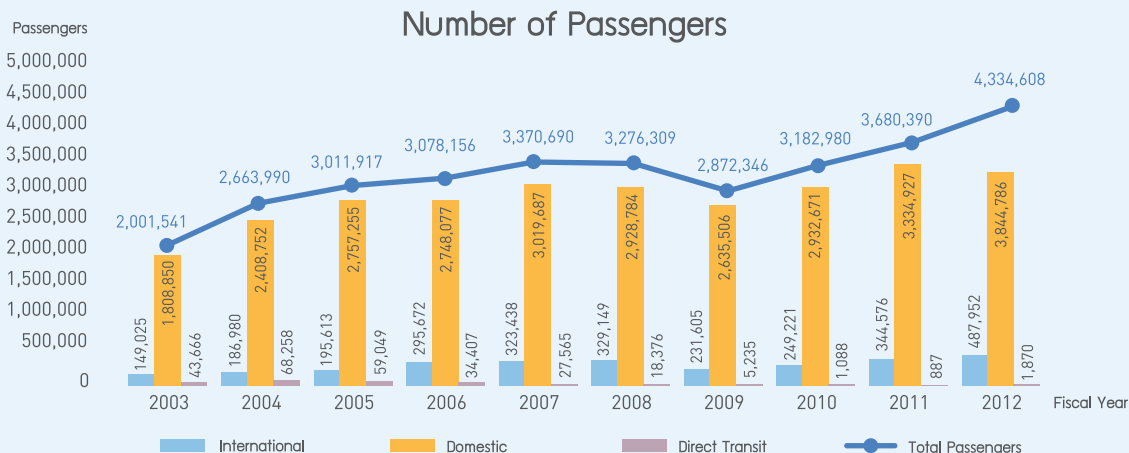
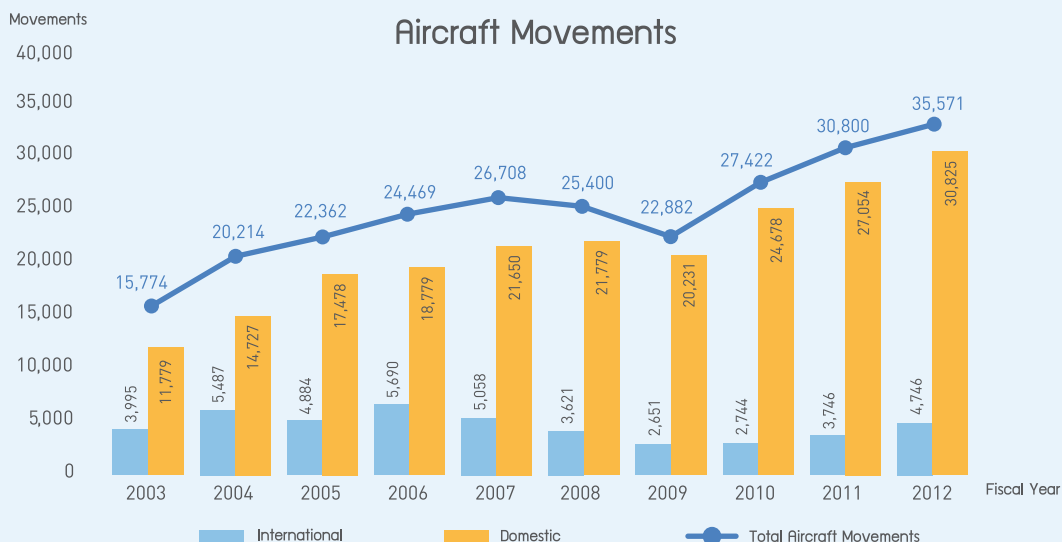
Suvarnabhumi & Don Mueang International Airports





AIR TRAFFIC STATISTICS

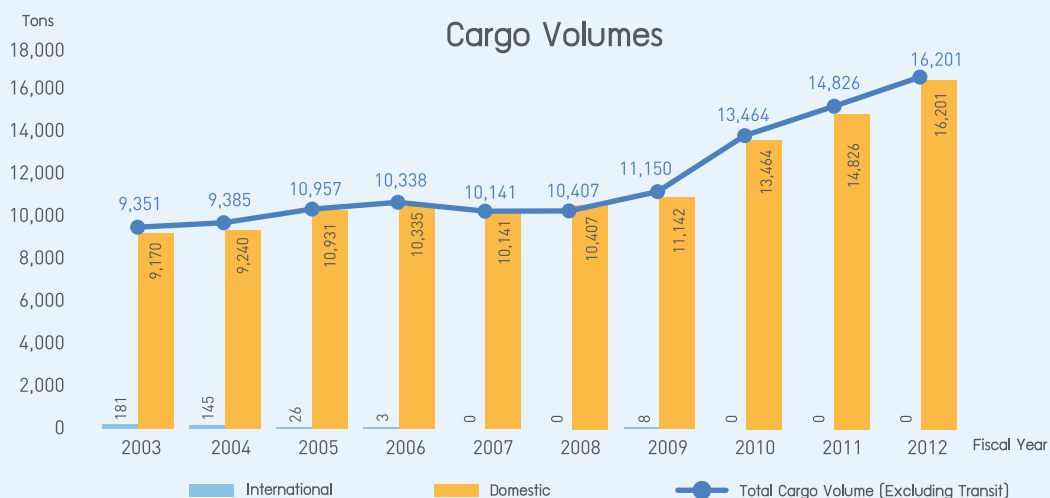
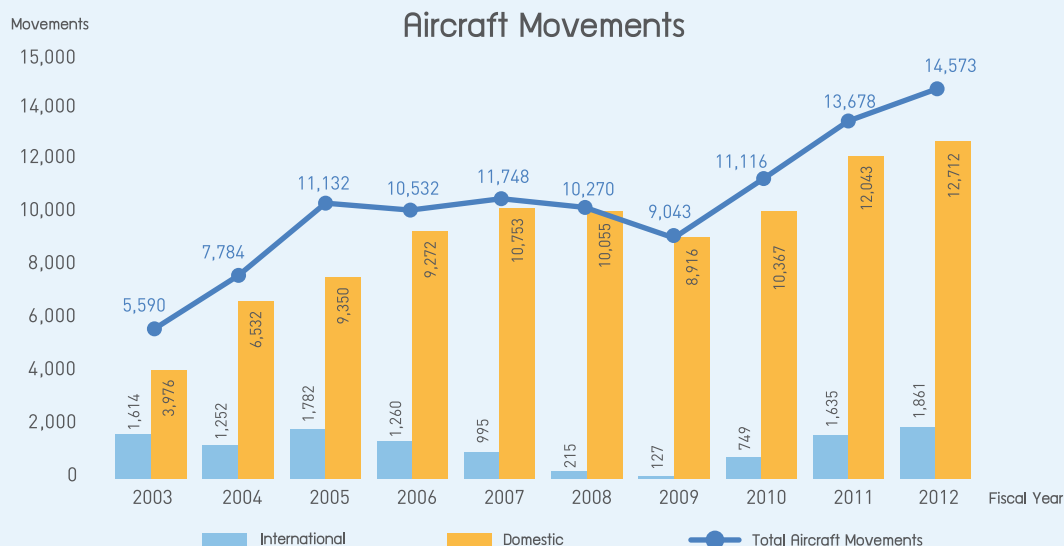
Chiang Mai International Airport





AIR TRAFFIC STATISTICS

Hat Yai International Airport

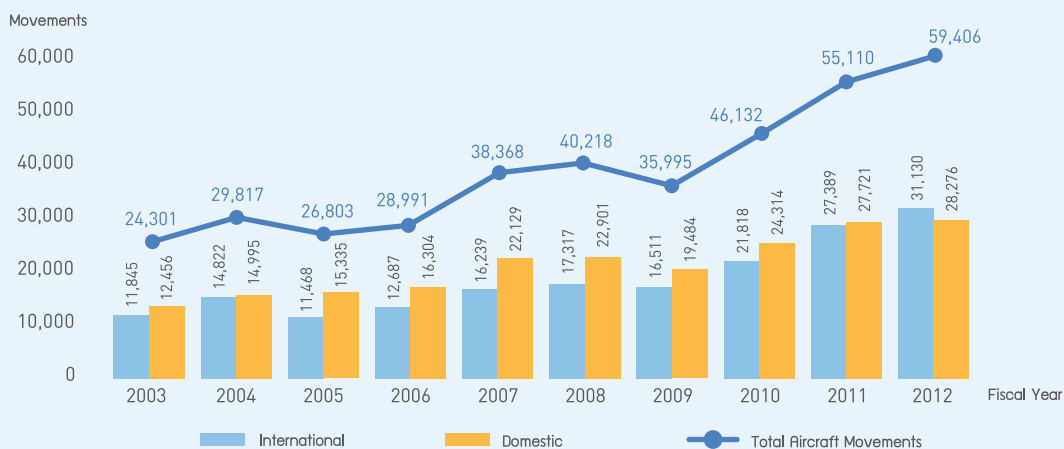




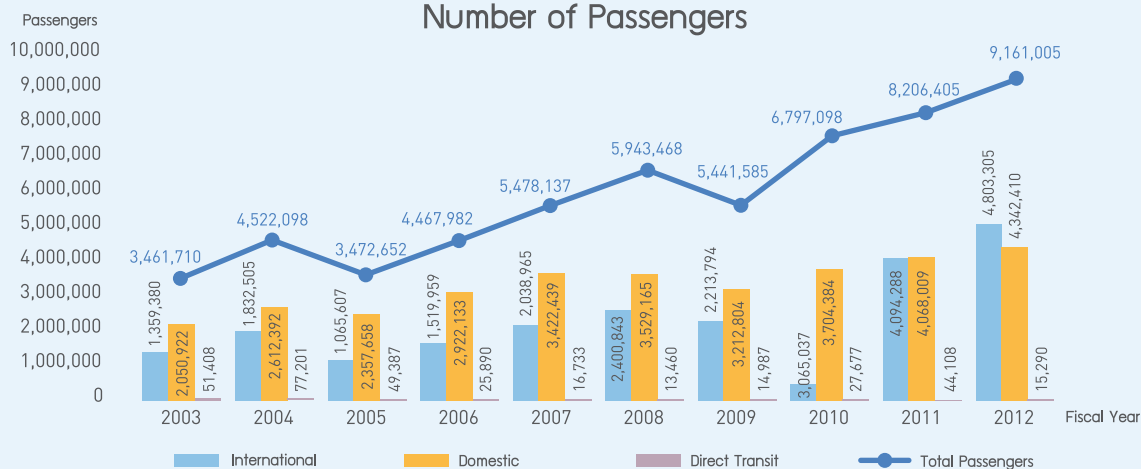
AIR TRAFFIC STATISTICS

Phuket International Airport

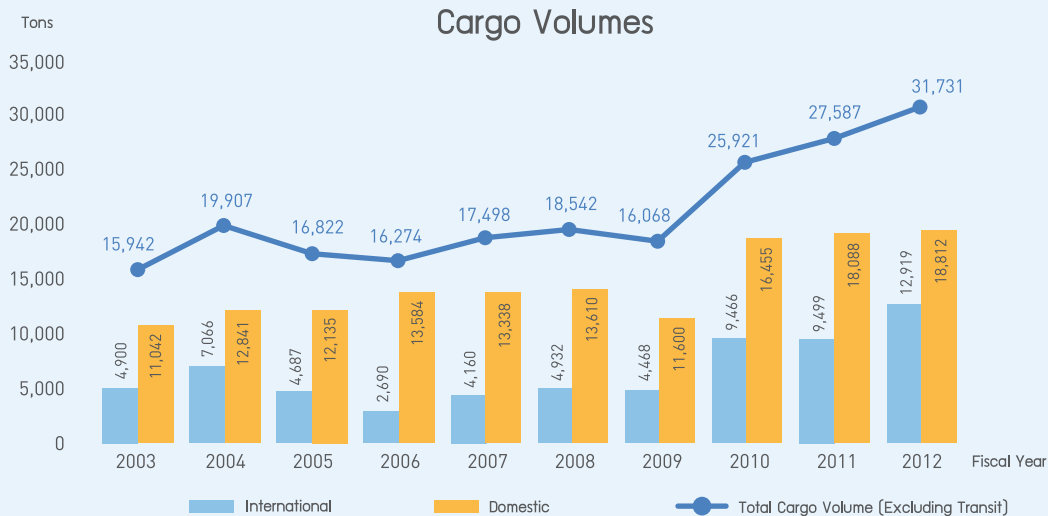
Aircraft Movements



Number of Passengers



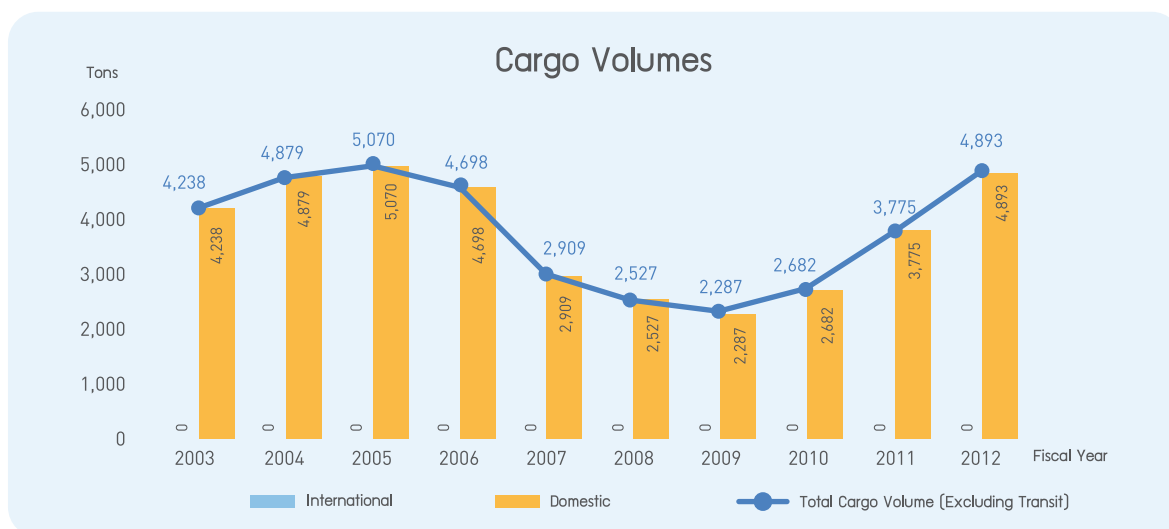
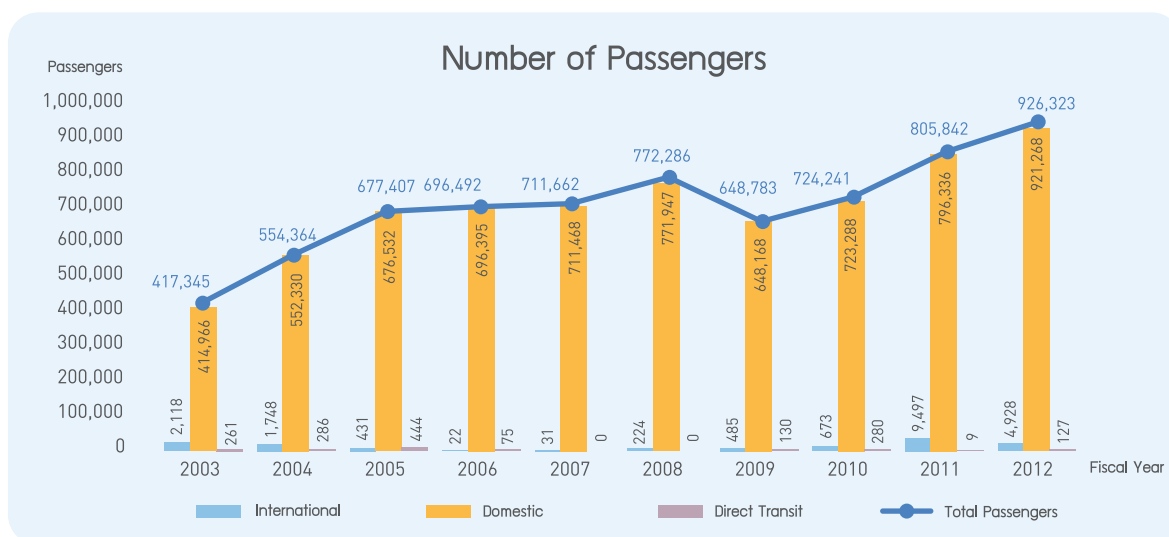
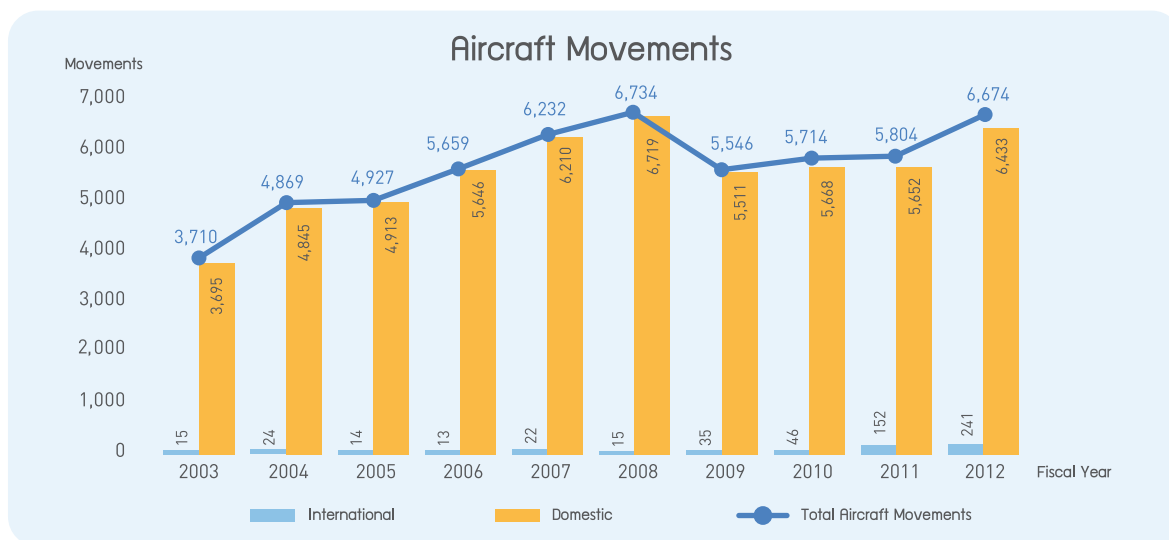
Cargo Volumes





AIR TRAFFIC STATISTICS

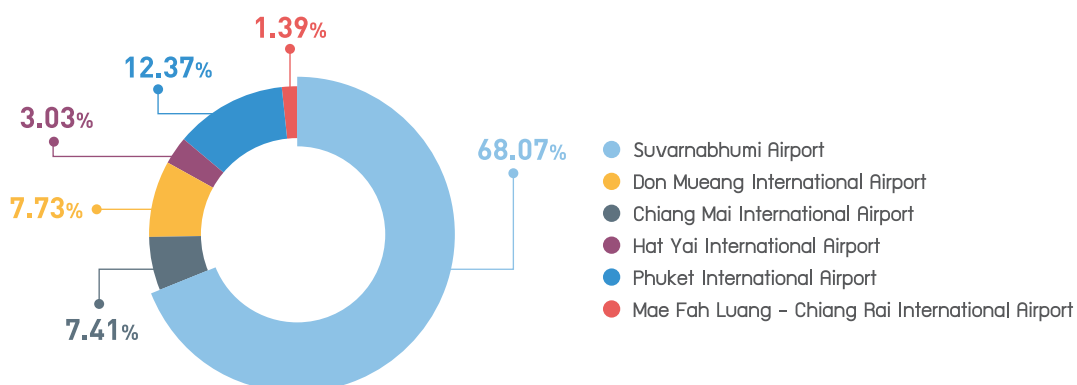
Mae Fah Luang - Chiang Rai International Airport



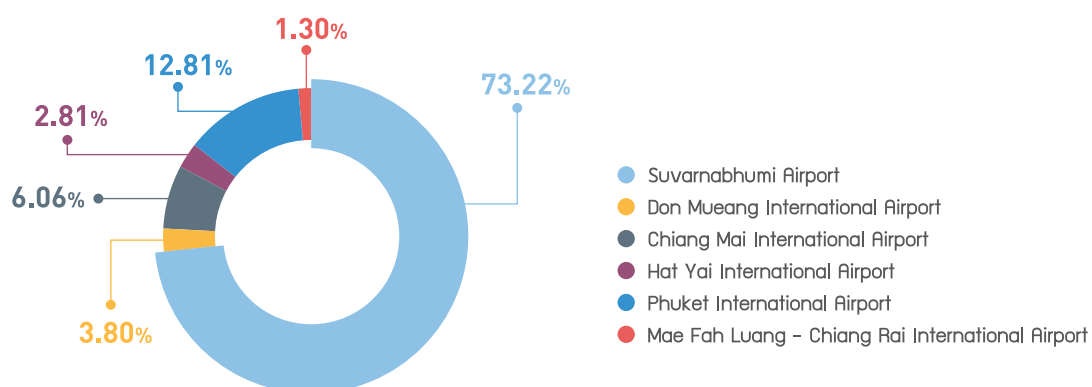


AOT's AIR TRAFFIC STATISTICS

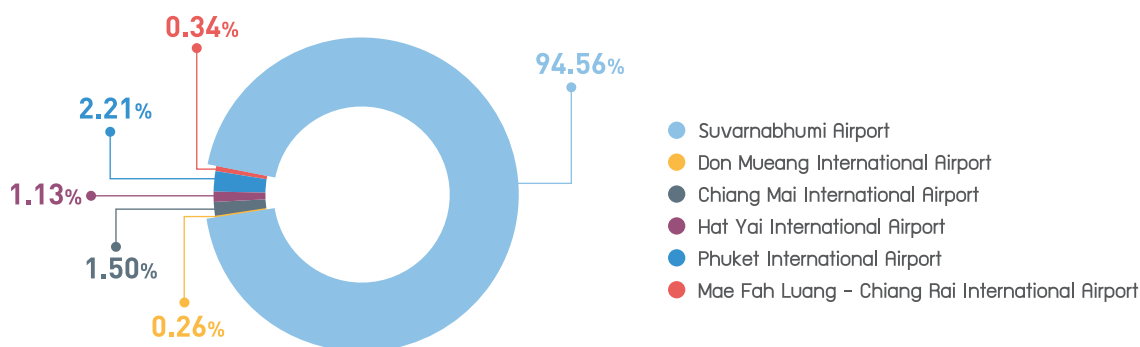
Total Aircraft Movement 480,335 Movements



Total Number of Passenger 71,521,304 Passengers



Cargo Volumes (Exclude Transit) 1,435,184 Tons









BUSINESS CONTINUITY DEVELOPMENT

Scope of Suvarnabhumi Airport Development Project (Fiscal year 2011–2017)

Suvarnabhumi Airport Development Project (fiscal year 2011–2017) aims to increase capacity of Suvarnabhumi Airport to accommodate more passenger volume from 45 million per year to 60 million per year, to relieve congestion and accommodate to the increasing numbers of flights. The plan is worth 62,503.214 million Baht (including reserved fund, change in workloads 10%, VAT 7%, and 1,761.600 million Baht of interests incurred during construction). The plan's implementation period is 6 years and the plan consists of 4 parts, they are:

1 Employment of Project Management Consultant (PMC).

The PMC is employed to manage the development Project. The approval of budget according to the employment contract is 809.99 million Baht (including 7% VAT). The employment duration is 70 months, starting from 1 June 2012.

2 Midfield Satellite design and construction

- 2.1 Design and construction of the Midfield Satellite No. 1 including equipment and facilities installation for aviation services along with passenger boarding bridges, docking guidance system, gate assignment, IT system, and Baggage Handling System connecting between the main passenger terminal and the Midfield Satellite. The structure of the building is 4 – storey building on an area of 216,000 square meters. It has the exit doors connecting to 28 contact gates and 8 of which can serve aircraft A-380 (Code F) while the other 20 of which serve aircraft B-747 (Code E). The budget is 27,864.653 million Baht.
- 2.2 Construction of parking areas of the Midfield Satellite No. 1 to serve 28 contact gates capable for parking the aircraft A-380 (Code F) 8 bays, and aircraft B747 (Code E) 20 bays, including the construction of taxiway to the apron and facilities relating to hydrant pipeline network (to be managed by other operator). Approximate area for aircraft parking is 960,000 square meters. The budget is 4,907.342 million Baht.
- 2.3 Design and construction of south tunnel extension and automated people mover (APM). It is to construct the underground tunnel connecting from the former one in phase I to the Midfield Satellite No. 1 and then extend to the Southern apron and taxiway of the Midfield Satellite which will be developed in phase II. Total length of the connecting tunnel is 700 meters, equipped with the Automated People Mover (APM) connecting between the international terminal and the Midfield Satellite No. 1 of Suvarnabhumi Airport in order to increase the capacity to handle passengers using the concourse building. The budget is 7,973.072 million Baht.



3

Passenger Terminal comprises the following preliminary scope of works:

- 3.1 Design and construction of the extension of the east passenger terminal and related facilities to accommodate international passengers on the area of 14,580 square meters to enhance the capability of the main terminal. The budget is 6,780.190 million Baht.
- 3.2 Design and construction of the airline office building with car park at the east (car park building No. 1). The construction of building is divided into 2 parts. The front is the 4 – storey building, covering an area of 35,000 square meters, providing space and necessary public utilities for the rental space. The tenants need to decorate the office space by themselves. The back part is the 5 – storey car park building with a roof top. Its structure is made of reinforced concrete, covering an area of 32,000 square meters. The building can accommodate 1,000 cars, with the connecting walkway to the adjacent car park building and the other walkway connecting to the platform in front of passenger terminal. The budget is 625.673 million Baht.

4

Design and construction of public utility system.

The construction of public utility systems of Suvarnabhumi Airport such as high voltage electricity system, water supply system, cooling system for air conditioners connecting to the Midfield Satellite No. 1, Automated People Mover (APM) system, and the third runway in the future. The details of the construction include the construction of the transmission line 115 kV., connecting to transmission line system of the MEA at the South of the airport to Suvarnabhumi Airport electrical power substation No. 2, which will be newly constructed; the construction of the electrical power distribution system phase II by installing the switchgear of 24 kV., transformer, SCADA control system to the Midfield Satellite No. 1, the Automated People Mover (APM) system, the third runway in the future; and the construction of main water supply pipeline linking from the MWA to the pumping station and the storage tank at the Midfield Satellite and the construction of waste water pipeline connected to the existing system. The budget is 2,693.219 million Baht.



The Cabinet's meeting on 24 August 2010 passed a resolution to approve the Suvarnabhumi Airport Development Plan (fiscal year 2011-2017).



The operations of AOT

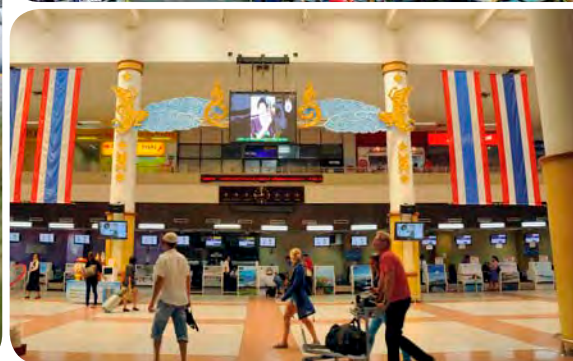
- AOT implemented the Terms of Reference (TOR) for Project Management Consultant (PMC). It was revised many times by the Office of the Attorney General and the AOT Airports Development Coordination Committee to be in accordance with stipulation in the AOT's Supply Regulation B.E. 2553. The Suvarnabhumi Airport Development Plan was a massive project, therefore preparing of Terms of Reference (TOR) for Project Management Consultant (PMC) for Suvarnabhumi Airport Development Plan took longer time than the scheduled work plan, hence causing a delay in employing PMC for Suvarnabhumi Airport Development Plan (fiscal year 2011-2017).
- For the selection process of Project Management Consultant for Suvarnabhumi Airport Development Plan (fiscal year 2011-2017), the EPM Consortium Group was selected by the AOT. In the meeting of 8/2555 on 17 May 2012, the AOT's Board of Directors had a resolution to employ the EPM Consortium Group to be Project Management Consultant for Suvarnabhumi Airport Development Plan (fiscal year 2011-2017), and signed the employment contract with the EPM Consortium Group on 30 May 2012. The EPM Consortium comprises of PCBK International Company Limited, Chote Chinda Muchel Consultant Company Limited, Epsilon Company Limited and Oriental Consultants Company Limited., with the budget of 809.99 million Baht (including 7% VAT). The function of Project Management Consultant (PMC) was to manage the development plan of Suvarnabhumi Airport such as analysing the capacity of Suvarnabhumi Airport in order to set up the scope and details for consultant employment on design, design supervision and construction supervision, etc. The PMC started the project on 1 June 2012 until 31 March 2018, totaling 70 months.

The Operations of Project Management Consultant

- At the moment, Project Management Consultant (PMC) is working on Suvarnabhumi Airport's capacity analysis in order to prepare Terms of Reference (TOR) for the design consultant.
- Duration of Suvarnabhumi Airport's capacity analysis is 5 months. It is expected to be completed by October 2012.
- Determining the Terms of Reference (TOR) for the design consultant is expected to be completed by December 2012.



Phuket International Airport Development Project (Fiscal year 2010–2014)



Project details

In order to increase Phuket Airport's capacity to accommodate increasing air traffic in the future, the AOT has come up with a development project to ensure that this airport will be able to handle as many as 12.5 million passengers per year (5 million international and 7.5 million domestic passengers per years). By means of additional construction and facility improvement, the project will enable Phuket International Airport to be a regional hub facilitating both increased passengers and air traffic up to the year 2018. The new reconditioned airport will be of international standard in terms of safety, convenience and rapidity.

Phuket International Airport Development Project are arranged in groups with total operation time line of 47 months and the estimated investment of 5,791.122 million Baht (The said amount has been approved by the Cabinet with 10% reserve cost of added distinct work and 7% VAT). Work processes are as follows:

1

Airside Design and Construction

1.1 Design and construction of taxiway and parking bay

- Demolition of multi - purpose building, waste water treatment plant, cargo terminal and ground support equipment terminal.
- Construction of parking bay to accommodate 21 aircraft and 1 taxiway on a total area of 105,000 square meters.

1.2 Design and renovation of aircraft refuelling system

The construction and expansion of refueling system have to synchronize with the change and expansion of parking bay number 11 to 15 as well as the Main Distribution Pit (MDP). Likewise, construction of hydrant pipeline network has to correspond with the new position of bays.



2 Design and construction of Passenger Terminal and Functional Hall

2.1 Design and construction of International Passenger Terminal

The existing Phuket International Airport Office Building will be demolished and replaced by a new International Passenger Terminal with support facilities including commercial arcade and front office on a total area of 52,000 square meters. There will also be a walkway bridge connecting the new terminal and the old one (both landside and airside). Together, the two terminals will be able to handle 5 million passengers annually.

2.2 Design and construction of car park building

A new car park building, covering an area of 25,000 square meters, can serve up to 1,000 cars.

2.3 Design and construction of office building

The office building consists of Phuket International Airport Office Building front office and back office as well as offices for airport operators. All of which cover the area of 4,800 square meters.

2.4 Design and renovation of the existing terminal to be domestic terminal

The existing terminal will be renovated into a domestic passenger terminal with related infrastructure on an area of 41,500 square meters. The exterior will also be remade to match with the new international passenger terminal. This new domestic terminal will be able to serve 7.5 million passengers annually and up to the year 2019.

3 Design and construction of substitute building

3.1 Design and construction of cargo terminal

Due to expansion of the passenger terminal and apron area, the existing cargo terminal will be moved to a new area. The new cargo terminal will cover an area of 5,000 square meters plus a parking area of 3,200 square meters in front of the building.

3.2 Design and construction of ground support equipment terminal

Also due to expansion of terminal building and apron area, the ground support equipment terminal will be relocated and re-constructed for Thai Airways. The new complex will consist of ground support equipment building covering 1,000 square meters and O & M building of 750 square meters.

3.3 Design and construction of rescue and fire fighting station

Included in this new development project is a new reinforced concrete building which is a rescue and fire fighting station on 2,500 square meters of land. This facility includes 3,000 square meters of car park area and pavement connecting the runways.

4 Design and construction of infrastructure and utilities

4.1 Design and construction of airport internal service road system

To better facilitate the traffic in and out of the Phuket International Airport, the entrance and exit traffic lanes will be extended for another 2 lanes each. Also, to better serve both the passengers and the operators, there will be roads connecting domestic and international passenger terminals, office building, and car park building. In addition, the whole interior landscape will be redecorated in order to impress all airport users.

4.2 Design and construction of airport infrastructure

- A 115/33 kV substation will be built to accommodate increasing power consumption. This will also increase reliability on high voltage power for the exterior of the building.
- The capacity of both the water supply system and waste water treatment system will be increased sufficiently to serve passengers' needs up to the year 2018. The amount of water consumption is estimated at 2,900 cubic meters per day and waste water generated at 2,300 cubic meters per day.
- Relocate the dumping station and construct a new 24 - square meter station.



4.3 Design and construction of Maintenance Office building and airport warehouse

To construct a new Maintenance Office building and warehouse in order to replace the existing one which will be removed due to this development plan.

5 Environmental Impact Study

Incorporated in this development plan is an Environmental Impact Study, which covers a 5-kilometer radius of land around Phuket International Airport that may be affected by this construction. The work group will come up with a report on this following the policy, format and study guidelines set for commercial airports by the Office of National Resources and Environmental Policy and Planning (ONEP).

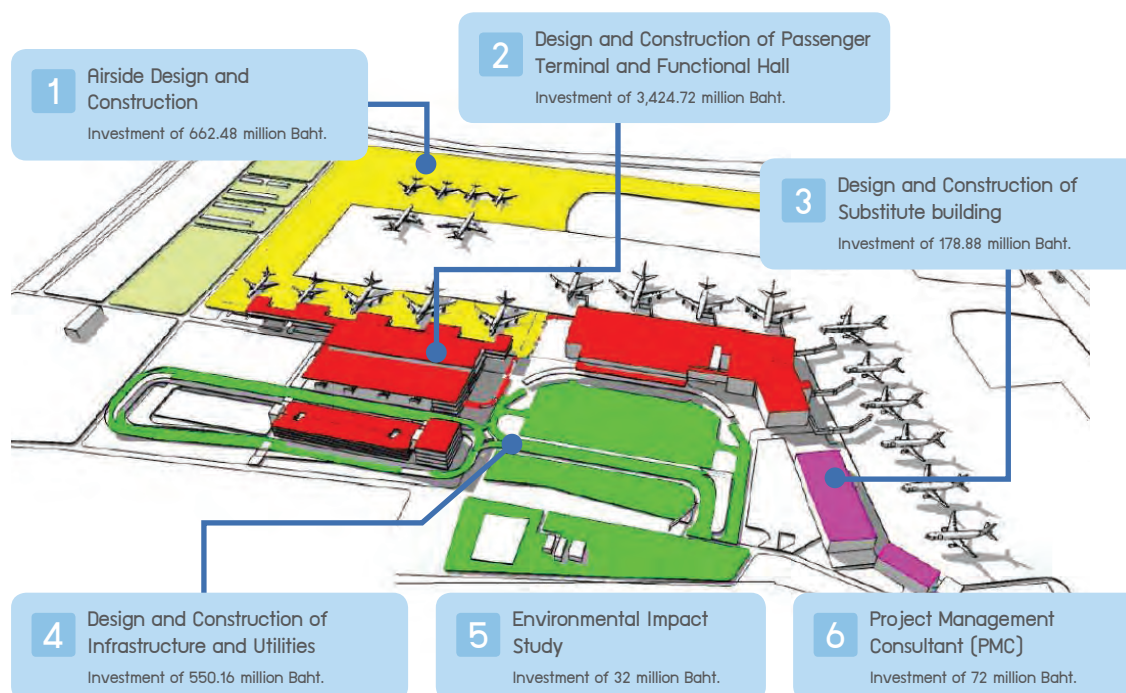
6 Project Management Consultant

To ensure efficient operation and smooth transition, AOT will hire a Project Management Consultant to manage and supervise the overall movements of the project.

Project progress

As to the progress of this project, the Engineering Project Department will be responsible for planning the process and payment to contractors. At this point, the project is on the process of contractor and PMC acquirement. Once this process is complete, there will be a contract awarded for each one. The construction is started in July 2012

Phuket International Airport Development Project (Fiscal year 2010-2014)









THE AOT'S HUMAN RESOURCE DEVELOPMENT

The AOT emphasizes the development of its personnel to be competent in operating and managing the airports according to the standards on air transportation of international and domestic agencies namely Department of Civil Aviation, International Civil Aviation Organization: ICAO) and other international aviation standard services offices such as Federal Aviation Administration of USA: FAA), etc. The AOT aims to create satisfactory services to all customers. It also emphasizes on integrated cooperation in resources and practices for the utmost benefits of the aviation service agencies under Ministry of Transports as well as preparing its personnel for the upcoming of ASEAN Economic Community (AEC) in 2015 where tourism and aviation will be one of Thailand's major responsibilities. Therefore, competent personnel will be the major force that drives forward the organization in order to fulfill the visions and achieve business success. It will also promote Thailand's good image to all member countries and in the international level.

Human Resource Development of the AOT for the fiscal year 2012 was carried out according to the annual human resource development plan and the AOT master plan on human resource administration and development as follows:

1 Annual Human Resource Development Plan

Conduct internal training courses seminars/lectures and send personnel to attend training courses/seminars/lectures organized by training institutes, government agencies and overseas with the objectives to provide every level of the AOT personnel to be knowledgeable, capable, skillful and have potential in airport management in following fields:

- 1.1 Airport courses, such as Orientation Program, Airport Operations, and the 3 levels of Airport Management i.e. primary, intermediate, and advance and Public Airport Manager Course.
- 1.2 Airport management courses, such as Airport Master Planning, Aviation Assets Management and Airport Management
- 1.3 Operation courses, such as Private Pilot License Course (PPL), Instrument Rating Ground (IRG), Aerodrome Physical Standard Annex 14, Airport Safety Management System (primary, intermediate and advance), 3M Training Course, Review the use of personal firearms (pistols) and Dangerous Goods Technical, etc.
- 1.4 Business and general management training courses, such as TQA Criteria, State Enterprise Performance Appraisal (SEPA), Preparation courses for joining ASEAN Economic Community, Thailand being logistics hub of the region study case, IT Auditing, Extreme Marketing, foreign languages courses (Japanese, Korean and Chinese), Logistics and Transportation Development, Risk Management and Internal Control.



- 1.5 Courses for the AOT's Board of Directors and senior executives, such as Director Accreditation Program (DAP), Corporate Governance for Directors and Top Executives of State Enterprises Public Organizations, Corporate Governance for middle management, Company Secretary Program (CSP), The State's National Defence in Collaboration with Private Sectors, public economy management for senior executives, military chief of staff, Air Force College, Military College and Naval College, Transport Managerial courses (primary and intermediate), Finance for Non-Finance Executives, Advanced Justice Management courses for senior executives and Advance Insurance courses.
- 1.6 Overseas trainings, conferences and seminar, such as Airport Operation course held in Korea, Airport Carbon Management in Korea, Aviation security Instructors Certification in Malaysia, Security Risk and Crisis Management in Singapore, ICAO Regional Workshop on Airport Pavements Design of Evaluation in People's Republic of China (PRC), ACI-Asia Pacific Regional Operational Safety Committee in Singapore and IATA Slot Conference in Spain.

2

The AOT's Human Resource Management and Development Master Plan

2.1 Competency Development Program

The AOT has set up Competency Development Program to be applied as a tool for personnel development.

2.1.1 Organization Competency

- Service Excellence Organization
- Safety & Security Awareness Organization
- Airport Management Excellence Organization
- Social Responsibility Organization

2.1.2 Core competency

- Provident Safety & Security
- Pro-Active Service
- Professional Knowledge
- Promise Social Responsibility

2.1.3 Managerial Competency

- Airport Acumen
- Integrity
- Risk Management
- People Development
- Operating Excellences
- Responsible for Society
- Team Development
- Strategic Management

As for Functional Competency, the AOT will implement in the next step. The AOT has applied the above Core Competency for staff evaluation and the result of which will be used for human resource management and development so that personnel's competency will be accord which Core Competency of AOT.



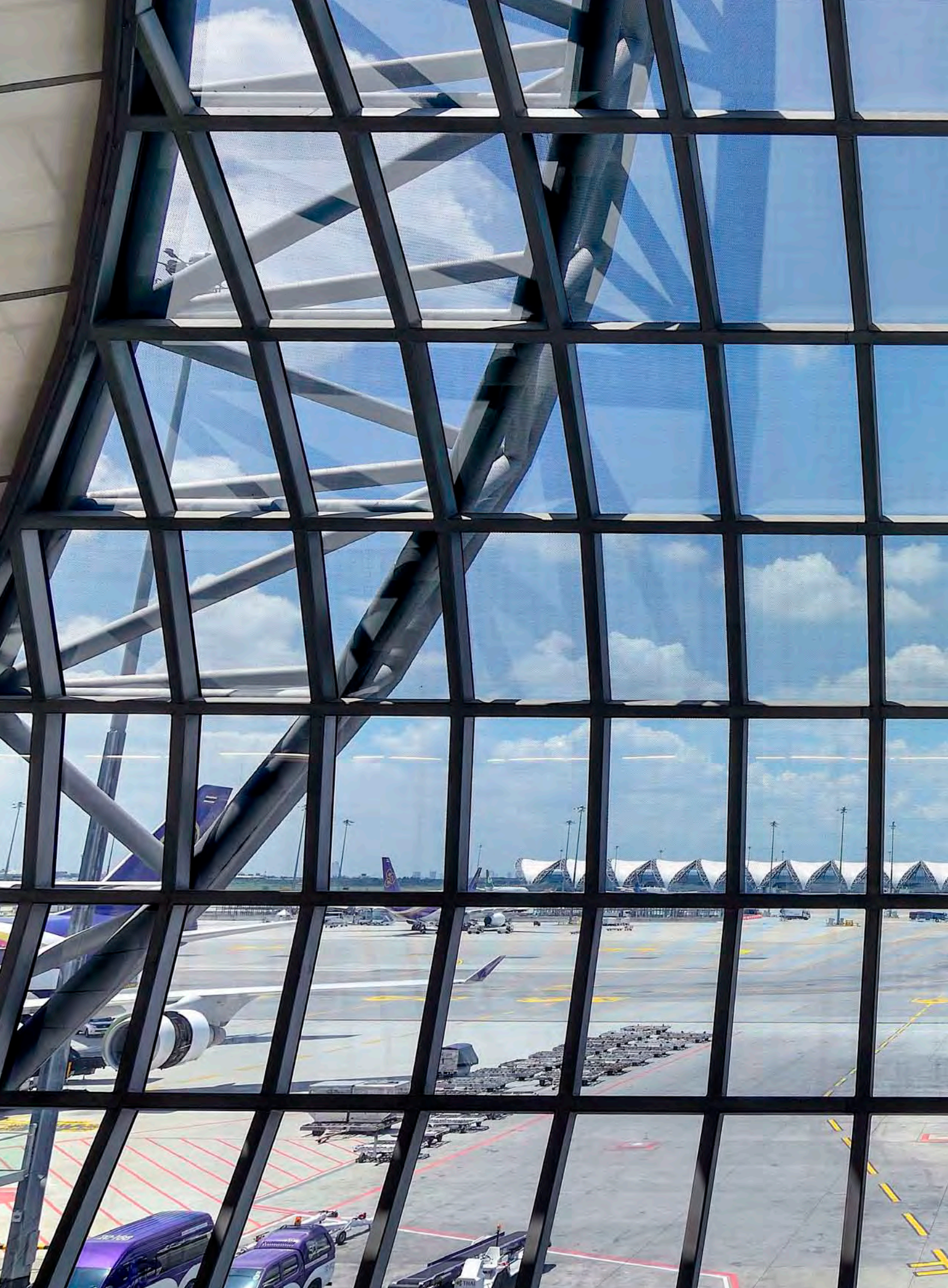
2.2 Knowledge Management (KM) Program

The AOT has set up Knowledge Management (KM) Program to develop and classify knowledge bases of the AOT. In fiscal year 2012, the AOT has developed and classify knowledge on safety and security, IT and communications by organizing Community of Practitioners (CoP) and using IT in the process.

Besides the above plans, the AOT has created academic cooperation with outside agencies i.e. Memorandum of Agreement on aviation personnel development between the AOT and Civil Aviation Training Center in order to prepare readiness and enhance capability to push forward our country to be the regional air transportation hub.

In the fiscal year 2012, the AOT had 514 human resource development programs/training courses with 4,188 participants. The courses are divided by categories as follows;

1. Airport Management Training
 - 143 Programs/Training Courses
 - 1,131 Participants
2. General Management Training
 - 95 Programs/Training Courses
 - 586 Participants
3. Functional & Operations Training
 - 210 Programs/Training Courses
 - 1,675 Participants
4. Soft Skills Training
 - 66 Programs/Training Courses
 - 796 Participants





AIRPORTS' SECURITY MEASURES

Security Measures of Suvarnabhumi Airport

Suvarnabhumi Airport security measures are conducted in full compliance with standards and practices of the International Civil Aviation Organization (ICAO) and Air Navigation Act B.E. 2497 (revised edition B.E. 2551) in order to prevent possible harm that could occur in the airport area. Preventive security measures are as follows :

1 Airport security measures

The establishment of a defense line for security purposes comprises the outer line of fence around the airport of 28 kilometers long paralleled with a canal, airside fence of 23 kilometers long and 3 meters high with 50 centimeters high barbed wire. In addition, fortresses, lighting system, and CCTV have been installed in order to prevent intruders.

Security officers have been assigned to patrol areas around the airport as well as those under supervision of Suvarnabhumi Airport to prevent any act that may cause damage to the airport and the airport users.

The security areas have been divided into controlled and restricted areas. To gain access, individuals are required to be screened by the officers in charge. At present, Suvarnabhumi Airport is also equipped with personal security pass readers to ensure that only authorized personnel are allowed to access the prohibited areas.

2 Pre-boarding security measures and baggage screening

All passengers and carry-on baggage must be screened by Walk Through Metal Detector (WTMD) and X-ray machines before boarding the aircraft. Each checked baggage must be screened by the Inline Screening System or CTX 9400 DSi, a hi-tech system used to trace the explosive items and the Explosive Trace Detector (ETD) to prevent carrying of prohibited and hazardous items that may cause any harmful to the airport and passengers and to restrict the transfer of prohibited objects that may cause any act of unlawful interference on board.

Suvarnabhumi Airport has used Centralize Screening System to screen passengers and their belongings before boarding the aircraft with the objectives to enhance security efficiency and create confidence on the security system as well as service efficiency for passengers.

3 Security measures for cargo and parcels

The airport operators authorized by Suvarnabhumi Airport will regulate and ensure smooth transportation. Individuals or vehicles entering into the aircraft parking area must be screened in accordance with the airport's security measures. The airport operators' security plans must also conform to the the security plans of Suvarnabhumi Airport.



4 Aerodrome safety preparedness

In response to terrorism and the increasing severe threats to aviation industry, Suvarnabhumi Airport then has prepared security measure of 4 levels as follows:

- Level 1 - Low level / Information about potential terrorism obtained
- Level 2 - Risk level / Risk of being attacked
- Level 3 - High level / High risk of terrorist attacks
- Level 4 - Severe terrorism risk / Receive intelligence that there will be a certain attack



Control system for accessing airport restricted area where the personal security pass readers are installed.



Security screening of passengers and their carry-on baggage by Centralize Screening System.



Security Measures of Don Mueang International Airport



Don Mueang International Airport security measures are in accordance with the regulations of the Office of the Prime Minister of Thailand on National Security B.E. 2552, Air Navigation Act (No. 11) B.E. 2551 as well as regulations of the Civil Aviation Committee and the Airports Authority of Thailand B.E. 2522 with support of the Royal Decree of Power, Rights, and Benefits of the Airports of Thailand Public Company Limited B.E. 2545 and Annex 17 of the International Civil Aviation Organization (ICAO) on Safeguarding Civil Aviation against Acts of Unlawful Interference. The measures are as follows :

1. Identify security perimeter e.g. restricted and prohibited areas.
2. Set up measures to supervise accessing of individuals or vehicles in prohibited areas. Any individuals and vehicles required to access the prohibited areas must carry the security pass issued by Don Mueang International Airport or by the Airports of Thailand Public Company Limited and should be screened by security officers before and after entry.
3. Set up measures to prevent sabotage at the airport by monitoring any suspect behavior with the use of 24-hour CCTVs, encouraging passengers not to leave their belongings unattended through the announcement system, arranging patrols in the passenger terminals while the patrol cars inspect specified areas in airside and landside, and inspecting any suspect objects by explosive ordnance disposal technicians.
4. Set up measures to prevent smuggling, unrests, and other types of crimes in the airport.
5. Set up measures to prevent aircraft sabotage and unlawful seizure of aircraft.
6. Set up measures to inspect passengers, carry-on baggage, and checked baggage before boarding.
7. Set up the food control measures. Airline operators or their representatives or contractors are responsible for supervising the food loading process and transporting of food containers from the catering building to the aircraft in order to prevent smuggling of weapons or explosive items in the food containers.
8. Set up measures for security inspection by implementing the security quality control plan, examining the standard operating procedures of security officers, providing training courses to enhance or review knowledge of personnel, and arranging rehearsals according to contingency plans, emergency plans or the national security plans.



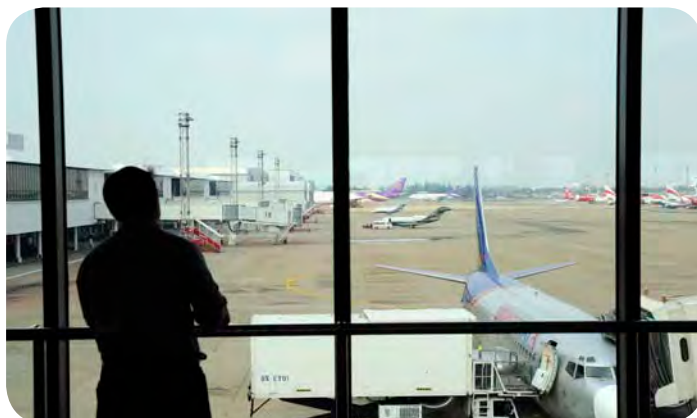
Don Mueang International Airport's Flood Protection Plan

During October – December 2011 Don Mueang International Airport including the Royal Thai Air Force and related government agencies suffered from the worst flood to the extent that normal commercial services and operations had to be closed down. Quite a large amount of budget was invested to restore the facilities back to serviceable conditions. During that period, all commercial flights had to be relocated to Suvarnabhumi Airport which resulted in more congestion and inconvenient services to passengers. Therefore, a joint flood prevention plan has been worked out with the Royal Thai Air Force to assure passengers that Don Mueang International Airport will be able to provide the services even if there is flooding similar to what happened in the previous year. The guidelines are as follows:



1 Guidelines for Flood Prevention

- 1.1 Construct reinforced concrete wall to prevent flooding on the western side of the airport along the Vibhavadi Rangsit Road starting from Tor Or 1 entrance, passing the back of Thai Airways Catering building to Chantharubeksa Road, then turning backward to Vibhavadi Rangsit Road around the entrance to Thai Airways Catering building and along the Vibhavadi Rangsit Road up to PTT Service Station to Tor Or 7 entrance, Thewarit Phanluk Road until reaching the existing earth dike opposite to RTAF psychological testing ground. Total distance is 7,500 meters.
- 1.2 Construct temporary protection lines in a distance of 270 meters by movable concrete barriers, on Vibhavadi Rangsit Road to be used as traffic lanes starting from PTT Service Station, passing to the inbound route on Vibhavadi Rangsit Road to Don Mueang Toll Way entrance.
- 1.3 Procure materials for constructing temporary flood prevention lines with total distance of 13.8 kilometers along the wall surrounding Don Mueang International Airport.



- 1.4 In the event of flooding, seal off all the drainpipes including waste water treatment drainpipes around the Don Mueang International Airport in order to reduce the water level and release of underground water.
- 1.5 Dredge the canals and water retention areas around Don Mueang International Airport and along Thupatemi, Vibhavadi Rangsit and Thewarit Phanluk Roads i.e. pond on the northern side of Chantharubeksa Road to be able to contain water of 1 million cubic meters.
- 1.6 Mobilize all officers at Don Mueang International Airport totalling 160 persons (Maintenance Department 89 persons, Airport Development Planning Department 31 persons and Engineering Project Department 40 persons) and 100 persons from Suvarnabhumi Airport.

2

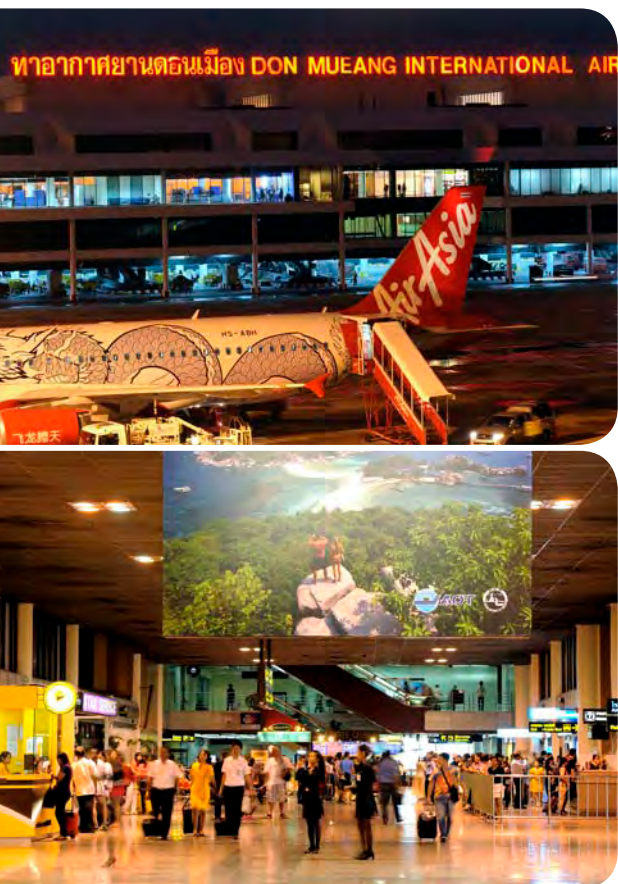
Guidelines for water drainage

- 2.1 Improve the 12 pumping stations on Vibhavadi Rangsit Road, Chatharubeksa and Thewarit Phanluk Roads to drain water out of the airport areas and install equipment to control the reverse water flow.
- 2.2 Relocate the transformers in the 8th and 9th pumping stations 2 meters above the ground.
- 2.3 Adjust the pumping and drainage systems of the 2nd pumping station to pump and drain water into the drainage canal on the side of Vibhavadi Rangsit Road instead of to Kampangetch 6 Road.
- 2.4 Procure 2 mobile water pumps with pumping capacity of 800 cubic meters per hour each and the other 2 pumps with pumping capacity of 1,000 cubic meters per hour each.
- 2.5 Coordinate with Department of Drainage & Sewerage of Bangkok Metropolitan Administration (BMA) and North Rangsit Irrigation and Maintenance Office to manage the drainage system in order not to affect Don Mueang International Airport by installing 4 mobile pumps with total capacity of 10,000 cubic meters per hour at the Prem Tai Water Control Building and setting flood preventive measures for Prem Tai Water Control Building to slow down the flood water flow before affecting Don Mueang International Airport.
- 2.6 Don Mueang International Airport and the Royal Thai Air Force have altogether 19 pumping stations; 12 of which belonging to Don Mueang International Airport with combined capacity of 48,840 cubic meters an hour and the other 7 belonging to the Royal Thai Air Force with the capacity of 27,687 cubic meters an hour. In summary, the combined total capacity of these 19 pumping stations is 1,000,000 cubic meters a day.

The water from the northern and western sides of the airport will be drained into Premprachakorn Canal while the water from the eastern and southern sides will be drained into Thanon Canal, Bangkhen Canal and Bua Canal.



Full Service Readiness of Don Mueang International Airport to Accommodate Some Air Traffic Volumes from Suvarnabhumi Airport in 2012



The cabinet resolution on 19 June 2012 agreed to have Suvarnabhumi Airport as a main Hub Airport for full-serviced flight accommodation and connecting flights in order to become an aerotropolis of the region and to have Don Mueang International Airport accommodate Low Cost Carriers (LCCs) and/or point-to-point domestic and international flights, in order to solve congestion problem at Suvarnabhumi Airport.

In 2011, Don Mueang International Airport accommodated altogether 40,903 flights (domestic scheduled and chartered flights) and 3.4 million passengers, even though the full capacity of Don Mueang International Airport could accommodate 36.5 passengers per year. At the same time, Suvarnabhumi Airport accommodated 299,566 flights and 47.9 million passengers, while the full capacity of Suvarnabhumi Airport was 45 million passengers per year. As a result, the AOT Board of Directors has set up new strategies to make use of Don Mueang International Airport before the completion of Suvarnabhumi Airport Development Project, with the objectives to 1) solve congestion problem at Suvarnabhumi Airport, 2) use Don Mueang International Airport as a relieve airport for any emergency cases and 3) increase revenue, decrease accumulated deficit, and solve Don Mueang International Airport's impairments problem.

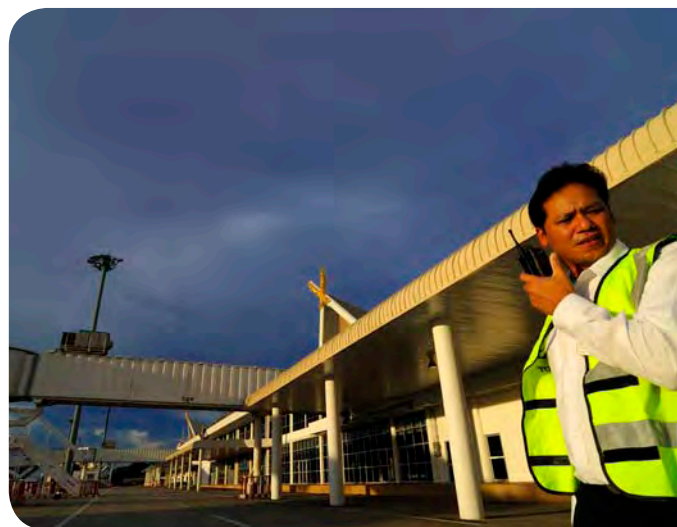
Nonetheless, in order to boost customer confidence, as well as airlines and airport operators, the AOT has set up implementation plan to move some air traffic volumes from Suvarnabhumi Airport to Don Mueang International Airport. The AOT has improved all of Don Mueang's related areas and physical infrastructures, such as the expansion of Passenger Terminal 1, the improvement of Concourse 4, Bus Gate, and Cargo Terminal 1. The AOT has also managed appropriate commercial activities both inside and outside the Passenger Terminal Buildings so that passengers can access to all services. The re-opening of Don Mueang International Airport is to make the best use of existing facilities, responding to the economy expansion of the country, and supporting the country in entering the ASEAN Economy Community (AEC).



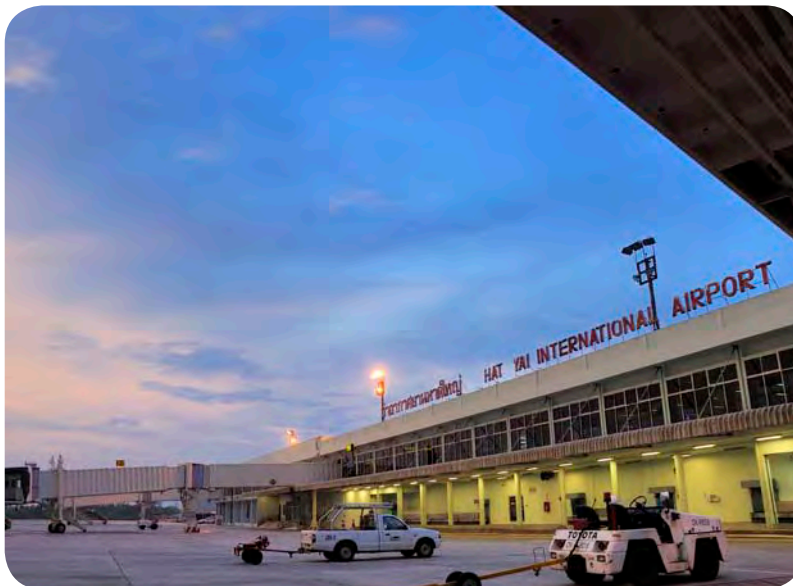
Security Measures of Chiang Mai International Airport

Chiang Mai International Airport operates in compliance with Annex 17 of the regulations of the International Civil Aviation Organization (ICAO) concerning security. In early 2012 Chiang Mai International Airport has passed the security standard audit of the Department of Civil Aviation and the assessment of the Transportation Security Administration (TSA). This has proved the airport's international security standards and its acceptability from the world's leading security agencies.

Although Chiang Mai International Airport's services and security measures are of international standards, the airport is moving forward to continuous improvement. This is especially the case with the development of security officers who are considered the key of operation. Therefore, theoretical and practical training programs have been regularly and continually provided for them to catch up with modern technology.



The passengers are provided with confidence, convenient and rapid security procedures which are a part of the airports participation in the Airport Service Quality Program (ASQ) to create maximum satisfaction for passengers.



Security Measures of Hat Yai International Airport

Hat Yai International Airport security measures are conducted in compliance with Annex 17 of the International Civil Aviation Organization (ICAO), Air Navigation Act B.E. 2497, the regulations of the Airports Authority of Thailand B.E. 2522, the regulations of the Office of Prime Minister of Thailand on National Security B.E. 2517 and the regulations of the Civil Aviation Committee which serve as guidelines for airport security implementation and prevention of any unlawful interference.

In response to the unrest in three southernmost provinces, Hat Yai International Airport has strengthened its security measures to ensure safety and security of passengers. Specific details are as follows:

1. Single airport entrance and exit point.
2. Screening and video recording of vehicles entering the airport.
3. Single entrance and exit point for passenger terminal.
4. Passenger and baggage screening before entering the passenger terminal.
5. Parking under the passenger terminal is prohibited.
6. Fine penalty for leaving unattended baggage and belongings.
7. Explosive ordnance disposal technicians, officers and military canine on regular patrol outside and inside the passenger terminal and parking area.
8. Air force officers on security guard at parking area.
9. Military officers and security police are stationed daily at the Airport Security Center.
10. Hourly security patrol of airport areas by patrol officers.
11. Every area of the airport is monitored by CCTV camera system and security officers.
12. Air military police are stationed at airside area.



Security Measures of Phuket International Airport

Phuket International Airport security measures are in compliance with Annex 17 of International Civil Aviation Organization (ICAO), which is the highest standard of commercial aviation security for preventive security measures of unlawful interference. Specific details are as follows:

1 Basic security measures

1.1 Security Prohibited Area

The zoning of restricted areas and prohibited areas are in conformity with the regulations of the Office of Prime Minister of Thailand on National Security B.E. 2517 and recommendation of ICAO. Individuals and vehicles accessing the prohibited areas are required to follow the security regulations, of which some include wearing security passes, body and baggage screening.

1.2 Perimeter Protection

As one of the core operations, Phuket International Airport security comprises foot and car patrols, CCTVs system in the aircraft parking area, security guards in the parking area, as well as patrol of airport connected areas by officers of Tha Chatchai provincial police station.

1.3 Close Protection of the Inner Area

The protection aims to prevent the ground attack through security guards in area such as aircraft parking area, any passages to apron areas, baggage sorting area and baggage and mail storage areas.

1.4 High Risk Flights Security

Upon the request of governments or airlines, security measures are strongly enhanced for high risk flights, such as royal flights and flights with possible risks arriving in Phuket.

1.5 Security Forces for 1.1 - 1.4

Phuket International Airport provides security forces with radio communication and weapons to strengthen security preparedness with high versatility.

2 Specific Security Measures

2.1 Screening of Passenger and Cabin Baggage

Passengers and cabin baggage must be thoroughly screened and unauthorized personnel is prohibited to access the screening point.

2.2 Checked-Baggage Control

All checked baggage are tagged and controlled by Phuket International Airport and airlines while transporting them to the aircraft.

2.3 Screened-Passenger Controls

Screened passengers are kept separate from unscreened passengers to prevent transferring of weapons and hazardous items to screened passengers.



2.4 Cargo/Mail/Courier/Operators' Stores Control

All couriers accessing the prohibited area are required to go through security screening of body and security passes by security officers. Transported items are to be uncovered for inspection as deemed appropriate.

2.5 Protection of Aircraft

Aircraft identified as a potential target of unlawful interference are to be notified of the aircraft threat and thoroughly inspected. Aircraft alert is to be put on when requested.

2.6 Authorized Carriage of Weapons

The carriage of weapons, especially guns, on aircraft must be authorized by Phuket International Airport screening officers and conducted as specified in the regulations.

2.7 Access Control

Individuals and vehicles can access the prohibited area only at the designated channels and need to be screened their bodies and security passes.



2.8 Surveys and Inspection of Security Measures

Due to the change in factors contributing to unlawful interference, it is of vital need to survey new security measures as well as revise the adequacy of the existing measures. According to the airport security plan, the survey and inspection of security measures of Phuket International Airport is regularly conducted every six months. In addition to AOT of security measures, ICAO and Transportation Security Administration (TSA) officers have carried out additional survey and inspection of Phuket International Airport security measures, which also serve as guidelines for other regional airports.

Preventive Security Measures against Sabotage. In response to international sabotage, Phuket International Airport prepared the preventive security measures to ensure the maximum safety.

3

Under normal situation, Phuket International Airport follows the security measures as stated in 1.

After the terrorist attacked on 11 September 2001 in the United States, Phuket International Airport Level of Threat is categorized into 4 levels of situation as follows:

- Level 1 – normal situation, no news on terrorist movement
- Level 2 – standard level of terrorism risk
- Level 3 – special level of terrorism risk with specific threat of terrorism to aviation
- Level 4 – fully prepared to respond to terrorism

As of present, Phuket International Airport has followed the level of threat of second level under the following principles:

- 3.1 Increase the number of security officers and strengthen the airport security measures, as well as increase the frequency of security patrols inside and outside the passenger terminal, tighten the process of pre - boarding baggage random check and zoning of passengers' drop-off.
- 3.2 Audit the airport security measures, which cover both operations and security systems.
- 3.3 Analyze the international terrorism through domestic and international news sources to assess the potential terrorism in Thailand, which also contributes to the adjustment of the situation color indicator.

4

Cooperate with the government and private sectors in the airport to monitor suspected individuals and unattended belongings.



Security Measures of Mae Fah Luang – Chiang Rai International Airport



Mae Fah Luang - Chiang Rai International Airport adheres to security standards of International Civil Aviation Organization (ICAO) stipulated in Annex 17, which is the highest international standards on commercial aviation's security measures to prevent harm caused by acts of unlawful interference. In fiscal year 2012, the airport has continually improved human resources to enhance security and service potential as follows :

1

3M Training Course.

This is to enhance security measures at Mae Fah Luang - Chiang Rai International Airport. Screening and security are parts of the important missions. The airport must be responsible for passengers' lives and properties. Should mistakes happen, they will not only cause damages to the lives and properties but they will also affect the country's image and reputation. Therefore, training courses must be systematic and comply with international standards.

2

English proficiency courses.

Mae Fah Luang - Chiang Rai International Airport's English proficiency courses for screening and security officers. It is necessary for the officers to improve their English abilities for highest satisfaction when communicating with passengers.

3

Firearm practice and its maintenance training.

Security officers with pistols must receive training on how to use and maintain their guns appropriately. Also, they must be trained to be accustomed to using their weapons correctly with confidence.





OCCUPATIONAL HEALTH, SAFETY AND WORKING ENVIRONMENT MANAGEMENT



Management of Safety, Occupational Health and Working Environment

The AOT has improved the management process of safety, occupational health and working environment continually by stipulating policies on safety, occupational health and working environment for all airports, allocating appropriate and sufficient human resource in order to achieve the AOT's goals and objectives, establishing agencies to manage occupational safety in every airport, managing safety in accordance with the safety law and other applicable laws, safety campaigning, safety monitoring and reporting in the field level to perform risk search and control by the safety committee and all levels of safety personnel in each airport, setting preventive measures against unsafe working environments and unsafe operations, fire prevention planning, and contingency planning for other natural disasters.

The AOT adheres to a workplace safety law as operation basis for management of safety, occupational health and working environment. Moreover, the AOT has an idea to take ILO-Occupational Safety and Health Management System (ILO-OSHMS 2001), the International Labour Organization (ILO) guideline, as the AOT's operational framework in safety, occupational health and working environment.



Safety Training Programs

The AOT provided various training programs required by the law and enrichment courses that provided useful information on operations such as courses for working safety officers of various levels, Basic Rescue and Fire Fighting, safety planning and monitoring technic course, Accident Investigation and Reporting course, course of hazard identification, evaluation and risk management, Ergonomics course for airport officers, course concerning safety laws and implementation in the past year, course of causes and prevention of accidents, annual fire drills, etc.

Monitor of Working Environment

The AOT has monitored working environment to watch out for risk factors that may affect officers' health such as light, sound, and air quality, so that the AOT can regulate preventive measures for positive working environment of officers and to avoid occupational diseases as well as gain good health.

Safety Campaign Outside of Workplace

Besides safety implementation in workplace, the AOT realizes the importance of good hygiene and safety of officers and employees outside of workplace as well. The company regularly conducts safety campaigns, especially road safety campaign during holiday seasons where there are many cars and people on the roads, the main cause of road traffic injuries and deaths. The AOT launches safe work week project and safety campaigns during holiday seasons annually.

Corporate Social Responsibility on Safety, Occupational Health and Working Environment

The AOT implements Corporate Social Responsibility projects on Safety, Occupational Health and Working Environment in order to build good rapport with the communities and run safety campaigns for the communities, especially the communities settling close to the AOT's Head Office. The AOT has become more aware of and put more emphasis on safety such as Road Safety Campaign, Helmet Campaign for Schools near the AOT's Head Office. The AOT gives motorcycle helmets to students in four schools (the Donmuang Taharnargardbumrung School, the Wat Donmuang School, the Donmuang Chaturachinda School and the Seekan School) in order to enhance safety in riding motorcycles to school.

Don Mueang International Airport and the AOT's Head Office had severe flood in the past year, causing big losses to the company. The AOT has realized the importance of such problem, therefore has come up with contingency plan for flood. The company also concerns about communities around the AOT's Head Office. So the special lecture project on natural disasters was organized for students in the community around the AOT's Head Office.

Outstanding Award on Organization on Safety, Occupational Health and Working Environment

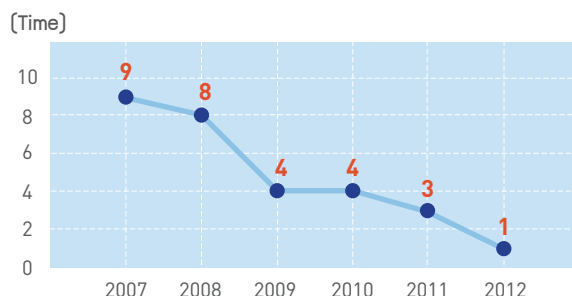
The AOT entered the annual competition of the Outstanding Organization on Safety, Occupational Health and Working Environment organized by the Department of Labour Protection and Welfare, Ministry of Labour. In 2012, the AOT's three offices won the Outstanding Organization Awards on Safety, Occupational Health and Working Environment. The AOT's Head Office won the said award for 6 consecutive years (2007-2012), while Phuket International Airport (2004-2012) and Mae Fah Luang - Chiang Rai International Airport (2010-2012) have been awarded for 9 and 3 consecutive years respectively. The AOT encourages airports to take part in the said competition to promote systematic safety operations and in accordance with the law.



Accident Statistics (cases where absences from work)

As a result of the continual safety and accident prevention campaigns, accidents which caused officers to be absent from work tend to continually decline from 9 accidents in 2007 to 1 accident in 2012

Graph showing number of accidents causing absences from work

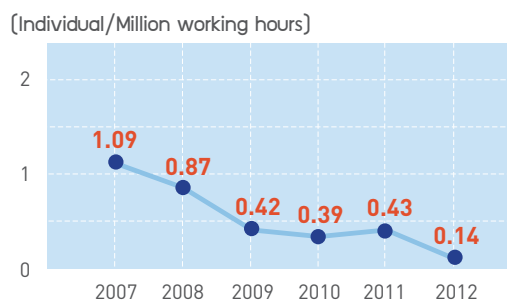


Remarks: Data as of 30 September 2012

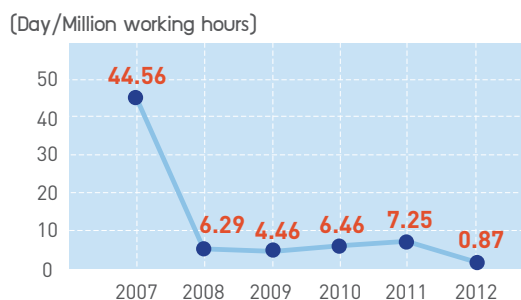
Injury Frequency Rate (IFR) and Injury Severity Rate (ISR)

Injury Frequency Rate (IFR) and Injury Severity Rate (ISR) reflect the number of officers injured and absent from work (individual/million working hours) and the number of days lost because of accidents (day/million working hours) respectively. The Injury Frequency Rate is equal to 0.14 and the Injury Severity Rate is equal to 0.87 in 2012

Graph showing number of Injury Frequency Rate (IFR)



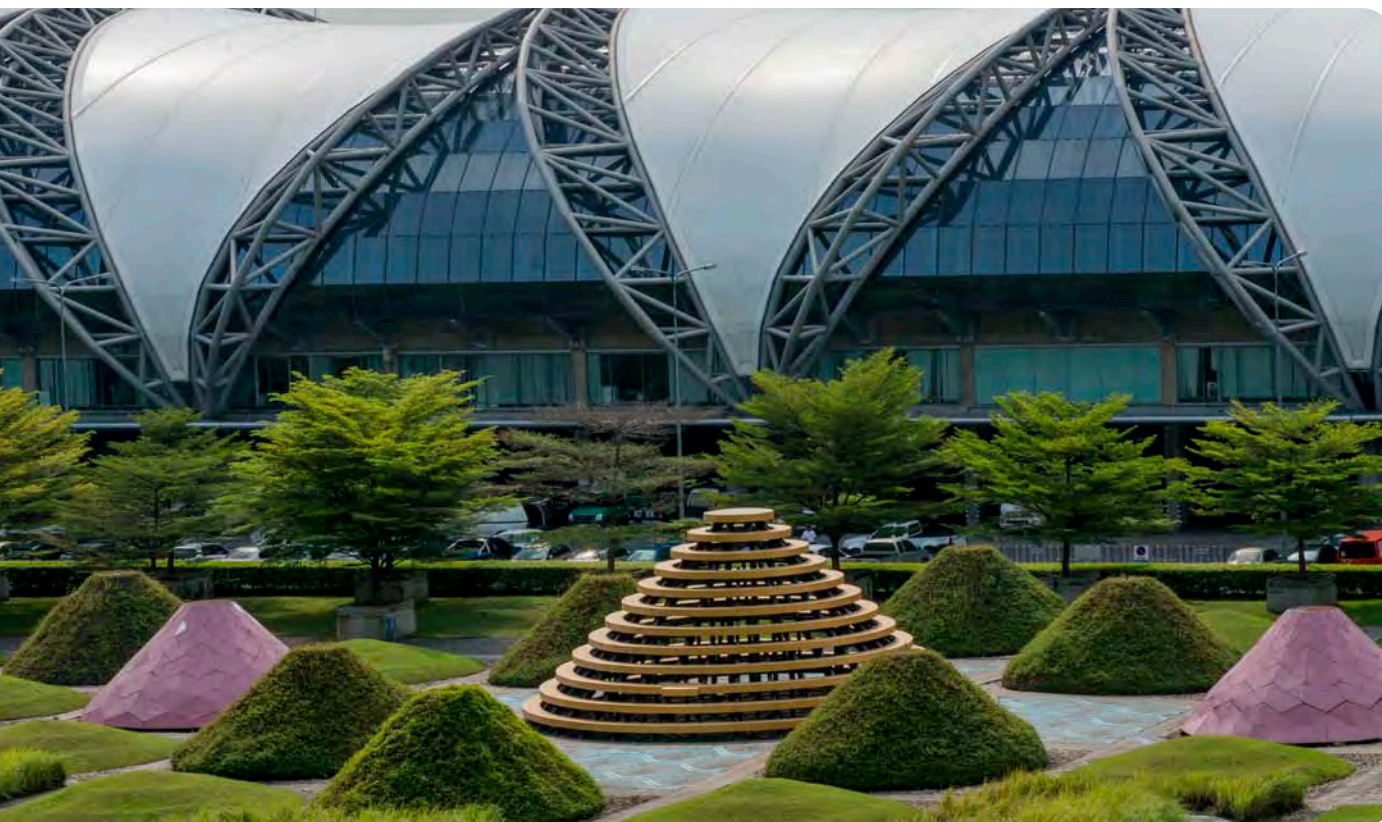
Graph showing number of Injury Severity Rate (ISR)



Remarks: Data as of 30 September 2012

The AOT puts emphasis on looking after health and safety of its officers so that the AOT officers are safe and in good health, free from injuries and sicknesses from working environment. Therefore, the AOT determines to promote activities in safety, occupational health and working environment regularly and continually. The company also makes sure that risks and unsafe conditions are fixed properly.

CORPORATE SOCIAL RESPONSIBILITY, COMMUNITIES AND ENVIRONMENT



Environmental Operations

1 Environmental Operations Overview

As the organization that supervises six international airports namely; Suvarnabhumi, Don Mueang, Chiang Mai, Hat Yai, Phuket and Mae Fah Luang - Chiang Rai, AOT has always taken high regard of the environmental awareness and responsibility for the surrounding communities. All six airports are equipped with powerful environmental management systems. We have deployed efficient wastewater treatment system and sanitary waste management system, especially at Suvarnabhumi Airport, where ISO 14001, ISO 18001 and ISO 9001 are certified to its effective wastewater treatment system, water supply system and drainage stations.

2 Mitigation of noise impact at Suvarnabhumi Airport

Mitigation of noise impact is conducted in accordance with the measures specified in the additional Environmental Impact Assessment (EIA) report (due to the increase in the number of passengers in the first year of its operation), which was approved by the National Environment Board on 10 March 2005 and the Cabinet resolution on 29 May 2007 and 31 August 2010. As of 30 September 2012, the summary of the progress is as follows:



1. NEF>40 affected areas with the total of 641 buildings built before 2001: AOT purchased land and 162 buildings worth 641.502 million Baht (79.41%) which were already transferred. As for the owners of 412 buildings who did not wish to sell the properties, AOT has compensated with the total of 110.570 million Baht (94.28%) for renovation and construction cost to reduce noise impact, using the guidelines of the National Institute of Development Administration.
2. AOT will support the renovations of buildings and constructions for areas built before 2001 and affected by NEF 30-40 with the total of 15,676 buildings to reduce noise impact, as studied by the National Institute of Development Administration. AOT has given 2,547.88 million Baht (81.28%) to owners of 12,741 buildings to undertake their own renovation and construction. AOT has not been able to pay compensation for some buildings because the owners do not have complete financial documents and AOT has not been able to contact the owners yet. AOT will follow through regarding these matters.
3. AOT provided the amount of 292.536 million Baht as financial support for 21 schools, hospitals and temples, which are the areas that are sensitive to noise impact.

In addition, in fiscal year 2011, AOT monitored noise and air qualities at Suvarnabhumi Airport and its surrounding communities by installing the automatic noise measurement system at 19 stations to provide 24 hour checking of L_{90} , $L_{eq\ 24hrs.}$, L_{max} and L_{dn} . A mobile air quality measurement is also used to check air quality index such as PM₁₀, NO_x, CO, and THC-NMHC and monitor environmental impacts on the surrounding communities caused by the operations of Suvarnabhumi Airport.



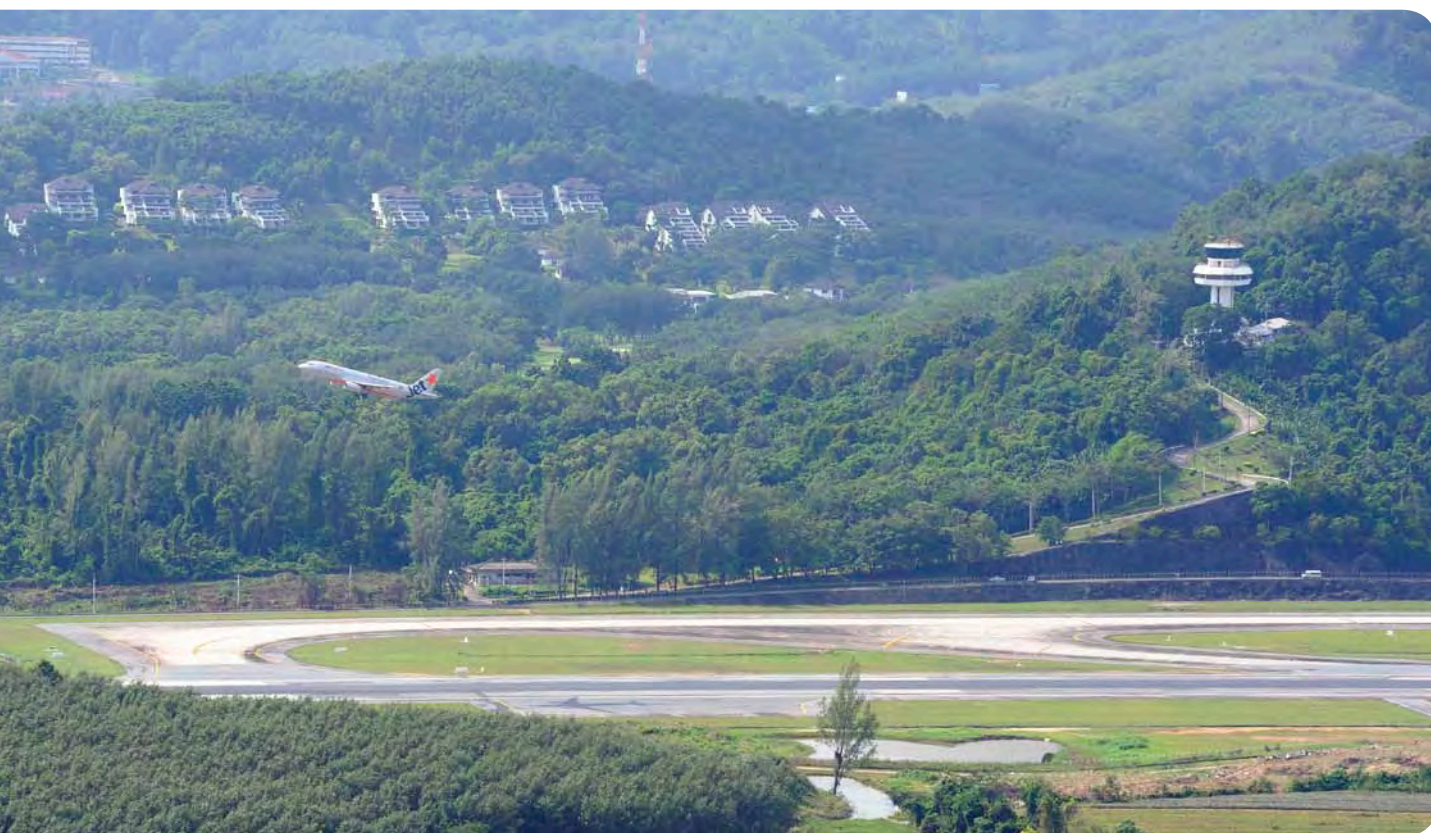
3

Suvarnabhumi Airport's Carbon Footprint Project

In 2012, Suvarnabhumi Airport started the study of the Carbon Footprint Project in compliance with the third AOT Corporate Plan (2010 - 2014). This project aims to find out the volume of carbondioxide (CO₂) produced from activities under the Suvarnabhumi Airport's supervision, leading to the CO₂ management and energy efficiency plan. AOT aims to get accredited from the Airport Council International (ACI) in the first stage (mapping) in 2012 and in the second stage (reduction) in 2013 in the Airport Carbon Accreditation Project.



CORPORATE SOCIAL RESPONSIBILITY (CSR)



Corporate Social Responsibility Report

The AOT has policies in public benefit support and sustainable community development. It initiated a master plan as well as operation plans for Corporate Social Responsibility for 2011 - 2014 fiscal years, which stipulates operation guidelines on “Air Preservation”. The AOT also sets out its annual Corporate Social Responsibility action plan, responding to international concerns on global warming and carbon footprint, so that its operation guidelines are in harmony with the company’s “Green Airport” policy.

Thailand experienced severe flooding during the first quarter of 2012 fiscal year, areas in Bangkok and Don Mueang International Airport was affected by floods. The AOT adjusted its Corporate Social Responsibility action plan and allocated its budget to help flood victims and take parts in post-flood community rehabilitation programs. The AOT donated 1,000,000 Baht to aid flood victims around Don Mueang areas through the Ministry of Transport. The company set up the donation center for flood victims in all airports and prepared 10,000 relief supplies for flood victims around Don Mueang areas. The post-flood activities included the rehabilitation plan for flood victims such as “Returning home safe and strong” activity on 2 December 2011, to educate the community on good hygiene, and “bright schools” activity to recover schools’ landscapes around Don Mueang areas. The AOT also implemented several CSR projects as follows:



Air Preservation

The AOT emphasizes the importance of bringing clean air to community and society. On 20 June 2012, Chiang Mai International Airport launched “preserving the forests for Her Majesty the Queen” project. The AOT Board, together with the Chiang Mai International Airport officers and community around the airport, planted 5,000 bengal kinotrees and other standing timbers at the Jom Jaeng Temple, Nam Bor Klang sub-district, Sanpatong district, Chiang Mai. The AOT also worked with the Pollution Control Department, the Ministry of Natural Resources and Environment, on “Strengthening Community in Finding Solutions to Smoke Pollution” project at the Pa Jan village, Doi Ku Bia Community, Pa Sang Pattana and Pa Ngae villages, Wiang Pa Pao sub-district, Chiang Rai. The project aimed to encourage community to reduce the amount of forest fires in order to lower carbon dioxide level and find solutions to smoke pollution in the Northern region. Around 200 of Mae Fah Luang - Chaing Rai International Airport officers and community around the areas planted 15,000 standing timbers in the 100-Rai community forest on 17 August 2012.

The AOT also worked with the Department of Environmental Quality Promotion and the National Office of Buddhism launched “Be a good citizen, lower the carbon, lessen global warming problems” project to support environmental management in the religious sites of Samut Prakan. On 17-18 September 2012, the company held a workshop seminar for temples and community to work on environmental action plan for 2013 fiscal year.

Education

The AOT supported the border patrol police schools in Narathiwat, Mukdahan, Chiang Rai, and Chanthaburi by allocating annual budget and giving scholarships to students up to bachelor level, totaling 1,400,000 Baht. Moreover, the company also spent 8,000,000 Baht for the constructions of two additional border patrol police schools; namely Ban Maung Kua Border Patrol Police School, Moo7, Mae Chan sub-district, Umphang district, Tak, and Ban Pae Border Patrol Police School, Moo 12, Mae Tuen sub-district, Mae Ramad district, Tak. The constructions included school buildings, child care centers, students and teachers dormitories, which were completed in the 2012 fiscal year.

Community Relations

The AOT continually works on community relations activities as follows:

- Building good relations with communities around Suvarnabhumi Airport. The AOT community relations officers set out teams to do community outreach activities with communities surrounding Suvarnabhumi Airport on a monthly basis in order to let the public understand about the airport’s operations as well as to listen to community’s views and ideas.
- Community Education Support. The AOT launched “AOT Volunteer” (3rd year) project, having the AOT staff provide knowledge in basic fire fighting course to community and students from schools nearby all 6 airports. The company also launched “Teachers’ Seminar”, “Suvarnabhumi Juveniles” and “Visiting Suvarnabhumi Airport” projects.
- Environmental Support. The AOT launched “Livable Community” project by selecting Thewa Khlong Trong community, located on the South of Suvarnabhumi Airport, as a pilot community. The project supported the community in 5 areas;
 - 1) improving landscapes of schools and community parks, buying exercise equipments, and providing trainers.
 - 2) building organic greenhouse as a learning center for community. This organic greenhouse could possibly provide additional income to the community in the future.
 - 3) supporting studies of sun-dried fruit processing because the vast areas of the community are orchards.



- 4) providing art and English teachers, and
- 5) improving the walkways to the community.
- Sports Support. The AOT arranged youth football matches in commemoration of H.M. the King 7th Cycle Birthday for the “AOT CUP”. The football matches were arranged for students in communities or in provinces with the AOT’s airport. The winning teams were selected to play against each other for the “AOT CUP” at the Dhupateme Royal Thai Air Force Sports Stadium during 22-24 May 2012. The champion of the AOT CUP was Ratwinit Bangkaew School.
- Religion Support. All six AOT’s airports regularly participated in religious activities with the communities such as arranging Katin and giving away Lent candles.
- Arts and Culture Support. The AOT had arranged art competition for youths since 2009. In 2012, the company launched “Thai youths with skills” project during May-September 2012. The project consisted of 3 art competitions for youths; drawing competition, website and games designing competition, and short-animated film competition for 4 levels (primary, secondary, high school, and university levels). The project, launched to commemorate H.M. the Queen’s 80th Birthday, aimed to show skills and creativities of Thai youths.

The AOT set Corporate Social Responsibility Working Group at all 6 airports, with airport’s General Manager as chairman and community representatives as members. The Corporate Social Responsibility Working Group operates work in the same direction, under the operation guidelines of “Green Airport - Green Community”. The CSR Working Group holds meeting to follow up results in integration and ensure that the activities are in accordance with the Corporate Social Responsibility master plan and the AOT’s “Green Airport” policy.

(see CSR details in Corporate Social Responsibility Report 2012)



Suvarnabhumi Airport



Suvarnabhumi Airport, under the management of the AOT, operates its business along with Corporate Social Responsibility (CSR). In every step of operations, the airport operates its business with the goal to be one of the top ten airports while taking into consideration the protection, monitoring and examination of all aspects of environment and emphasizing the development of community around the airport.

In fiscal year 2011, Suvarnabhumi Airport has implemented several CSR projects as follows:

1

Education

- “Knowledge for Community – Creating Relations” project. Encyclopedias and books were given to students in 38 schools around the airport as well as 2 libraries to promote reading habit and learning outside school. This project has been implemented since 2008 and a total of 15,000 books have been donated.
- “Talented Children” project. Students who received books from the above-mentioned project participated in scholarship competitions to answer questions from the encyclopedias given by the Airport.
- “Visiting Suvarnabhumi Airport” project. Students from schools in the communities around airport were invited to visit Suvarnabhumi Airport. So far, there had been almost 2,000 students participating in this project.
- “Teachers’ Seminar” project. 47 social teachers from 24 schools in the communities around airport participated in the seminar to exchange ideas and information in regards to Suvarnabhumi Airport lesson plans.

2 Environment

- “Suvarnabhumi Juveniles” project. School students participated in camping to learn about sufficiency economy. So far, there had been more than 1,200 students participated in this project.

3 Community Economy

- “Suvarnabhumi Fair 2012” project. People in the communities around airport were allowed to sell their local food and products at the Suvarnabhumi Airport for 3 days without charges. This project enabled people to gain over 2 million Baht from the fair.

4 Public Benefits

- Giving “medical kits” and “relief supplies” projects to the flood victims living nearby Suvarnabhumi Airport.
- Giving “bedding equipment” and “convenience food” to child care centers around Suvarnabhumi Airport.



5 Religion, Arts, Culture and Sports

- “Religion Support” project. This project aims to support Buddhism by giving Lent candles and offerings to 13 temples. Additionally, Suvarnabhumi Airport gave date palms to 4 mosques during Ramadan festival.
- “Happy New Year” project to communities around Suvarnabhumi Airport.
- “Thai New Year and paying respect to the elders in the community around Suvarnabhumi Airport” project during the Songkran festival and the Elders Day.
- The “AOT CUP” project. The AOT selected Ratwinit Bangkaew School from the community around Suvarnabhumi airport to be the AOT’s representative team in the AOT Cup football match.

6 Others

- “National Children Day” activities were held yearly at the city hall of Samut Prakan and at the Phra Nakorn garden in Lad Karbang district, Bangkok.
- Support different activities of the communities around Suvarnabhumi Airport.
- “Survey of opinions and needs of communities around Suvarnabhumi Airport” project. The AOT surveyed the opinions/satisfactions/ and needs of the communities around Suvarnabhumi Airport to be the baseline study for the upcoming AOT’s CSR projects that would be in consistence with the community’s needs.



Don Mueang International Airport



Don Mueang International Airport values and supports community relations activities that present its corporate social responsibility (CSR) in the country and society levels including the neighboring communities. It endeavors to create good relations with communities surrounding the airport in order to minimize the direct effects of its operations

Last year Don Mueang International Airport organized a variety of activities that reflected its corporate social responsibility such as arranged the construction of Petanque court for Wat Donmuang School (Thaharnagarduthit) to promote sportsmanship and to encourage students to use their free time wisely, provided lunch for children and women at the emergency home : WE-TRAIN International House, organized AOT Volunteer Project to provide basic knowledge on fire fighting training for Donmuangchaturachinda School concerning the knowledge on theory of fire, classification of fire, psychology for fire prevention, flame source prevention and fire fighting method outdoor (demonstrations and practice). Moreover, Don Mueang International Airport also presented books collected from donations to students for their learning benefits.



Chiang Mai International Airport

Even though Chiang Mai International Airport dedicated to develop service quality and facilities in order to become one of the best airports, the Chiang Mai International Airport, at the same time, has been deeply concerned about environmental impacts. It launched the “Green Airport” project to mitigate negative environmental impacts such as provided hydrant system service, mitigated the pollution caused by fuel dispenser truck and campaign for frequent check of airside vehicles in order to reduce exhaust gas. It has also launched “Air Preservation” project with the government agencies aiming to find solutions of smoke pollution in Chiang Mai. Chiang Mai International Airport also organized the reforestation project at the Jom Jaeng Temple, Sanpatong district, Chiang Mai to improve watershed management areas. During the flood last year, Chiang Mai International Airport, other government agencies, airlines and airport operators raised funds for “Chiang Mai International Airporters bring the smiles back to the flood victims” to help flood victims.

In the coming year, Chiang Mai International Airport determines to achieve the “Walking Together” goal while returning good things to society.





Hat Yai International Airport



In 2012, Hat Yai International Airport developed the passenger boarding bridge No. 4 and expanded the area of Terminal 1 so that the airport can accommodate more passengers.

In regard to the unrest in the three southernmost provinces, Hat Yai International Airport has put more emphasis on security protocols such as security screening of all vehicles passing through the airport as well as screening of passengers' belongings before entering the terminals.

Hat Yai International Airport has also put the focus on the communities and the society. Religion-wise, the airport hosted the Kathin Ceremony and the Buddhist Lent Ceremony. Education-wise, it allowed children and youths from academic institutes for academic visits. These visits were in concurrence with the AOT Volunteer Project to train primary school students in the nearby communities to learn and take part in airport activity like basic fire fighting course.

Sports-wise and public benefit-wise, Hat Yai International Airport organized the youth soccer tournament and gave sports equipment to local schools. It ran a blood donation gave annual scholarships to the Songkhla Pattana Panya School, the Dharma Sakon Hat Yai School for the Blind and the Christian Foundation for the Blind in Thailand under the royal patronage, Songkhla branch.

In the past year, Hat Yai International Airport had many community relations activities (education, religion, culture, and environment) and public participation with the Songkhla province such as community outreach activities, supporting in learning supplies and facilitating The Muslim pilgrimage to Mecca. The airport focused on passenger satisfaction by making sure the passengers travel safely and conveniently.

Phuket International Airport



Phuket has always been the tourist destination for many travelers and throughout the years, Phuket International Airport has been the welcoming gate to the land of Andaman pearl for many passengers. Phuket International Airport focuses on building positive relationships with the communities surrounding the airport in various aspects as follows;

1 Religion

Supporting religious functions such as the Kathin Ceremony, Buddhist ceremonies, facilitating Muslim pilgrimages in the southern provinces traveling to Mecca and supporting the mosques around the airport with dates, rice and water during Ramadan.

2 Education

Supporting and allowing academic institutes for airport visits, arranging extra-curricula activities for the national children's day and supporting academic projects for children and youths.

3 Public benefit and environment

Working with government agencies and private sectors to do community activities around the airport such as participating in royal ceremonies with the Phuket provincial authorities, bringing the green area back to the Phuket International Airport area, tree planting activities in the Phuket communities, running blood donation for the public hospitals, as well as building a good rapport with community leaders and locals in Phuket province.



Mae Fah Luang – Chiang Rai International Airport

In 2012, from April to August, Mae Fah Luang - Chiang Rai International Airport developed services and facilities as follows;

Mae Fah Luang - Chiang Rai International Airport worked on improving watershed management areas, forest regeneration, safety campaigning in the airside and the project for National Mothers Day for people living in the communities nearby Mae Fah Luang - Chiang Rai International Airport.

Mae Fah Luang - Chiang Rai International Airport emphasized on giving back to the communities and the society. The activities included hosting the Kathin ceremony and the Buddhist Lent Festival, and allowing children and youths from academic institutes for academic visits. This visit is in concurrence with the AOT Volunteer Project to train primary school students in the nearby communities to learn and take part in airport activity like fire fighting course.

In the past year, Mae Fah Luang - Chiang Rai International Airport had many community relations activities in every aspect. The airport focused on passengers' satisfaction and put more emphasis on giving back to the communities surrounding the airport.





141

FINANCIAL STATEMENTS





REPORT OF BOARD OF DIRECTOR'S RESPONSIBILITIES FOR THE FINANCIAL REPORTS

To shareholders,

The Board of Directors is responsible for the financial statements of the AOT and its subsidiaries. The aforementioned financial statements are prepared in accordance with generally accepted principles, under an appropriated accounting policies and applied consistently by using careful judgment and the best estimation. Important information is adequately and transparently disclosed in the notes to financial statements for the Company's shareholders and investors.

The Board of Directors provides good corporate governance and maintains the risk management system and internal controls to ensure that accounting records are accurate, reliable, timely and adequate to protect the Company's assets as well as to prevent fraud and significant irregular operations.

The Board of Directors has appointed an Audit Committee comprising independent directors to be responsible for reviewing the reliability and correctness of financial reports as well as evaluating the effectiveness of internal control system and internal audit. The audit committee's comments on these issues are presented in the audit committee report included in this annual report.

The Board of Directors considers that the internal control system and the internal audit of the Company provide credibility and reliability to the financial statements of the AOT and its subsidiaries for the year ended 30 September 2012 which show that the financial position, operating results and cash flows, audited by the independent auditors, are fairly presented in all material respects with generally accepted principles. The auditors' opinion is presented in the auditors' report as part of this annual report.

Air Chief Marshal

(Sumet Photimane)
Chairman

(Mr. Somchai Sawasdeepon)
Senior Executive Vice President
Acting President



AUDITOR'S REPORT

TO: THE SHAREHOLDERS OF AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED

The Office of the Auditor General has audited the accompanying consolidated and the Company's statements of financial position as at September 30, 2012 and 2011, and the related consolidated and the Company's statements of income, comprehensive income, changes in shareholders' equity, and cash flows for the years then ended of Airports of Thailand Public Company Limited and its subsidiaries and of Airport of Thailand Public Company Limited, respectively. These financial statements are the responsibility of the Company's management as to their correctness and completeness of the presentation. The responsibility of the Office of the Auditor General is to express an opinion on these financial statements based on the audits.

The Office of the Auditor General conducted the audits in accordance with generally accepted auditing standards. Those standards require that the Office of the Auditor General plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation. The Office of the Auditor General believes that the audits provide a reasonable basis for the opinion.

In the opinion of the Office of the Auditor General, the consolidated and the Company's financial statements referred to above present fairly, in all material respects, the consolidated and the Company's financial position of Airports of Thailand Public Company Limited and its subsidiaries and of Airports of Thailand Public Company Limited as at September 30, 2012 and 2011, and the consolidated and the Company's results of operations and cash flows for the years then ended in accordance with generally accepted accounting principles.

Without qualifying an opinion on these financial statements, the Office of the Auditor General would like to draw attention to Notes 3.1, 3.2 and 3.3, the Company has adopted the new and revised financial reporting standards issued by the Federation of Accounting Professions, which are effective to the financial statements beginning on or after January 1, 2011. The consolidated and the Company's financial statements for the year then ended September 30, 2011, shown herewith as comparison have been restated accordingly.

(Pongchomnad Jariyajinda)
Inspector General 1

(Klednatee Manosan)
Director of Financial Audit Office No.5



AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT SEPTEMBER 30, 2012 AND 2011

Unit : Baht

	Notes	Consolidated		The Company	
		2012	2011 (Restated)	2012	2011 (Restated)
Assets					
Current assets					
Cash and cash equivalents	8	3,652,828,709	5,179,436,616	3,643,026,604	5,172,703,000
Short-term investments	9	28,457,924,723	21,712,546,738	28,457,924,723	21,712,546,738
Trade accounts receivable	10	1,765,898,859	1,660,192,869	1,725,839,556	1,626,662,456
Other receivables	11	2,043,103,212	2,265,714,288	2,042,831,071	2,254,773,357
Inventories and supplies	12	251,762,104	313,235,723	243,987,770	306,715,860
Accrued income		692,875,750	450,669,920	750,184,278	489,550,678
Other current assets	13	318,942,030	372,487,278	308,371,314	354,854,836
Total current assets		37,183,335,387	31,954,283,432	37,172,165,316	31,917,806,925
Non - current assets					
Available-for-sale investment	14	420,840,000	257,040,000	420,840,000	257,040,000
Investments in subsidiaries	15	-	-	39,197,229,844	39,197,778,745
Long - term investments	16	3,244,550,000	5,894,550,000	3,244,550,000	5,894,550,000
Investment property	17	8,551,622,841	8,586,501,247	8,551,622,841	8,586,501,247
Plant and equipment	18	81,162,959,844	83,317,541,832	79,508,322,772	81,574,029,600
Assets under construction	19	7,499,534,512	6,696,619,860	7,499,534,512	6,696,619,860
Intangible assets	20	615,964,375	691,558,611	615,964,375	691,558,611
Deferred tax assets	27	2,651,565,695	3,479,146,792	2,651,565,695	3,479,146,792
Other non - current assets	21	8,681,214,712	9,721,693,863	8,681,202,711	9,721,681,863
Total non - current assets		112,828,251,979	118,644,652,205	150,370,832,750	156,098,906,718
Total assets		150,011,587,366	150,598,935,637	187,542,998,066	188,016,713,643

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



AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT SEPTEMBER 30, 2012 AND 2011

Unit : Baht

	Notes	Consolidated		The Company	
		2012	2011 (Restated)	2012	2011 (Restated)
Liabilities and shareholders' equity					
Current liabilities					
Bank Overdrafts		-	108,590	-	-
Trade accounts payable	23	1,259,324,134	1,042,039,585	1,166,465,391	808,240,623
Work in processes payable		447,223,086	120,547,422	447,223,086	120,547,422
Current portion of long - term liabilities	25,26	5,445,186,103	5,517,617,691	5,296,473,615	5,368,926,992
Promissory notes	22	-	-	38,483,807,108	38,483,807,108
Income tax payable		684,494,516	-	684,494,516	-
Accrued expenses		3,639,039,598	3,752,286,854	3,539,283,494	3,818,260,982
Refundable and guarantee deposits		327,331,455	305,310,737	326,448,402	304,490,683
Short - term provisions	29	474,975,000	1,367,320,583	474,975,000	1,367,320,583
Other current liabilities	24	5,140,783,415	4,461,771,890	5,102,701,236	4,417,683,080
Total current liabilities		17,418,357,307	16,567,003,352	55,521,871,848	54,689,277,473
Non - current liabilities					
Long - term loans	25	51,152,941,369	57,513,610,907	50,350,891,369	56,563,120,907
Finance leased liabilities	26	253,617,796	525,773,682	253,321,637	525,205,034
Deffered tax liabilities	27	963,008,893	1,392,083,329	963,008,893	1,392,083,329
Employee benefit obligations	28	1,643,983,591	1,566,717,987	1,642,467,302	1,565,667,193
Long - term provisions	29	641,737,739	596,673,776	641,737,739	596,673,776
Other non - current liabilities	30	143,123,742	160,062,948	143,123,742	160,062,948
Total non - current liabilities		54,798,413,130	61,754,922,629	53,994,550,682	60,802,813,187
Total liabilities		72,216,770,437	78,321,925,981	109,516,422,530	115,492,090,660
Shareholders' equity					
Share capital					
Authorized share capital					
1,428,570,000 ordinary shares					
of Baht 10 each		14,285,700,000	14,285,700,000	14,285,700,000	14,285,700,000
Issued and fully paid - up share capital					
1,428,570,000 ordinary shares					
of Baht 10 each	31	14,285,700,000	14,285,700,000	14,285,700,000	14,285,700,000
Premium on share capital	31	12,567,669,243	12,567,669,243	12,567,669,243	12,567,669,243
Retained earnings					
Appropriated - Legal reserve		1,428,570,000	1,428,570,000	1,428,570,000	1,428,570,000
Unappropriated		49,041,441,929	43,684,550,000	49,424,764,293	44,077,455,740
Other components of shareholders' equity		319,872,000	165,228,000	319,872,000	165,228,000
Total equity attributable to owners of the parent		77,643,253,172	72,131,717,243	78,026,575,536	72,524,622,983
Non-controlling interests		151,563,757	145,292,413	-	-
Total shareholders' equity		77,794,816,929	72,277,009,656	78,026,575,536	72,524,622,983
Total liabilities and shareholders' equity		150,011,587,366	150,598,935,637	187,542,998,066	188,016,713,643

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

(Mr. Somchai Sawasdeepon)
Senior Executive Vice President
Acting President

(Mrs. Supaporn Burapakusolsri)
Senior Executive Vice President



AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF INCOME

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

Unit : Baht

	Notes	Consolidated		The Company	
		2012	2011 (Restated)	2012	2011 (Restated)
Revenues from sales or services					
Landing and parking charges		4,755,879,483	4,370,340,727	4,755,879,483	4,370,340,727
Passenger service charges		13,183,055,453	12,334,061,716	13,183,055,453	12,334,061,716
Aircraft service charges		489,271,663	465,004,842	489,271,663	465,004,842
Office and state property rents		1,593,081,961	1,718,258,856	1,613,290,561	1,736,631,974
Service revenues		3,370,038,343	3,311,251,720	2,630,368,871	2,751,252,888
Concession revenues		7,080,779,647	6,441,771,511	7,091,579,647	6,452,571,511
Total revenues from sales or services		30,472,106,550	28,640,689,372	29,763,445,678	28,109,863,658
Other incomes					
Gain (loss) on foreign exchange	34	222,738,442	(1,538,115,339)	222,754,517	(1,538,176,919)
Interest income		1,263,313,899	795,357,033	1,263,191,096	795,217,872
Gain on sale of assets		2,663,042	7,923,860	2,661,642	7,247,652
Other incomes		514,348,430	117,308,115	513,930,761	116,555,800
Total other incomes		2,003,063,813	(617,526,331)	2,002,538,016	(619,155,595)
Total revenues		32,475,170,363	28,023,163,041	31,765,983,694	27,490,708,063
Expenses					
Employee benefit expenses		4,614,466,496	4,150,222,070	4,606,523,510	4,141,353,955
Operating expenses		6,794,728,681	6,098,823,417	6,261,623,248	5,685,244,249
Repairs and maintenance		2,303,963,073	2,304,693,187	2,303,963,073	2,304,693,187
State property rental	33	1,310,024,771	1,247,403,822	1,310,024,771	1,247,403,822
Depreciation and amortization expenses		4,668,880,916	7,865,645,620	4,569,977,567	7,701,536,974
Impairment loss of assets	35	666,290,000	357,882,653	666,838,901	355,382,511
Other expenses		56,624,915	341,819,065	56,624,915	341,819,065
Financial costs	36	2,059,980,998	2,223,809,686	2,006,051,916	2,168,586,750
Total expenses		22,474,959,850	24,590,299,520	21,781,627,901	23,946,020,513
Profit before income tax expense		10,000,210,513	3,432,863,521	9,984,355,793	3,544,687,550
Income tax expense	37	3,494,192,705	1,261,906,865	3,494,192,705	1,261,906,865
Profit for the years		6,506,017,808	2,170,956,656	6,490,163,088	2,282,780,685
Profit (loss) attributable to:					
Owners of the parent		6,499,746,464	2,214,822,512	6,490,163,088	2,282,780,685
Non-controlling interests		6,271,344	(43,865,856)	-	-
		6,506,017,808	2,170,956,656	6,490,163,088	2,282,780,685
Earnings per share					
Basic earnings per share	39	4.55	1.55	4.54	1.60

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

(Mr. Somchai Sawasdeepon)
Senior Executive Vice President
Acting President(Mrs. Supaporn Burapakusolsri)
Senior Executive Vice President



AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

Unit : Baht

	Notes	Consolidated		The Company	
		2012	2011 [Restated]	2012	2011 [Restated]
Profit for the years		6,506,017,808	2,170,956,656	6,490,163,088	2,282,780,685
Other comprehensive income (loss) :					
Gains on remeasuring available-for-sale investment		163,800,000	10,080,000	163,800,000	10,080,000
Income tax relating to gains on remeasuring available-for-sale investment		(32,760,000)	(3,024,000)	(32,760,000)	(3,024,000)
Effect of reduction of income tax relating to gains on remeasuring available-for-sale investment		23,604,000	-	23,604,000	-
Other comprehensive income for the years - net of income tax		154,644,000	7,056,000	154,644,000	7,056,000
Total comprehensive income for the years		6,660,661,808	2,178,012,656	6,644,807,088	2,289,836,685
Total comprehensive income (loss) attributable to:					
Owners of the parent		6,654,390,464	2,221,878,512	6,644,807,088	2,289,836,685
Non-controlling interests		6,271,344	(43,865,856)	-	-
		6,660,661,808	2,178,012,656	6,644,807,088	2,289,836,685

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

(Mr. Somchai Sawasdeepon)
Senior Executive Vice President
Acting President

(Mrs. Supaporn Burapakusolsri)
Senior Executive Vice President

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

Consolidated

Unit : Baht

	Notes	Total equity attributable to owners of the parent							Non-controlling interests	Total shareholders' equity
		Issued and fully paid - up share capital	Premium on share capital	Retained earnings		Other components of shareholders' equity		Total equity attributable to owners of the parent		
				Legal reserve	Unappropriated	Other comprehensive income of available-for-sale investment				
Balance as at October 1, 2010		14,285,700,000	12,567,669,243	1,428,570,000	41,148,301,964		225,960,000	69,656,201,207	189,597,729	69,845,798,936
Restrospective adjustment from changes in accounting policy	3.3	-	-	-	1,107,136,751		(67,788,000)	1,039,348,751	(439,460)	1,038,909,291
Balance after adjustment		14,285,700,000	12,567,669,243	1,428,570,000	42,255,438,715		158,172,000	70,695,549,958	189,158,269	70,884,708,227
Dividend paid	38	-	-	-	(785,711,227)		-	(785,711,227)	-	(785,711,227)
Total comprehensive income (loss) for the year		-	-	-	2,214,822,512		7,056,000	2,221,878,512	(43,865,856)	2,178,012,656
Balance as at September 30, 2011 - restated		14,285,700,000	12,567,669,243	1,428,570,000	43,684,550,000		165,228,000	72,131,717,243	145,292,413	72,277,009,656
Balance as at October 1, 2011		14,285,700,000	12,567,669,243	1,428,570,000	42,890,889,850		236,040,000	71,408,869,093	145,712,731	71,554,581,824
Restrospective adjustment from changes in accounting policy	3.3	-	-	-	793,660,150		(70,812,000)	722,848,150	(420,318)	722,427,832
Balance after adjustment		14,285,700,000	12,567,669,243	1,428,570,000	43,684,550,000		165,228,000	72,131,717,243	145,292,413	72,277,009,656
Dividend paid	38	-	-	-	(1,142,854,535)		-	(1,142,854,535)	-	(1,142,854,535)
Total comprehensive income for the year		-	-	-	6,499,746,464		154,644,000	6,654,390,464	6,271,344	6,660,661,808
Balance as at September 30, 2012		14,285,700,000	12,567,669,243	1,428,570,000	49,041,441,929		319,872,000	77,643,253,172	151,563,757	77,794,816,929

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



(Mr. Somchai Sawasdeepon)
Senior Executive Vice President
Acting President



(Mrs. Supaporn Burapakusolsri)
Senior Executive Vice President

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

The Company

Unit : Baht

	Notes	Issued and fully paid - up share capital	Premium on share capital	Retained earnings		Other components of shareholders' equity		Total shareholders' equity
				Legal reserve	Unappropriated	Other comprehensive income of available-for-sale investment		
Balance as at October 1, 2010		14,285,700,000	12,567,669,243	1,428,570,000	41,472,590,341	225,960,000		69,980,489,584
Restrospective adjustment from changes in accounting policy	3.3	-	-	-	1,107,795,941	(67,788,000)		1,040,007,941
Balance after adjustment		14,285,700,000	12,567,669,243	1,428,570,000	42,580,386,282	158,172,000		71,020,497,525
Dividend paid	38	-	-	-	(785,711,227)	-		(785,711,227)
Total comprehensive income for the year		-	-	-	2,282,780,685	7,056,000		2,289,836,685
Balance as at September 30, 2011 - restated		14,285,700,000	12,567,669,243	1,428,570,000	44,077,455,740	165,228,000		72,524,622,983
Balance as at October 1, 2011		14,285,700,000	12,567,669,243	1,428,570,000	43,283,165,114	236,040,000		71,801,144,357
Restrospective adjustment from changes in accounting policy	3.3	-	-	-	794,290,626	(70,812,000)		723,478,626
Balance after adjustment		14,285,700,000	12,567,669,243	1,428,570,000	44,077,455,740	165,228,000		72,524,622,983
Dividend paid	38	-	-	-	(1,142,854,535)	-		(1,142,854,535)
Total comprehensive income for the year		-	-	-	6,490,163,088	154,644,000		6,644,807,088
Balance as at September 30, 2012		14,285,700,000	12,567,669,243	1,428,570,000	49,424,764,293	319,872,000		78,026,575,536

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



(Mr. Somchai Sawasdeepoon)
Senior Executive Vice President
Acting President



(Mrs. Supaporn Burapakusolsri)
Senior Executive Vice President





AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

Unit : Baht

	Consolidated		The Company	
	2012	2011 (Restated)	2012	2011 (Restated)
Cash flows from operating activities				
Profit before income tax expense	10,000,210,513	3,432,863,521	9,984,355,793	3,544,687,550
Adjustment to reconcile profit before income tax expense to net cash provided by (paid from) operating activities :				
Doubtful accounts	(14,201,319)	(131,823,065)	(14,558,190)	(130,695,512)
Allowance for damaged and obsoleted supplies	5,440,992	26,214	5,440,992	26,214
Loss on deteriorated assets	-	96,144	-	-
Depreciation and amortization expenses	4,668,880,916	7,865,645,620	4,569,977,567	7,701,536,974
Impairment loss of assets	666,290,000	357,882,653	666,838,901	355,382,511
(Gain) loss on foreign exchange	(222,528,374)	1,538,768,430	(222,528,374)	1,538,768,430
Gain on disposal of equipments	(742,706)	(6,192,266)	(741,306)	(5,516,058)
Deferred (income) expenses	(2,471,479)	11,329,197	(2,471,479)	11,329,197
Provisions	45,063,963	334,907,530	45,063,963	334,907,530
Dividend income	(35,167,700)	(36,727,700)	(35,167,700)	(36,727,700)
Provision for employee benefit obligations	232,811,532	233,865,161	232,346,036	233,913,018
Interest income	(1,263,313,899)	(795,357,033)	(1,263,191,096)	(795,217,872)
Financial costs	2,059,980,998	2,223,809,686	2,006,051,916	2,168,586,750
Operating profit before changes in operating assets and liabilities	16,140,253,437	15,029,094,092	15,971,417,023	14,920,981,032
Decrease (increase) in operating assets				
Trade accounts receivable	(91,504,672)	1,755,535,588	(84,618,909)	1,757,647,150
Other receivables	(5,300,520)	6,557,458	(15,952,063)	6,136,921
Inventories and supplies	56,032,627	(58,991,209)	57,287,099	(58,418,939)
Accrued income	(142,660,041)	(32,088,427)	(161,085,857)	(44,399,722)
Other current assets	(101,055,864)	19,847,431	(108,309,409)	21,957,820
Increase (decrease) in operating liabilities				
Trade accounts payable	201,711,480	290,442,967	344,940,732	255,214,909
Accrued expenses	363,967,126	100,139,768	198,236,895	85,433,814
Refundable and guarantee deposits	22,020,718	52,854,421	21,957,718	52,758,581
Other current liabilities	510,738,534	364,552,832	516,727,917	342,107,671
	16,954,202,825	17,527,944,921	16,740,601,146	17,339,419,237
Interest received	1,163,768,111	613,954,742	1,163,643,353	613,823,545
Income tax paid	(2,037,852,068)	(1,399,736,420)	(2,037,660,249)	(1,399,542,671)
Net cash provided by operating activities	16,080,118,868	16,742,163,243	15,866,584,250	16,553,700,111

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



AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

Unit : Baht

	Consolidated		The Company	
	2012	2011 [Restated]	2012	2011 [Restated]
Cash flows from investing activities				
Increase in short-term investments	(2,945,377,986)	(1,664,973,788)	(2,945,377,986)	(1,664,973,788)
Cash received from sale of assets	8,797,792	8,896,504	8,796,293	8,071,746
Dividend received from investments	35,167,700	36,727,700	35,167,700	36,727,700
Invested in investment property	(179,311,003)	(34,273,409)	(179,311,003)	(34,273,409)
Invested in plant and equipment and assets under construction	(4,645,374,298)	(3,367,970,394)	(4,637,635,041)	(3,364,356,910)
Invested in intangible assets	(57,342,579)	(55,434,133)	(57,342,579)	(55,434,133)
Increase in long - term investments	(1,150,000,000)	(2,300,000,000)	(1,150,000,000)	(2,300,000,000)
Increase in other non - current assets	(720,724,906)	(31,224,005)	(720,724,906)	(31,224,005)
Increase (Decrease) in other non - current liabilities	6,614,660	(11,065,366)	6,614,660	(11,065,366)
Net cash used in investing activities	(9,647,550,620)	(7,419,316,891)	(9,639,812,862)	(7,416,528,165)
Cash flows from financing activities				
Cash (paid) received from bank overdrafts	(108,590)	108,590	-	-
Repayment of finance leased liabilities	(238,553,591)	(299,377,709)	(238,302,892)	(299,147,057)
Repayment of long - term loans	(4,482,208,095)	(4,377,578,820)	(4,333,768,095)	(4,229,138,820)
Dividend paid	(1,142,854,535)	(785,711,227)	(1,142,854,535)	(785,711,227)
Interest paid	(2,095,451,344)	(2,199,756,970)	(2,041,522,262)	(2,144,534,034)
Net cash used in financing activities	(7,959,176,155)	(7,662,316,136)	(7,756,447,784)	(7,458,531,138)
Net (decrease) increase in cash and cash equivalents	(1,526,607,907)	1,660,530,216	(1,529,676,396)	1,678,640,808
Cash and cash equivalents at the beginning of the years	5,179,436,616	3,518,906,400	5,172,703,000	3,494,062,192
Cash and cash equivalents at the end of the years	3,652,828,709	5,179,436,616	3,643,026,604	5,172,703,000

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

(Mr. Somchai Sawasdeepon)
Senior Executive Vice President
Acting President

(Mrs. Supaporn Burapakusolsri)
Senior Executive Vice President



AIRPORTS OF THAILAND PUBLIC COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED SEPTEMBER 30, 2012 AND 2011

1 General information

Airports of Thailand Public Company Limited (AOT) which was registered as a public limited company on September 30, 2002, and performs and promotes the business operation of international airports as well as related businesses. At present, the Company operates six international airports: Suvarnabhumi Airport, Don Mueang Airport, and four Regional International Airports (Chiang Mai, Hat Yai, Phuket and Mae Fah Luang Chiang Rai).

Company's address of the registered office is No. 333, Cherdwutagard Road, Don Mueang, Bangkok 10210.

These consolidated and company financial statements were authorised for issue by the Board of Directors on November 26, 2012.

2 Basis of financial statements preparation

These consolidated and company financial statements are prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543 (2000), being those Thai Accounting Standards issued under the Accounting Professions Act B.E. 2547 (2004), and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act B.E. 2535 (1992).

These consolidated and company financial statements are prepared based on the assumption that users of the financial statements have an understanding of Thai generally accepted accounting principles and practices. The accounting principles applied may differ from generally accepted accounting principles adopted in other countries.

These consolidated and company financial statements are prepared under the historical cost convention with the exception of certain amounts, which are accounted for using the fair value method as explained in the accounting policies.

The significant transactions arising between the Company and subsidiaries are eliminated in the consolidated financial statements.

The consolidated financial statements present financial position and results of AOT and its subsidiaries' operations. The subsidiaries are New Bangkok International Airport Co., Ltd.-under liquidation (NBIA) and Suvarnabhumi Airport Hotel (SAH). AOT holds 100% and 60% of shares, respectively.

The company financial statements present the financial position and results of operations of AOT and the staff pension fund of Airport Authority of Thailand (AAT).

For reporting purposes, the Company and its subsidiaries are referred to as "the Group".

These financial statements are presented in Baht currency and rounded to the nearest Baht. The numbers are rounded to the nearest million Baht in notes to financial statements.



The preparation of financial statements in conformity with Thai generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenues and expenses in the reported periods. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates.

For comparative purposes, the Group has reclassified certain items in the consolidated and company financial statements for the year ended September 30, 2011, to ensure consistency with the presentation in the consolidated and company financial statements for the year ended September 30, 2012, and to comply with the announcement of the Department of Business Development "Regulation of the Abbreviated components required in the financial statements, B.E. 2554 (2011)"

An English language version of the consolidated and company financial statements have been prepared from the financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language financial statements shall prevail.

3 Accounting policies

3.1 New and revised Thai accounting standards, Thai financial reporting standards, accounting standards and financial reporting interpretations and framework

Since 2010, the Federation of Accounting Professions announced new accounting standards, new financial reporting standards, new financial reporting interpretations, including the accounting framework and the revised accounting standards which were already published in the Royal Thai Government Gazette. The standards are as follows:

Effective on May 26, 2010

- Framework for the Preparation and Presentation of Financial Statements (Revised 2009)

Effective for the period beginning on or after January 1, 2011

- | | |
|---|---|
| - Thai Accounting Standard No. 1: (Revised 2009) | Presentation of Financial Statements |
| - Thai Accounting Standard No. 2: (Revised 2009) | Inventories |
| - Thai Accounting Standard No. 7: (Revised 2009) | Statement of Cash Flows |
| - Thai Accounting Standard No. 8: (Revised 2009) | Accounting Policies, Changes in Accounting Estimates and Errors |
| - Thai Accounting Standard No. 10: (Revised 2009) | Events after the Reporting Period |
| - Thai Accounting Standard No. 11: (Revised 2009) | Construction Contracts |
| - Thai Accounting Standard No. 16: (Revised 2009) | Property, Plant and Equipment |
| - Thai Accounting Standard No. 17: (Revised 2009) | Leases |
| - Thai Accounting Standard No. 18: (Revised 2009) | Revenue |
| - Thai Accounting Standard No. 19: | Employee Benefits |
| - Thai Accounting Standard No. 23: (Revised 2009) | Borrowing Costs |
| - Thai Accounting Standard No. 24: (Revised 2009) | Related Party Disclosures |
| - Thai Accounting Standard No. 26: | Accounting and Reporting by Retirement Benefit Plans |
| - Thai Accounting Standard No. 27: (Revised 2009) | Consolidated and Separate Financial Statements |
| - Thai Accounting Standard No. 28: (Revised 2009) | Investments in Associates |
| - Thai Accounting Standard No. 29: | Financial Reporting in Hyperinflationary Economics |
| - Thai Accounting Standard No. 31: (Revised 2009) | Interests in Joint Ventures |



- | | |
|---|--|
| - Thai Accounting Standard No. 33: (Revised 2009) | Earnings per Share |
| - Thai Accounting Standard No. 34: (Revised 2009) | Interim Financial Reporting |
| - Thai Accounting Standard No. 36: (Revised 2009) | Impairment of Assets |
| - Thai Accounting Standard No. 37: (Revised 2009) | Provisions, Contingent Liabilities and Contingent Assets |
| - Thai Accounting Standard No. 38: (Revised 2009) | Intangible Assets |
| - Thai Accounting Standard No. 40: (Revised 2009) | Investment Property |
| - Thai Financial Reporting Standard No. 2 | Share-based Payment |
| - Thai Financial Reporting Standard No. 3: (Revised 2009) | Business combinations |
| | |
| - Thai Financial Reporting Standard No. 5: (Revised 2009) | Non-current Assets Held for Sale and Discontinued Operations |
| - Thai Financial Reporting Standard No. 6: | Exploration for and Evaluation of Mineral Resources |
| - Thai Financial Reporting Standard for Non-Publicly Accountable Entities (NPAEs) | |
| - Thai Financial Reporting Interpretation No. 15: | Agreements for the Construction of Real Estate |
| - Thai Accounting Standard Interpretation NO.31: | Revenue-Barter Transactions Involving Advertising Services |

New and revised Thai accounting standards affect the Group as follows:

- Thai Accounting Standard No. 1 (Revised 2009) Presentation of Financial Statements: The revised standard prohibits the presentation of items of income and expenses in the statements of changes in shareholders' equity. Entities can choose to present the statements of comprehensive income in one statement or two statements (the statements of income and the statements of comprehensive income). The Group has chosen to present the statements of comprehensive income in two statements. Where entities restate or reclassify comparative information, they will be required to present related statements of financial position as at the beginning of the comparative period in addition to the current requirement to present the statements of financial position as at the end of the current period and comparative period. However, for the financial statements for the period beginning on or after January 1, 2011, that is the first period which this standard is applied, an entity can choose to present the statements of financial position for only two periods without the statements of financial position as at the beginning of the comparative period.
- Thai Accounting Standard No. 16 (Revised 2009) Property, Plant and Equipment: The revised standard requires that an entity include in the cost of property, plant and equipment an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, when the entity has an obligation to do so. In addition, the revised standard requires an entity to depreciate each component of property, plant and equipment that has a cost that is significant in relation to the total cost of the item. The revised standard also requires an entity to review the useful life, residual value and depreciation method of its property, plant and equipment at least at the end of each financial year. The Group has adopted this standard since October 1, 2011, which has impacted the component accounting of significant items and the review of useful lives as stated in Note 7. The Group has chosen to adjust the effects of the revised standard prospectively. These changes impact on the increase in depreciation expense in the consolidated and company financial statements for the year ended September 30, 2012, amounting to Baht 122.84 million.
- Thai Accounting Standard No. 19 Employee Benefits: the standard relates to the accounting for employee benefits which classifies employee benefits into four categories: a) short-term employee benefits b) post-employment benefits, including defined contribution plans and defined benefit plans c) other long-term employee benefits and d) termination benefits. This standard requires an entity to measure the post-employment benefits and other long-term employee benefits by using the projected unit credit method. An entity can choose to recognise any actuarial gain or loss for the post-employment benefits either in the statements of income or the statements of comprehensive income. Actuarial



gain or loss for other long-term employee benefits must be recognised in the statements of income. The Group has adopted this standard since October 1, 2011, by recognising employee benefit obligations retrospectively and has chosen to recognise the actuarial gain or loss for the post-employment benefits in the statements of income in the period in which they arise. The effects from the adoption of this standard are shown in Note 3.3

- Thai Accounting Standard No. 40 (Revised 2009) Investment Property: The revised standard has specific presentation and measurement requirements for investment property. An entity has to present an investment property separately in the statements of financial position. The entity can measure it using either the cost method or the fair value method. Under the fair value method, any changes in fair value are recognised in the statements of income. The Group has adopted this accounting standard since October 1, 2011, and has chosen to use the cost model for measurement while disclosing the fair value in the notes to the financial statements. The Group reclassified investment property from its plant and equipment. The effects from the adoption of this standard are shown in Note 3.3

3.2 New and revised Thai accounting standards and Thai financial reporting standards which are not yet effective

Effective for the period beginning on or after January 1, 2013

- | | |
|--|---|
| - Thai Accounting Standard No. 12 | Income Taxes |
| - Thai Accounting Standard No. 20 (Revised 2009) | Accounting for Government Grants and Disclosure of Government Assistance |
| - Thai Accounting Standard No. 21 (Revised 2009) | The effects of changes in foreign exchange rates |
| - Thai Financial Reporting Interpretation No. 8 | Operating Segments |
| - Thai Accounting Standard Interpretation No. 10 | Government Assistance-No Specific Relation to Operating Activities |
| - Thai Accounting Standard Interpretation No. 21 | Income Taxes-Recovery of Revalued Non-Depreciable Assets |
| - Thai Accounting Standard Interpretation No. 25 | Income Taxes-Changes in the Tax Status of an Enterprise or its Shareholders |

The Group's management has determined that these new and revised Thai accounting standards, new Thai accounting standards interpretation and amendments to accounting standards will not significantly impact the financial statements being presented, except for Thai accounting standard No. 12 Income Taxes that the Group early adopted this standard from October 1, 2011, retrospectively.

- Thai Accounting Standard No. 12 Income Taxes related to income taxes, comprising current income tax and deferred income tax. Current tax assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated rates to the temporary difference between an asset or liability tax base and its carrying amount in the financial statements, using the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the tax rates and tax law that have been enacted or substantively enacted by the end of the reporting period. The effects from the adoption of this standard are shown in Note 3.3

3.3 Effects from the adoption of new and revised Thai accounting standards and reclassification in compliance with the announcement of the Department of Business Development

- 3.3.1 Effects from the adoption of the above standards to the statements of financial position as at September 30, 2011, the statements of income and the statements of comprehensive income for the year ended September 30, 2011, are presented as following:



Million Baht

	Consolidated	The Company
Statements of financial position		
Increase in investment property – net	8,586.50	8,586.50
Decrease in plant and equipment - net	(6,389.51)	(6,389.51)
Decrease in other non-current assets	(2,196.99)	(2,196.99)
Increase in deferred tax assets	3,479.15	3,479.15
Increase in deferred tax liabilities	1,392.08	1,392.08
Increase in employee benefit obligations	1,566.72	1,565.67
Decrease in other current liabilities	(191.96)	(191.96)
Decrease in AAT staff pension fund	(10.13)	(10.13)
Shareholders' equity		
Decrease in unrealised gain on change in fair value of available-for-sale investment - net as at October 1, 2010	(67.79)	(67.79)
Decrease in unrealised gain on change in fair value of available-for-sale investment - net as at September 30, 2011	(70.81)	(70.81)
Increase in unappropriated retained earnings as at October 1, 2010	1,107.14	1,107.80
Increase in unappropriated retained earnings as at September 30, 2011	793.66	794.29
Decrease in non-controlling interests as at October 1, 2010	(0.44)	-
Decrease in non-controlling interests as at September 30, 2011	(0.42)	-
Statements of income		
Increase in employee benefit expenses	233.87	233.91
Increase in income tax expense	79.59	79.59
Decrease in total profit	(313.46)	(313.51)
Decrease in basic earnings per share (Baht)	(0.22)	(0.22)
Statements of comprehensive income		
Decrease in unrealised gain on change in fair value of available-for-sale investment – net	(3.02)	(3.02)
Decrease in total comprehensive income	(316.48)	(316.53)

3.3.2 Effects from the reclassification in compliance with the announcement of the Department of Business Development to the statements of financial position as at September 30, 2011, the statements of income for the year ended September 30, 2011, are presented as following:



Million Baht

	Consolidated	The Company
Statements of financial position		
As previously reported		
Long-term investments	6,151.59	6,151.59
Reclassifications		
Available-for-sale investment	257.04	57.04
Long-term investments	5,894.55	5,894.55
Statements of income		
As previously reported		
Personnel expenses	3,871.15	3,865.77
Management remunerations	62.95	58.56
Operating expenses	6,081.07	5,668.35
Reclassifications		
Employee benefit expenses	3,916.36	3,907.44
Operating expenses	6,098.82	5,685.24

3.4 Significant accounting policies

3.4.1 Group accounting - Investments in subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible, including potential voting rights held by another entity, are considered when assessing whether the Group controls another entity. Subsidiaries are consolidated from the date on which control is transferred to the Group and are no longer consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains or loss on transactions between group companies are eliminated. Accounting policies of subsidiaries have been changed when necessary to ensure consistency with the policies adopted by the Group.

In the company financial statements, investments in subsidiaries are reported by using the cost method.

The Group will test for impairment of investments in subsidiaries when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is higher than its recoverable amount, impairment loss is charged to the statements of income.

3.4.2 Foreign currency translation

Foreign currency transactions are translated into Baht at the rate ruling on the transactions date. Assets and liabilities dominated in foreign currency remaining at the statements of financial position date are translated into Baht at the exchange rate as referred to the reference of the date notified by the Bank of Thailand. Gains and losses resulting from the settlement of foreign currency transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the statements of income.



3.4.3 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits held at call with banks but do not include deposits with banks which are held to maturity, and other short-term highly liquid investments with maturities of three months or less from the date of acquisition. Bank overdrafts are included in current liabilities on the statements of financial position.

3.4.4 Short-term investments

Short-term investments comprise fix-term deposits, bills of exchange, promissory notes and investments in debt securities with original maturity of more than 3 months, but less than 12 months and investments in debt and equity securities that the management intends to hold for less than 12 months.

3.4.5 Trade accounts receivable

Trade accounts receivable are carried at the original invoice amount and subsequently measured at the remaining amount less any allowance for doubtful receivables based on a review of all outstanding amounts at the year end. The amount of the allowance is the difference between the carrying amount of the receivable and the amount expected to be collectible based on past collection experience and the current status of accounts receivable as of the statements of financial position. Bad debts are written off during the year in which they are identified and recognised in the statements of income within operating expense.

3.4.6 Inventories and supplies

Inventories are stated at the lower of cost or net realisable value. Cost is determined by the weighted average method. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charges, less all attributable discounts, allowances or rebates. Net realisable value is the estimate of the selling price in the ordinary course of business, less selling expenses.

3.4.7 Investments

Investments other than investments in subsidiaries are classified into the following two categories: 1. Available-for-sale investment. 2. general investments. The classification is dependent on the purpose for which the investments were acquired. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

- (1) Investments intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, are classified as available-for-sale; and are included in non-current assets unless management has expressed the intention of holding the investment for less than 12 months from the statements of financial position date or unless they will need to be sold to raise operating capital, in which case they are included in current assets. Investments in equity securities which are marketable securities are classified as available-for-sale investment and carried at fair value in the statements of financial position. Any value changes are recognised as unrealized gain (loss) and presented separately in other components of shareholders' equity. Changes in value during period are presented in the statements of comprehensive income.
- (2) Investments in non-marketable equity securities are classified as general investments and presented at cost less allowance for impairment of investments.

A test for impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is higher than its recoverable amount, impairment loss is charged to the statements of income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statements of income. When disposing of part of the Group's holding of a particular investment in debt or equity securities, the carrying amount of the disposed part is determined by the weight average carrying amount of the total holding of the investment.



3.4.8 Investment property

Investment property means property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the companies in the consolidated Group, is classified as investment property. Investment property also includes property that is being constructed or developed for future use as investment property.

The Group investment property is as follows:

- Building with rental space.
- Land and construction repurchased from people who are affected by noise impact. AOT has a policy to give rights to AOT employees and employees of other entities who work at Suvarnabhumi Airport to purchase those assets at a reasonable price which may be lower than the acquired cost. Moreover, AOT will permit an asset management company to manage all assets or assets left from those provided for AOT employees.
- Land held for a currently undetermined future use. The Group has not determined that it will use the land as owner-occupied property or as capital appreciation.

Investment property is measured initially at its cost including related transaction costs. After initial recognition, investment property is carried at cost less accumulated impairment losses (if any).

Depreciation is calculated on the straight line basis to write off the cost of each asset, except for land which is considered to have an indefinite life, to its residual value over the estimated useful life as follows:

	Useful life
Building with rental space	30 and 50 years
Construction (repurchased from people who are affected by noise impact)	20 years

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

3.4.9 Plant and equipment

Plant and equipment are recorded at cost as of the date of acquisition or at the completion date. All AOT buildings are constructed on state properties leased from the Treasury Department, Ministry of Finance. According to the regulations of the Ministry of Finance and the Royal Thai Air Force, all constructions become the property of the Ministry of Finance upon completion. However, the AOT records such properties as assets since the AOT accepts all risks and benefits of such properties, and pays compensation for the use of state properties to the Treasury Department. After AOT was converted to a limited public company, the Ministry of Finance and the Royal Thai Air Force issued a new regulation. Moreover, the Ministry of Finance and the Department of Commercial Aviation issued 2 new regulations. These new regulations came into effect on September 30, 2002. Clause 8 of three new regulations stated that the ownership of the buildings and constructions will belong to the Ministry of Finance when the contract to use the state property land made under these regulations is terminated. The total period of time shall not exceed 50 years from the effective date of utilization agreement. AOT had committed to 4 utilization agreements since September 30, 2002, and amended 1 utilization agreement on September 28, 2004. The use of state property land lasts for 30 years (September 30, 2032). AOT is allowed to extend the period for using state property land 2 times, 10 years each extension (September 30, 2052). AOT has paid compensation for using state property to the Treasury Department as Note 33.

An item of plant and equipment is stated at cost less any accumulated depreciation and any accumulated impairment losses.



The cost of an item of plant and equipment comprises its purchase price, import duties and non-refundable input taxes (after deducting trade discounts and rebates) and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. These can include the initial estimated costs of dismantling and removing the item, and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period.

The cost of replacing part of plant and equipment is included in the carrying amount of the asset when it is probable that future economic benefits will flow to the Group and the carrying amount of those replaced parts is derecognised. Repairs and maintenance are charged to the statements of income during the financial period in which they are incurred.

Depreciation is calculated on the straight line basis to write off the cost of each asset, to its residual value over the estimated useful life as follows:

	Useful life of acquired assets (years)
Building, construction, and landscape architecture	10 - 50
Electricity, water, fuel and communication systems	10 - 20
Machinery, tools & appliances, and equipment	5 - 10
Vehicles	5 - 8
Furniture, fixture and office equipment	2 - 10

The assets' residual value, useful lives, and depreciation method are regularly reviewed at least at each financial year-end.

Where the carrying amount of an asset is greater than its recoverable amount, it is written down immediately to its recoverable amount. The decreasing amount is impairment loss.

Gain or loss on disposal of plant and equipment is determined by comparing proceeds with the carrying amounts and is recognised as other income/expense in the statements of income.

Interest costs on loans to finance the construction of plant and equipment or the production of a qualifying asset are capitalised as part of cost of the asset, during the period of time required to complete and prepare the property for its intended use.

3.4.10 Intangible assets

The Group intangible assets are software licenses which can be detached from the related equipment presented at cost deducted by accumulated amortization expense. Software licenses are amortized on a straight line basis according to the 5-10 years estimated useful life of assets.

3.4.11 Impairment of assets

Assets with a definite useful life are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may be higher than the recoverable amount. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount which is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Assets that have suffered impairment are reviewed for possible reversal of the impairment at each reporting date.



3.4.12 Leases

Where a Group company is the lessee

Leases of property, plant or equipment, where the group assumes substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property or the net present value of the minimum lease payments. Each lease payment is allocated to the principal and to the finance charges so as to achieve a constant rate on the finance balance outstanding. The outstanding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to the statements of income over the lease period so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant or equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset or the lease term.

Leases not transferring a significant portion of the risks and rewards of ownership to the lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the statements of income on a straight-line basis over the period of the lease.

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

Where a Group company is the lessor

Assets leased out under operating leases are included in investment property in the statements of financial position. They are depreciated over their expected useful lives on a basis consistent with other similar plant and equipment owned by the Group. Rental income (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term.

3.4.13 Loans

Loans are recognised initially at the fair value of proceeds received, net of transaction costs incurred. Loans are subsequently stated at amortised cost using the effective yield method; any difference between proceeds (net of transaction costs) and the redemption value is recognised in the statements of income over the period of the loans.

Loans are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the statements of financial position date.

3.4.14 Income tax

- Current income tax

Current income tax is income tax expected to be paid which calculated from profit for the taxable period and tax rate enacted or will be enacted as at the reporting date including tax adjustment of prior year's transaction.

- Deferred income tax

Deferred income tax is recognised by calculating from temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the statements of financial position. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting period date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, except where the reversal timing of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.



Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

3.4.15 Provision

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

3.4.16 Employee benefit obligations

- **Post-employment benefits**

The Group has post-employment benefits including defined contribution and defined benefit plans. The defined contribution plan is the pension plan under which the Group pays fixed contributions into a separate entity. The group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The defined benefit plan is the pension plan that is not the defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

Post-employment benefits comprise of:

Defined contribution plan

AOT has established a provident fund for staff and employees who voluntarily participate in the fund, since March 28, 1994, in accordance with the Provident Fund Act, B.E. 2530 (1987). Staff and employees themselves are required to contribute at the rates ranging from 2-15 % of their salaries and shall not exceed AOT contribution rates.

According to AOT board of directors' resolution at the meeting No. 9/2005 dated June 30, 2005, AOT contribution rates are adjusted as follows:

Year of employment	AOT contribution rates
Not over 10 years	9
Over 10 years	10
Over 20 years	12
Over 25 years	15

The employees can change contribution rates from 2-15% according to their employment periods. Such change will be effective in April and October each year.

AOT contributions are recognised as expenses in the statements of income in which they incurred. The provident fund is separated from AOT and managed by provident fund management company that is under the regulation of the provident fund committee.

Defined benefit plan

(a) Retirement benefit

Case 1. 60-year old employees

The Group provides post-retirement benefit to its retirees. The employees are entitled to benefits which are the amount of retirement benefit based on relevant regulations which are notification of State Enterprise Workers



Relations Confederation or Thai Labor Law. The severance pay will be at the rate according to salary and number of years of service which will happen in the future.

Case 2. Early retirement - only AOT's staff

AOT provides early retirement benefit to its employees. The qualifications of entitled employees and criteria for the payment of benefit must be approved by AOT's Board of Directors.

(b) The staff pension fund of Airport Authority of Thailand (AAT) - only AOT's staff

AOT has established "The Staff Pension Fund of Airport Authority of Thailand", ones who are entitled to this benefit are staff and employees who are not member of a provident fund. The benefit will be paid to retirees based on the Staff Pension Fund of AAT regulation B.E. 2546 (2003). The calculation of this benefit composes of 2 parts.

1. An amount calculated from the service period for AAT till September 29, 2000, multiplied with the salary rate as at September 29, 2000.
2. An amount calculated from the service period for AOT multiplied with the salary rate of the last service month.

- **Long-term benefit – only AOT's staff**

AOT provides a reward for 25-service year employees. The number of service years includes probation period and is counted till July 1 of each year.

The obligation arising from the retirement benefit and long-term benefit mentioned above is calculated by an independent actuary using the projected unit credit method. The present value of liabilities from the plan stipulate by discount future paid cash flows with government bond interest rate which is the same currency with the benefit paid to employees, included the condition and due date similar to condition of the liability of estimated benefit after retirement.

Gain and loss from actuarial estimation for employee benefit is charged to the statements of income in the period in which they arise.

- **Short-term benefit**

The Group recognises liabilities and expenses arising from employees' unused annual leave which are permitted to carry forward to the next period at the expected cost of the carried forward annual leave. The amount is undiscounted.

3.4.17 Revenue recognition

- Landing and parking charges, passenger service charges, use of utilities charges and service charges are recognised as revenues in which services are provided.
- Rent for offices and real estate properties, and concession revenues are recognised as revenues according to the period of time and commission rates specified in the contract.
- Revenues from hotel business and restaurant are recorded as revenues in which services are provided in accordance with the price in invoice (excluding VAT) for goods and services after discount and added service charges.
- Interest income is recognised according to the period of time to which it applies, taking into account the actual rate of return.
- Dividend income is recognised when the right to receive payment is established.

3.4.18 Expenses are recorded by accrual basis.

3.4.19 Interest on loan arises from loans for the projects under construction which is a part of construction cost and will be recognised as an expense upon completion.

3.4.20 AAT staff pension fund and provident fund



- **AAT staff pension fund**

AOT has established “The Staff Pension Fund of Airport Authority of Thailand” and contributed to the pension fund at the rate 10% of its employees’ salaries who did not transfer to a provident fund, to provide an adequate reserve of the obligation due at the end of each accounting period. Contributions are included in employee benefit obligations in the statements of financial position.

- **Provident fund**

AOT has established a provident fund for staff and employees who voluntarily participate in the fund, since March 28, 1994, in accordance with the Provident Fund Act, B.E. 2530 (1987). Staff and employees themselves are required to contribute at the rates ranging from 2-15 % of their salaries and shall not exceed AOT contribution rates.

According to AOT board of director’s resolution at the meeting No. 9/2005 dated June 30, 2005, AOT contribution rates are adjusted as follows:

Years of employment	AOT contribution rates
Not over 10 years	9
Over 10 years	10
Over 20 years	12
Over 25 years	15

Members can change the rate of contribution from 2-15% according to their employment periods. Such change will be effective in April and October each year.

AOT contributions are recognised as expenses in the statements of income in which they incurred. The provident fund is separated from AOT and managed by provident fund management company that is under the regulation of the provident fund committee.

3.4.21 Financial instruments

The Group utilizes financial instruments to reduce its risk exposure associated with fluctuations in foreign currency exchange rates which affect liabilities. These instruments primarily comprise of cross currency swap contracts of liabilities for Japanese Yen to Thai Baht.

4 Critical accounting estimates, assumptions and judgments

Accounting estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. During the year ended September 30, 2012, the estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

Allowance for doubtful accounts

Allowance for doubtful accounts is intended to adjust the value of receivables for probable credit losses. The management uses judgement to establish reserves for estimated losses for each outstanding debtor. The allowance for doubtful accounts is determined through the combination of percentage of revenues, analysis of debt aging, collection experience, and taking into account of change in the current economic environment. However, the use of different estimates and assumptions could affect the amount of allowance for receivable losses and adjustments to the allowance may therefore be required in the future.



Plant and equipment and intangible assets

Management has determined the estimated useful lives and residual value of plant and equipment and intangible assets of which are principally based on technical information. The management will also review to write down technically obsolete or non-used assets by sales or abandon.

Estimated impairment of assets

The Group tests any impairment of assets whenever there is an indication of impairment as explained in Note 3.4.11. The recoverable amount of cash-generating unit has been determined base on value-in-use calculation. The calculation requires the use of estimated projected cash flows from operation throughout the expected useful lives of assets and significant assumptions explained in Note 18.

Retirement benefits obligation

The Company provides for post-employment benefits, payable to employees under the Thai Labour Law. The present value of retirement benefits obligation is determined based on various assumptions which include the discount rate, the rate of salary inflation, and employee turnover. Any changes in these assumptions will impact the net periodic cost recorded for provision for retirement benefits.

Other estimates are disclosed in each related section of this note to financial statements.

5 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

6 Segment information

The Group has 2 main segments which are airport business and hotel business. For the years ended September 30, 2012 and 2011, AOT and its subsidiary have no substantial activities in business segments. Geographical segments provide products or services within a particular economic environment that are subject to risks and returns that are not different from those of components operating in other economic environments. The Group, therefore, has neither presented financial information by business segments nor geographical segments.

7 Change in accounting estimate

With reference to the adoption of Thai Accounting Standard No. 16 (Revised 2009) Property, Plant and Equipment since October 1, 2011, as stated in Note 3.1, the Group has changed accounting estimate by reviewing useful lives of plant and equipment which company's management considered that the new useful lives are more appropriate and consistent with the pattern of usage. The details of the changes in the useful lives are as follows:

	Before October 1, 2011	Since October 1, 2011
Canvas roofs at Suvarnabhumi Airport	50 years	30 years
Runways and taxiways surface	50 years	10 years
Office fixture	3 years	5 years

The mentioned change in accounting estimate is recognised prospectively.



8 Cash and cash equivalents

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Cash	177.27	182.44	176.03	181.21
Current account and savings deposits	2,337.27	1,951.49	2,328.71	1,945.98
Fixed deposits	1,100.00	200.00	1,100.00	200.00
Bill of Exchange with maturity less than 3 months	-	2,800.00	-	2,800.00
Savings deposit at the AAT Savings and Credit Cooperative Limited	38.29	45.51	38.29	45.51
Total	3,652.83	5,179.44	3,643.03	5,172.70

9 Short-term investments

Million Baht

	Consolidated and The Company	
	2012	2011
Fixed deposits	27,053.66	19,653.56
Held-to-maturity debt securities - within 1 year		
Bill of Exchange	1,350.00	2,000.00
Bonds	54.26	58.99
Total	28,457.92	21,712.55

Fixed deposits are over 3 months but less than 1 year maturity.

On April 18, 2012, AOT has pledged bonds amounting to Baht 55.00 million as collateral for delay payment of tax payable with the Revenue Department until the determination of petition to waive or reduce fine and surcharge relating to value added tax for the construction of Suvarnabhumi Airport and the terminal expansion of Chiang Mai and Phuket Airports is settled.

10 Trade accounts receivable

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Trade accounts receivable - third parties	2,284.94	2,193.37	2,232.00	2,147.01
Trade accounts receivable - related parties	21.91	21.97	24.56	24.93
Total	2,306.85	2,215.34	2,256.56	2,171.94
Less : Allowance for doubtful accounts	(540.95)	(555.15)	(530.72)	(545.28)
Trade accounts receivable – net	1,765.90	1,660.19	1,725.84	1,626.66



As at September 30, 2012, the allowance for doubtful accounts in the consolidated financial statements amounting of Baht 540.95 million consists of 6 proceeding legal cases accounted for Baht 9.31 million, 8 cases under process of gathering evidence for further legal action accounted for Baht 17.14 million, 3 cases under consideration of the state attorney for Baht 191.66 million and 138 cases in the process compromising and pursuing totaling Baht 322.84 million.

As at September 30, 2011, the allowance for doubtful accounts in the consolidated financial statements amounting of Baht 555.15 million consists of 7 proceeding legal cases accounted for Baht 9.40 million, 8 cases under process of gathering evidence for further legal action accounted for Baht 17.49 million, 3 cases under consideration of the state attorney for Baht 191.65 million and 133 cases in the process compromising and pursuing totaling Baht 336.61 million.

Trade accounts receivable are classified as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Not overdue	1,469.43	1,560.88	1,446.64	1,542.99
Not over 6 months	278.64	47.05	264.82	33.28
Over 6 months – 1 year	11.07	90.64	9.29	89.56
Over 1 year – 2 years	40.27	22.79	38.94	22.44
Over 2 years	507.44	493.98	496.87	483.67
Total	2,360.85	2,215.34	2,256.56	2,171.94

11 Other receivables

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Receivables from the Revenue Department	1,991.12	2,211.83	1,990.93	2,211.50
Receivables from the State Railway of Thailand	37.70	37.70	37.70	37.70
Receivables from extended credit	1.47	3.18	1.47	3.18
Other receivables	12.81	13.00	12.73	2.39
Total	2,043.10	2,265.71	2,042.83	2,254.77

Receivables from the Revenue Department amounting to Baht 1,991.12 million in the consolidated financial statements as at September 30, 2012, comprise of ;

- Baht 744.25 million (As at September 30, 2011 : Baht 964.82 million) of AOT corporate income tax refund.
- Baht 0.19 million (As at September 30, 2011: Baht 0.33 million) of SAH input tax refund and Baht 1,246.68 million (As at September 30, 2011 : Baht 1,246.68 million) of AOT input tax refund. AOT input tax refund was the input tax incurred from the construction of Suvarnabhumi Airport during June 1996 – December 2005 and transferred from NBIA on January 1, 2006. Referring to the input tax refund process, the Council of State considered that AOT, as the one that NBIA was transferred to in accordance with the cabinet's resolution and business transferring contract, is entitle to the right and responsibility transferred from NBIA to apply for the VAT refund (input tax). However, AOT must act in accordance with criteria stated in the Revenue Code and other related law. AOT acted according to the criteria set by the Revenue Department. AOT filed the estimation of use of building space to the Revenue Department and received an extension to file details of building construction and use from the Revenue Department. At present, it is under tax refund examination process of the Revenue Department.



12 Inventories and supplies

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Inventories and supplies	257.66	313.70	249.89	307.18
Less Allowance for damaged and obsolete supplies	(5.90)	(0.46)	(5.90)	(0.46)
Inventories and supplies – net	251.76	313.24	243.99	306.72

13 Other current assets

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Assets for sale	-	159.13	-	135.38
Less : Allowance for impairment of assets	-	(159.13)	-	(135.38)
Assets for sale – net	-	-	-	-
Accrued input tax	285.23	183.29	276.76	167.57
Other Current assets	33.71	189.20	31.61	187.28
Total	318.94	372.49	308.37	354.85

As at September 30, 2011, assets for sale amounting to Baht 159.13 million in the consolidated financial statements and Baht 135.38 million in the company financial statements less allowance for impairment of assets of Baht 159.13 million and Baht 135.38 million, respectively, incurred from the reclassification of investment in ordinary shares of Thai Airport Ground Services Co., Ltd. The company made call upon shareholders to pay for shares in full by additional payment of 50 %, amounting to Baht 135.38 million but AOT had a policy not to pay for the call. The company issued a notice that shares will be forfeited and sold by public auction. The company issued a notice dated October 5, 2011, to AOT informing that the company could not sell the forfeited shares and withdrew the forfeit. Therefore, AOT reclassified assets for sale to general investments as shown in Note 16.

14 Available-for-sale investment

	Consolidated and The Company									
	Percentage of Shareholding		At Cost		Fair Value		Book Value		Dividends	
	2012 %	2011 %	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht
Bangkok Aviation Fuel Service Plc.	4.94	4.94	21.00	21.00	420.84	257.04	420.84	257.04	16.88	15.37



15 Investments in subsidiaries

	The Company					
	Percentage of Shareholding		Investments Cost method		Dividends	
	2012 %	2011 %	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht
New Bangkok Airport Co., Ltd.						
(NBIA) : under liquidation	100.00	100.00	39,029.00	39,029.00	-	-
Less Allowance for impairment of investments			(442.44)	(441.89)		
			38,586.56	38,587.11		
Suvarnabhumi Airport Hotel Co., Ltd. (SAH)	60.00	60.00	610.67	610.67	-	-
Total			39,197.23	39,197.78		

16 Long-term investments

Name of Company	Consolidated							
	Percentage of Shareholding		At Cost		Book Value		Dividends	
	2012 %	2011 %	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht
1. General investments								
Airport Duty Free Co., Ltd.	10.00	10.00	20.00	20.00	20.00	20.00	-	-
Phuket Air Catering Co., Ltd.	10.00	10.00	10.00	10.00	10.00	10.00	7.00	3.50
Airport Associated Co., Ltd.	10.00	10.00	3.00	3.00	3.00	3.00	-	-
Less : Allowance for impairment of investments			(3.00)	(3.00)	(3.00)	(3.00)		
Don Mueang International Airport Hotel Co., Ltd.	9.00	9.00	10.80	10.80	10.80	10.80	-	-
Trade Siam Co., Ltd.	1.50	1.50	0.75	0.75	0.75	0.75	-	-
Thai Aviation Refuelling Co., Ltd.	10.00	10.00	53.00	53.00	53.00	53.00	20.69	17.86
Thai Airport Ground Services Co., Ltd.	28.50	1.43	175.88	16.75	175.88	16.75	-	-
Less : Allowance for impairment in value of investments			(175.88)	(16.75)	(175.88)	(16.75)		
Total			94.55	94.55	94.55	94.55		
2. Fixed Deposits			3,150.00	5,800.00	3,150.00	5,800.00		
			3,244.55	5,894.55	3,244.55	5,894.55		



16 Long-term investments (Cont'd)

Name of Company	The Company							
	Percentage of Shareholding		At Cost		Book Value		Dividends	
	2012 %	2011 %	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht	2012 Million Baht	2011 Million Baht
1. General investments								
Airport Duty Free Co., Ltd.	10.00	10.00	20.00	20.00	20.00	20.00	-	-
Phuket Air Catering Co., Ltd.	10.00	10.00	10.00	10.00	10.00	10.00	7.00	3.50
Airport Associated Co., Ltd.	10.00	10.00	3.00	3.00	3.00	3.00	-	-
Less : Allowance for impairment of investments			(3.00)	(3.00)	(3.00)	(3.00)		
Don Mueang International Airport Hotel Co., Ltd.	9.00	9.00	10.80	10.80	10.80	10.80	-	-
Trade Siam Co., Ltd.	1.50	1.50	0.75	0.75	0.75	0.75	-	-
Thai Aviation Refuelling Co., Ltd.	10.00	10.00	53.00	53.00	53.00	53.00	20.69	17.86
Thai Airport Ground Services Co., Ltd.	28.50	1.43	149.62	14.25	149.62	14.25	-	-
Less : Allowance for impairment in value of investments			(149.62)	(14.25)	(149.62)	(14.25)		
Total			94.55	94.55	94.55	94.55		
2. Fixed Deposits			3,150.00	5,800.00	3,150.00	5,800.00		
			3,244.55	5,894.55	3,244.55	5,894.55		

As at September 30, 2009, AOT had investment in 2,850,000 ordinary shares, Baht 100 each, of Thai Airport Ground Services Co., Ltd. which were fully paid up 142,500 shares amounting to Baht 14.25 million and 50% paid up of 2,707,500 shares amounting to Baht 135.38 million, total shares value of Baht 149.62 million. On November 25, 2009, Thai Airport Ground Services Co., Ltd. made call upon shareholders to pay for shares in full by additional payment of 50 %, totaling of Baht 135.38 million. However, AOT had a policy not to pay for the call. On January 21, 2010, the company issued a notice that shares will be forfeited and sold by public auction.

A company issued a notice dated October 5, 2011, to AOT informing that the company could not sell the forfeited shares and withdrew the forfeit and requested AOT to pay for the share value within 30 days after the date of receiving the notice. AOT has recorded liabilities from investment in ordinary shares in the whole amount as disclosed in Note 29. At present, the company's petition for rehabilitation is under the consideration of the central bankruptcy court.

17 Investment property

Investment property considering by type of assets are as follows:

- Building or space occupied by AOT and rented under operating lease contract
- Building or space occupied by AOT to be rented under operating lease contract
- Land held by AOT for a currently undetermined future use
- Land and construction held by AOT for asset appreciation



Million Baht

	Consolidated and The Company			
	Land	Repurchaed construction	Building with rental space	Total
Cost				
As at October 1, 2011	2,028.77	168.22	8,459.76	10,656.75
- Additions	110.80	64.32	4.20	179.32
- Reclassifications	-	-	11.50	11.50
As at September 30, 2012	2,139.57	232.54	8,475.46	10,847.57
Accumulated Depreciation				
As at October 1, 2011	-	-	1,596.93	1,596.93
- Depreciation for the period		25.84	164.43	190.27
- Reclassifications	-	-	43.03	43.03
As at September 30, 2012	-	25.84	1,804.39	1,830.23
Allowance for impairment				
As at October 1, 2011	-	-	473.32	473.32
- Allowance for impairment of the period	-	-	(7.60)	(7.60)
As at September 30, 2012	-	-	465.72	465.72
Book Value – net				
As at September 30, 2011	2,028.77	168.22	6,389.51	8,586.50
As at September 30, 2012	2,139.57	206.70	6,205.35	8,551.62

As at September 30, 2012 and 2011, the fair value of investment property in the consolidated and company financial statements amount to Baht 65,614.01 million and Baht 51,789.00 million, respectively. The fair value of land and buildings and improvement was determined by market approach and income approach, respectively.



18 Plant and equipment

Million Baht

	Consolidated			The Company		
	Building & Construction	Equipment	Total	Building & Construction	Equipment	Total
Cost						
As at October 1, 2011	96,955.13	43,585.93	140,541.06	94,829.62	43,054.76	137,884.38
- Additions	1,355.60	1,576.16	2,931.76	1,353.56	1,568.18	2,921.74
- Reclassifications	(97.28)	(5.97)	(103.25)	(97.28)	(5.97)	(103.25)
- Sale and disposals	(1.86)	(337.06)	(338.92)	(1.86)	(336.94)	(338.80)
As at September 30, 2012	98,211.59	44,819.06	143,030.65	96,084.04	44,280.03	140,364.07
Accumulated Depreciation						
As at October 1, 2011	20,606.97	31,756.43	52,363.40	20,178.10	31,272.13	51,450.23
- Depreciation for the period	2,241.02	2,106.14	4,347.16	2,155.38	2,092.89	4,248.27
- Reclassifications	(43.04)	(1.49)	(44.53)	(43.04)	(1.49)	(44.53)
- Sale and disposals	(1.86)	(328.13)	(329.99)	(1.86)	(328.01)	(329.87)
As at September 30, 2012	22,803.09	33,532.95	56,336.04	22,288.58	33,035.52	55,324.10
Allowance for impairment						
As at October 1, 2011	4,062.79	797.33	4,860.12	4,062.79	797.33	4,860.12
- Allowance for impairment of the period	309.53	362.00	671.53	309.53	362.00	671.53
As at September 30, 2012	4,372.32	1,159.33	5,531.65	4,372.32	1,159.33	5,531.65
Book Value – net						
As at September 30, 2011	72,285.37	11,032.17	83,317.54	70,588.73	10,985.30	81,574.03
As at September 30, 2012	71,036.18	10,126.78	81,162.96	69,423.14	10,085.18	79,508.32

As at September 30, 2012, AOT had allowance for impairment of assets for Don Mueang and Mae Fah Luang - Chiang Rai Airports amounting to Baht 5,531.65 million (as at September 30, 2011 amounting to Baht 4,860.12 million). The Group considers impairment of assets at the cash-generating unit level at each airport. The recoverable amount is defined as the value-in-use because all business activities are operated on state properties leased from the Treasury Department, Ministry of Finance. According to the regulations of the Ministry of Finance, all constructions become the property of the Ministry of Finance upon completion, so the fair value less cost to sell is equal to zero.

The determination of value-in-use is estimated from future cash flows over the assets' useful lives. The growth rate used in the calculation after the fifth year is fixed and less than the AOT's average long-term growth rate. The cash flows estimation is performed on the reasonable basis and includes the forecast of air traffic. The applied discount rate is 11.87 % which is the AOT's weighted average cost of capital (WACC).

As at September 30, 2012 and 2011 the finance leased assets which included in equipment are as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Cost	1,296.33	1,303.93	1,295.28	1,302.88
Less : Accumulated Depreciation	(752.70)	(497.48)	(752.17)	(497.22)
Book Value	543.63	806.45	543.11	805.66



19 Assets under construction

Million Baht

	Consolidated and The Company				
	Suvarnabhumi Airport	Regional Airports	Don Mueang Airport	Head Office	Total
As at October 1, 2011	6,585.14	83.48	-	28.00	6,696.62
-Additions	2,593.89	275.17	666.76	88.13	3,263.95
-Transfer to plant and equipment	(1,942.16)	(191.35)	(596.18)	(91.35)	(2,821.04)
As at September 30, 2012	7,236.87	167.30	70.58	24.78	7,499.53

20 Intangible assets

Million Baht

	Consolidated and The Company
Cost	
As at October 1, 2011	1,363.16
- Additions	57.34
- Sale and disposals	(0.32)
As at September 30, 2012	1,420.18
Amortization	
As at October 1, 2011	658.98
- Amortization for the Period	131.46
- Sale and disposals	(0.25)
As at September 30, 2012	790.19
Allowance for impairment	
As at October 1, 2011	12.62
- Allowance for impairment of the period	1.41
As at September 30, 2012	14.03
Book Value – net	
As at September 30, 2011	691.56
As at September 30, 2012	615.96

21 Other non-current assets

Million Baht

	Consolidated		The Company	
	2012	2011	2011	2012
Advance payment	729.04	8.35	729.04	8.35
Guaranteed money	3.76	3.09	3.75	3.08
Cross Currency and Interest Rate Swap contact	7,948.41	9,710.25	7,948.41	9,710.25
Total	8,681.21	9,721.69	8,681.20	9,721.68



22 Promissory note

AOT has issued promissory note to NBIA amounting to Baht 38,483.81 million (Note 44) on January 1, 2006, for discrepancy between the assets and liabilities transferred from NBIA, 0.5 % of interest rate per annum. AOT has not to pay interest since the dissolution date of NBIA. The maturity date of this note will be the last working day prior to the date that the remaining of share value, (if any), will be returned to shareholders of NBIA.

23 Trade accounts payable

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Trade accounts payable - third parties	1,221.24	1,002.17	1,128.39	768.37
Trade accounts payable - related parties (Note 42.3)	38.08	39.87	38.08	39.87
Total	1,259.32	1,042.04	1,166.47	808.24

24 Other current liabilities

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Employee's bonus payable	1,292.67	996.25	1,292.67	996.25
Accrued output tax	145.74	122.68	142.22	119.22
Accrued property tax	2,888.66	2,637.32	2,888.66	2,637.32
Value added tax payable	93.48	86.83	93.48	86.83
Revenue received in advance	428.87	421.54	430.56	423.23
Withholding tax payable	62.09	30.88	61.30	30.71
Other liabilities	229.27	166.27	193.81	124.12
Total	5,140.78	4,461.77	5,102.70	4,417.68

25 Long-term loans

	Consolidated				The Company			
	2012		2011		2012		2011	
	Million Yen	Million Baht	Million Yen	Million Baht	Million Yen	Million Baht	Million Yen	Million Baht
Foreign loans	137,664.03	55,282.29	149,924.01	61,600.47	137,664.03	55,282.29	149,924.01	61,600.47
Less : Current portion of long-term liabilities	(12,280.19)	(4,931.40)	(12,259.98)	(5,037.35)	(12,280.19)	(4,931.40)	(12,259.98)	(5,037.35)
	125,383.84	50,350.89	137,664.03	56,563.12	125,383.84	50,350.89	137,664.03	56,563.12
Domestic loans	-	950.49	-	1,098.93	-	-	-	-
Less : Current portion of long-term liabilities	-	148.44	-	(148.44)	-	-	-	-
	-	802.05	-	950.49	-	-	-	-
Total	125,383.84	51,152.94	137,664.03	57,513.61	125,383.84	50,350.89	137,664.03	56,563.12



Foreign loans

AOT foreign loans were borrowed in Japanese yen from overseas financial institutes, guaranteed by the Ministry of Finance with fixed annual interest rate at 0.75-2.70 % and 2003-2042 payment due. AOT entered into cross currency and interest rate swap contract for 78.02 % of the remaining balance of loan (as at September 30, 2012, exchange rate was Yen 100 = Baht 40.1574)

Domestic loans

Domestic loans were borrowed from local financial institutes for the construction of Suvarnabhumi Airport Hotel amounting to Baht 1,630.76 million with interest rate of MLR-2.0% per annum from contract signed date to September 30, 2007, and of MLR-1.0% per annum from October 1, 2007, onwards. The payment is due quarterly for 44 installments, amounting to Baht 37.10 million for each installment. The first payment has been paid in February 2008 and the last payment will be due within November 30, 2018. On November 25, 2010, Suvarnabhumi Airport Hotel changed loans repayment condition. The annual interest rate from February 26, 2010, to February 27, 2013, will be MLR-2.25% per annum and MLR-1.3% per annum since February 28, 2013, onwards. The principal repayment will be paid monthly from March 2010 to November 2016 at Baht 12.37 million. Moreover, the monthly repayment from December 2016 to November 2018 will be Baht 13.92 million.

The movements in the borrowings can be analysed as follows:

Million Baht

	Consolidated	The Company
Opening amount as at October 1, 2011	62,699.40	61,600.47
-Repayment of borrowings	(5,185.79)	(5,037.35)
-Difference from exchange rate	(1,280.83)	(1,280.83)
Closing amount as at September 30, 2012	56,232.78	55,282.29

26 Finance leased liabilities

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Finance leased liabilities	640.23	906.27	639.61	905.35
Less Deferred interest	(21.27)	(48.68)	(21.22)	(48.57)
Total	618.96	857.59	618.39	856.78
Less Current portion of long-term liabilities	(365.34)	(331.82)	(365.07)	(331.57)
Finance leased liabilities (later than 1 year but not later than 5 years)	253.62	525.77	253.32	525.21



27 Deferred income tax

Deferred income tax is a temporary difference between the carrying amount of an asset and liability and its tax base, the detail is as follows:

Million Baht

	Consolidated and The Company								
	Finance leased liabilities	Allowance for doubtful accounts	Depreciation - plant and equipment	Impairment - plant and equipment	Impairment - investment	Employee benefits	Property tax	Others	Total
Deferred tax assets:									
As at October 1, 2010	29.33	202.79	123.94	1,498.23	41.51	338.91	679.09	178.10	3,091.90
Charged/(credited) to the statements of income	(16.43)	(39.21)	(73.31)	105.31	136.84	70.17	97.38	106.49	387.24
As at September 30, 2011	12.90	163.58	50.63	1,603.54	178.35	409.08	776.47	284.59	3,479.14
Charged/(credited) to the statements of income	13.11	(57.44)	(29.50)	(401.26)	(59.34)	(81.64)	(198.74)	(12.77)	(827.58)
As at September 30, 2012	26.01	106.14	21.13	1,202.28	119.01	327.44	577.73	271.82	2,651.56

Million Baht

	Consolidated and The Company			
	in available-for-sale investment	Depreciation - plant and equipment	Others	Total
Deferred tax liabilities				
As at October 1, 2010	67.79	2.41	852.02	922.22
-Charged/ (credited) to the statements of income	-	97.12	369.72	466.84
-Tax charged/ (credited) to other comprehensive income	3.02	-	-	3.02
As at September 30, 2011	70.81	99.53	1,221.74	1,392.08
-Charged/ (credited) to the statements of income	-	146.47	(584.70)	(438.23)
-Tax charged/ (credited) to other comprehensive income	9.16	-	-	9.16
As at September 30, 2012	79.97	246.00	637.04	963.01

The gross movement on the deferred income tax account is as follows:

Million Baht

	Consolidated and The Company	
	2012	2011
Deferred income tax balance as at the beginning of the period	2,087.06	2,169.68
-Statements of income charge	(389.35)	(79.60)
-Tax charge/(credit) relating to the statements of comprehensive income	(9.16)	(3.02)
Deferred income tax balance as at the ending of the period	1,688.55	2,087.06

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.



According to the Royal Decree under the Revenue Code on Tax Exemption and Reduction No. 530, B.E. 2554 (2009) dated December 21, 2011, corporate income tax rate was reduced. Moreover, the Federation of Accounting Professions has issued an explanation concerning the stated change of corporate income tax rate and has an opinion that the probable expected tax rate to be applied in the measurement of deferred tax assets and liabilities should be 23% for the accounting period of 2012 which ending on or after December 31, 2012, and 20% for the accounting period of 2013 which beginning on or after January 1, 2013, onwards. The decrease of corporate income tax has affected the measurement of deferred tax assets and liabilities in the financial statements. Therefore, the Group has decreased the measurement of deferred tax assets and liabilities in according to tax rate for the period that the reversal is expected.

28 Employee benefit obligations

The amounts recognised in the statement of financial position as at September 30, 2012 and 2011 are determined as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
1. Short-term employee benefits				
- Accumulating absences	58.47	51.79	58.47	51.79
2. Long-term employee benefits				
- Defined benefit plans	1,573.46	1,504.14	1,571.95	1,503.09
- Other long-term employee benefits	12.05	10.79	12.05	10.79
Total	1,585.51	1,514.93	1,584.00	1,513.88
Total employee benefit obligations	1,643.98	1,566.72	1,642.47	1,565.67

Long-term employee benefit obligations are as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Present value of employee benefit obligations	1,585.51	1,514.93	1,584.00	1,513.88

The movements in the long-term employee benefit obligations are as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Beginning balance	1,514.93	1,444.93	1,513.88	1,443.83
Current service cost	213.48	368.17	213.06	367.77
Interest cost	49.05	44.43	49.01	44.39
Benefits paid	(191.95)	(342.60)	(191.95)	(342.11)
Ending balance	1,585.51	1,514.93	1,584.00	1,513.88



Expenses recorded in the statements of income for the year ended September 30, 2012 and 2011 are as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Current service cost	213.48	368.17	213.06	367.77
Interest cost	49.05	44.43	49.01	44.39
Expenses recorded in the statements of income	262.53	412.60	262.07	412.16

Major actuarial assumptions

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Discount rate (Percentage)	4.3	4.3	4.3	4.3
Average salary increase rate (Percentage)	7.7	7.7	7.7	7.7
Inflation rate (Percentage)	3.0	3.0	3.0	3.0

29 Provisions

Million Baht

	Consolidated and The Company				
	Noise impact	Lawsuit compensation	Property tax penalties compensation	Demand for investment compensation	Total
As at October 1, 2011	1,231.94	368.02	228.65	135.38	1,963.99
- Addition of provisions	640.80	48.43	-	-	689.23
- Used during the year	(1,533.14)	(3.36)	-	-	(1,536.50)
As at September 30, 2012	339.60	413.09	228.65	135.38	1,116.72
- Short - term provisions	339.60	-	-	135.38	474.98
- Long - term provisions	-	413.09	228.65	-	641.74
Total	339.60	413.09	228.65	135.38	1,116.72

30 Other non-current liabilities

Million Baht

	Consolidated and The Company	
	2012	2011
Retentions	84.09	97.18
Deferred revenue	42.39	44.15
Other non-current liabilities	16.64	18.73
Total	143.12	160.06



31 Share capital and premium on share capital

Million Baht

	No. of Shares	Share capital	Premium on share capital	Total
As at September 30, 2012 and 2011	1,428,570,000	14,285,700,000	12,567,669,243	26,853,369,243

AOT had authorized share capital of 1,428,570,000 ordinary shares with a par value of Baht 10 per share (2011: 1,428,570,000 ordinary shares with a par value of Baht 10 per share). The shares were issued and fully paid-up totally Baht 14,285.70 million

32 Legal reserve

According to Article 116 of the Public Limited Companies Act B.E.2535 (1992), AOT is required to appropriate not less than 5 percent of its annual net income as a reserve until the reserve fund reaches 10 percent of the authorized share capital. AOT reserve fund was already appropriated to 10% of the issued and fully paid-up share capital.

33 State property rental

The Treasury Department demanded for collect the compensation for using the state property from AOT at the rate of 5 percent of the operating income of Don Mueang Airport and Suvarnabhumi Airport and 2 percent for the other Regional Airports without any expense deduction. After the opening of Suvarnabhumi Airport, the compensation rates for Don Mueang Airport and Regional Airports will be adjusted according to the result of consultant study provided by the Treasury Department. At present, the Treasury Department and AOT are negotiating for the new compensation rates, therefore, state property rental amounting to Baht 1,306.70 million has been recorded at the former rates since the opening of Suvarnabhumi Airport. For the state property which AOT has rent to the Don Mueang International Airport Hotel Co., Ltd. to operate a hotel business, on June 26, 2012, the Treasury Department approved AOT to use the state property for another 20 years since June 1, 2011 onwards. The state property rental fee is Baht 3.18 million per year and will be increased 15% every 5 years. In this accounting period, the state property rental was Baht 3.32 million. The total amount of fees was Baht 1,310.02 million.

34 Gain (loss) on foreign exchange

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Realized Gain (loss)	(52.03)	(96.45)	(52.02)	(96.51)
Unrealized Gain (loss)	274.77	(1,441.67)	274.77	(1,441.67)
Total	222.74	(1,538.12)	222.75	(1,538.18)



180

35 Impairment loss of assets

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Loss on impairment of Don Mueang Airport	643.14	46.66	643.14	46.66
Loss on impairment of Mae Fah Luang - Chiang Rai Airport	23.15	294.47	23.15	294.47
Loss on impairment of investments	-	16.75	0.55	14.25
Total	666.29	357.88	666.84	355.38

36 Financial costs

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Interest expense of loans from financial institutions	2,033.36	2,186.08	1,979.49	2,130.93
Interest expense from finance leased liabilities	26.62	37.73	26.56	37.66
Total	2,059.98	2,223.81	2,006.05	2,168.59

37 Income tax expense

The income tax expense is calculated by the full year profit before tax multiplies by the tax rate that enacted or will be enacted as at the reporting date. The tax rate is 30% per annum.

The tax on the Group's profit before tax differs from the amount that calculated from tax based profit multiplies by the tax rate as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
Profit before income tax	10,000.21	3,432.86	9,984.36	3,544.69
Income tax calculated at a tax rate of 30% (prior year -30%)	3,000.06	1,029.86	2,995.31	1,063.41
Income not subject to tax	(130.62)	(11.02)	(130.62)	(11.02)
Expenses not deductible for tax purposes	588.63	512.56	588.63	512.56
Additional taxable expenses	(363.96)	(320.31)	(363.96)	(320.31)
Understated (overstated) income tax in prior period	15.48	(62.33)	15.48	(62.33)
Utilisation of previously unrecognised tax losses	(4.75)	33.55	-	-
Income tax expense under Revenue Code	3,104.84	1,182.31	3,104.84	1,182.31



Income tax expenses for the year ended September 30, 2012 and 2011 are as follow:

Million Baht

	Consolidated and The Company	
	2012	2011
Income tax expense under Revenue Code	3,104.84	1,182.31
Add Effect of deferred tax incurred from the change of tax rate	867.83	-
Less Deferred tax assets/liabilities incurred temporary difference	(478.48)	79.60
Income tax expense	3,494.19	1,261.91

38 Dividends

On January 27, 2012, the Annual Shareholders' meeting of AOT approved the dividend payment for the year 2011 of Baht 0.80 per share, amounting to Baht 1,142.85 million. AOT paid the dividends on February 9, 2012.

On January 21, 2011, the Annual Shareholders' meeting of AOT approved the dividend payment for the year 2010 of Baht 0.55 per share, amounting to Baht 785.71 million. AOT paid the dividends on February 9, 2011.

39 Basic earnings per share

Basic earnings per share is calculated by dividing profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period.

	Consolidated		The Company	
	2012	2011	2012	2011
Profit attributable to ordinary equity holders of the parent (Baht)	6,499,746,464	2,214,822,512	6,490,163,088	2,282,780,685
Weighted average number of ordinary shares (Share)	1,428,570,000	1,428,570,000	1,428,570,000	1,428,570,000
Basis earnings per share (Baht)	4.55	1.55	4.54	1.60

The Group didn't issue diluted ordinary shares during the reporting period, therefore, there was no presentation of diluted earnings per share.

40 Disclosure of financial instruments

The Group faces the principal financial risks as follows:

Interest rate risk

Interest rate risk arises from changes in market interest rate which may have and effects on AOT operating results and cash flow in the present and the future. AOT has short term and long term deposits in the financial institutes. AOT has liabilities from loans with fixed interest rate and AOT's subsidiary has liabilities from loans with floating interest rate.



Weighted average interest rates of the financial assets and liabilities with interest as at September 30, 2012 and 2011 are as follows:

	Consolidated 2012					
	Interest rate (%)	Within 1 year (Million Baht)	More than 1 year (Million Baht)	More than 2 year (Million Baht)	More than 5 year (Million Baht)	Total (Million Baht)
Cash and current account	-	2.13	-	-	-	2.13
Cash equivalents	2.11	3,650.70	-	-	-	3,650.70
Short-term investments	3.77	28,457.92	-	-	-	28,457.92
Long-term investments	3.91	-	3,150.00	-	-	3,150.00
		32,110.75	3,150.00	-	-	35,260.75
Domestic loans	5.25	148.44	148.44	460.82	192.79	950.49
Foreign loans	1.68	4,931.40	4,931.40	14,794.21	30,625.28	55,282.29
		5,079.84	5,079.84	15,255.03	30,818.07	56,232.78

	Consolidated 2011					
	Interest rate (%)	Within 1 year (Million Baht)	More than 1 year (Million Baht)	More than 2 year (Million Baht)	More than 5 year (Million Baht)	Total (Million Baht)
Cash and current account	-	36.33	-	-	-	36.33
Cash equivalents	2.78	5,143.11	-	-	-	5,143.11
Short-term investments	3.38	21,712.55	-	-	-	21,712.55
Long-term investments	3.50	-	3,800.00	2,000.00	-	5,800.00
		26,891.99	3,800.00	2,000.00	-	32,691.99
Domestic loans	5.84	148.44	148.44	148.44	653.61	1,098.93
Foreign loans	1.68	5,037.35	5,045.66	15,136.97	36,380.49	61,600.47
		5,185.79	5,194.10	15,285.41	37,034.10	62,699.40

	The Company 2012					
	Interest rate (%)	Within 1 year (Million Baht)	More than 1 year (Million Baht)	More than 2 year (Million Baht)	More than 5 year (Million Baht)	Total (Million Baht)
Cash and current account	-	0.89	-	-	-	0.89
Cash equivalents	2.11	3,642.14	-	-	-	3,642.14
Short-term investments	3.77	28,457.92	-	-	-	28,457.92
Long-term investments	3.91	-	3,150.00	-	-	3,150.00
		32,100.95	3,150.00	-	-	35,250.95
Foreign loans	1.68	4,931.40	4,931.40	14,794.21	30,625.28	55,282.29



	The Company 2011					
	Interest rate (%)	Within 1 year (Million Baht)	More than 1 year (Million Baht)	More than 2 year (Million Baht)	More than 5 year (Million Baht)	Total (Million Baht)
Cash and current account	-	35.09	-	-	-	35.09
Cash equivalents	2.78	5,137.61	-	-	-	5,137.61
Short-term investments	3.38	21,712.55	-	-	-	21,712.55
Long-term investments	3.50	-	3,800.00	2,000.00	-	5,800.00
		26,885.25	3,800.00	2,000.00	-	32,685.25
Foreign loans	1.68	5,037.35	5,045.66	15,136.97	36,380.49	61,600.47

Exchange rate risk

AOT had risk from the variance of currency exchange rate that affects liabilities, operating expenses and interest payment in foreign currency. AOT risk management policy is to set up the risk management subcommittee on foreign debt. AOT entered into cross currency swap for Japanese Yen loans to Thai Baht which was 78.02 % of the remaining amount of loans by applying financial derivative of Cross Currency Swap, Participating Swap and Cross Currency Swap which referring to the Kingdom of Thailand solvency in proportion of 42:33:25 with Thai and foreign financial institutes.

Credit risk

Credit risk is arisen from the delayed payment of debt of the client. Setting the clear service payment , continually trace the client of outstanding debt, and ask for the guarantee from the client schedule, are the ways to hedge the said matter. The client's fair value stated in the statements of financial position is the net value of the debtor after deducting doubtful account.

Liquidity risk

AOT and its subsidiaries manage liquidity risk by sufficiently maintaining the level of cash and cash equivalents to support the company's operations and decrease risk from the effects of cash flow fluctuation.

Fair value of financial instruments

Most of the financial assets and liabilities were in short-term category including the loan which its interest rate close to the rate applied in the market. The management believed that the fair value of financial assets and liabilities did not have significant difference from the book value.

The favourable fair value of cross currency swap contracts of AOT was Baht 5,366.81 million. It has been calculated based on foreign exchange and interest rates quoted by AOT lending bankers at the end of the statements of financial position date, as if these contracts had been terminated.



41 Commitment

The Group legal commitments, which are not considered as expenses in the accounting period, are as follows:

Capital expense commitment, as at September 30, 2012 and 2011 comprises of;

	Million Baht	
	Consolidated and The Company	
	2012	2011
Contracts for regional airports development projects	4,546.66	189.28
Suvarnabhumi Airport's plan and projects	2,448.93	134.73
Don Mueang Airport's restoration contract	111.68	-
Noise Impact	1,113.40	1,675.24
Total	8,220.67	1,999.25

Operating expense commitment (VAT included), as at September 30, 2012 and 2011 comprises of;

	Million Baht			
	Consolidated		The Company	
	2012	2011	2012	2011
Contracts with private sector	4,639.51	5,056.80	4,639.51	5,056.80
Hotel management contract and logo fee	1,442.23	1,544.06	-	-
Repair and maintenance contracts	1,533.29	2,389.00	1,533.29	2,389.00
Don Mueang Airport's restoration contract	54.00	-	54.00	-
Properties leasing contracts	386.72	437.03	386.72	437.03
Total	8,055.75	9,426.89	6,613.52	7,882.83

As at September 30, 2012, Suvarnabhumi Airport Hotel has obligations arising from 20-year-contract of hotel management (February 1, 2005 - January 31, 2025) in the amount of Baht 1,429.39 million for hotel management fee (wages and personnel expenses) and Baht 12.84 million for the logo fee. The total obligations were Baht 1,442.23 million.



42 Related party transactions

The related party transactions are included in the financial statements based on normal business as follows:

Million Baht

	Consolidated		The Company	
	2012	2011	2012	2011
42.1 Trade accounts receivable				
Phuket Air Catering Co., Ltd.	1.71	1.41	1.71	1.41
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	2.65	2.96
Thai Aviation Refuelling Co., Ltd.	-	0.04	-	0.04
Bangkok Aviation Fuel Service Plc.	20.20	20.52	20.20	20.52
Total	21.91	21.97	24.56	24.93
Less : Allowance for doubtful accounts	-	-	-	0.36
Trade accounts receivable - net	21.91	21.97	24.56	24.57
42.2 Accrued income				
Thai Aviation Refuelling Co., Ltd.	9.72	9.97	9.72	9.97
Bangkok Aviation Fuel Service Plc.	0.32	-	0.32	-
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	49.24	30.82
Total	10.04	9.97	59.28	40.79
42.3 Trade accounts payable				
Thai Airport Ground Services Co., Ltd.	37.59	39.87	37.59	39.87
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	0.39	-
Thai Aviation Refuelling Co., Ltd.	0.49	-	0.49	-
Don Mueang International Airport Hotel Co., Ltd.	-	-	-	-
Total	38.08	39.87	38.47	39.87
42.4 Accrued expenses				
Thai Airport Ground Services Co., Ltd.	69.20	69.20	69.20	69.20
41.5 Other payables				
Thai Airport Ground Services Co., Ltd.	1.87	-	1.87	-
42.6 Revenue received in advance				
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	1.68	1.68
42.7 Revenues and expenses				
Operating revenues				
Thai Airport Ground Services Co., Ltd.	0.41	-	0.41	-
Phuket Air Catering Co., Ltd.	39.84	33.79	39.84	33.79
Bangkok Aviation Fuel Service Plc.	254.36	261.44	254.36	261.44
Don Mueang International Airport Hotel Co., Ltd.	4.90	5.53	4.90	5.53
Thai Aviation Refuelling Co., Ltd.	17.12	15.23	17.12	15.23
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	57.62	55.33
Total	316.63	315.99	374.25	371.32
Other incomes				
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	0.13	-
Operating expenses				
Thai Airport Ground Services Co., Ltd.	-	28.08	-	28.08
Suvarnabhumi Airport Hotel Co., Ltd.	-	-	3.29	0.98
Total	-	28.08	3.29	29.06
42.8 Management remuneration				
Short-term employee benefits	78.36	62.95	75.59	58.56
Post-employee benefits	1.38	1.37	1.38	1.37
Total	79.74	64.32	46.97	59.93



43 Contingent liabilities

43.1 Assessment of property tax (Don Mueang Airport)

Since 1995 Bangkok Metropolitan Administration (BMA) has changed property tax assessment method from using only rent as a calculation base to use both rent and remuneration amount AOT obtained from operators for rental of spaces as a calculation base. AOT disagreed with this method because it made rental rate at Don Mueang Airport higher than a proper rate, for some spaces the monthly rate was as high as Baht 100,000 per square meter. AOT appealed to the Office of the Attorney General on July 29, 1999, for the determination of the committee on the assessment of property tax. AOT has applied this approach as criteria to appeal for the property tax until present.

AOT was informed by the Office of the Attorney General (letter No. 0015/5219 dated March 24, 2005) for the final determination of the committee on the assessment of property tax relating to the property tax assessment of 1995-2003. During 2006-2011, the Office of the Attorney General informed AOT for the final determination of the committee on the assessment of property tax relating to the property tax assessment of 2004-2008. As a result, the property tax for 1995-2008 was over assessed by BMA.

AOT accepted the final determination of the committee on the assessment of property tax and fully paid property tax to BMA in according to the criteria set by the committee on the assessment of property tax since 1995 until present. BMA disagreed with the stated criteria for property tax assessment and always assessed the property tax by using the same criteria as 1995. The Treasury Department, the owner of the property which rented by AOT, informed that the Office of the Attorney General will submit the matter to the cabinet for ordering BMA to act in accordance with the determination of the committee. At present, there are no further progress.

As at September 30, 2012, AOT has Baht 2,374.91 million of appealing tax payable (BMA has assessed the property tax amounted to Baht 3,935.78 million, less the paid tax of Baht 1,560.87 million) and penalties of Baht 228.65 million according to Section 43(4) of the Property Tax Act, B.E.2475 (1932), amended by the Property Tax Act (No.4), B.E.2534 (1991) in case the result of the appeal complied with the assessment of BMA.

43.2 Lawsuits

AOT was prosecuted with 51 cases which comprise of:

- 40 general cases. The plaintiff filed a lawsuit against AOT to compensate for the damages in an approximate amount of Baht 6,289.67 million (excluding interest). The cases are under consideration of the court and insurance company and not settled. The attorney-at-law of the Office of the Attorney General represents AOT.
- 9 cases of impact from the noise pollution. The plaintiff filed a lawsuit against AOT to compensate for the damages in an approximate amount of Baht 1,726.13 million. Presently, the cases are under the consideration of the court and not settled. The attorney-at-law of the Office of the Attorney General represents AOT.
- A private company filed a lawsuit against AOT under 2 cases concerning the wrongful termination of contract for building and parking management at Suvarnabhumi Airport. The private company requests AOT to pay for damages amounting to Baht 128.98 million. The matters are under consideration of the administrative court. In addition, the private company also sued AOT in a case of an infringement and requested for an injunction. The matters are under the consideration of the civil court.

The court issued a court motion for the interests of the litigants during the consideration in the months between December 2011 and March 2012 and ordered to apply additional condition that the parking fees and membership fees collected by the plaintiff must be submitted to the court at an actual amount of collection but not less than Baht 25 million per month on the 15th and at the end of each month starting from April 1, 2012. The plaintiff can reimburse for any necessary expenses incurred from activities. However, if the plaintiff loses the case, it will be required to refund the defendant.

AOT filed a petition requesting for court's order to allow AOT to collect the parking fees and membership fees because the amount of collection submitted by the private company was less than Baht 25 million per month which was not complied with the court's order. On June 20, 2012, the court issued a court motion for the interests of the litigants



during the consideration and ordered the defendant 1 (AOT) to collect the parking fees and membership fees and submit to the court at an actual amount of collection but not less than Baht 25 million per month (including VAT). The plaintiff will be participated in fees collection process.

AOT filed a motion challenging the court's jurisdiction that the case is under the administrative court's authority. At present, the authority of the court rulings is under consideration.

As at September 30, 2012, AOT have provision for liabilities incurred from 10 cases of lawsuits amounting to Baht 413.09 million.

43.3 Noise Impact

AOT's Board of Directors have resolved on May 15, 2008, to pay compensation to people who are affected by noise pollution arisen from the operations of Suvarnabhumi Airport in accordance with the cabinet resolution on May 29, 2007. The compensation payments base on actual air traffic and are for buildings that were constructed before 2001 as follows:

- Areas with NEF over 40: To negotiate and purchase buildings and constructions by comparing with the compensation guideline for expropriated immovable property as stated in the Act on Expropriation of Immovable Property B.E.2530 (1987). If owners do not want to sell the property, they will receive money for building improvement.
- Areas with NEF 30-40: To support building and construction improvement by evaluating noise level. If the noise level is over 10 decibel (a), an owner will receive money for buildings and constructions improvement according to the criteria of the study of National Institute of Development Administration (NIDA).

As at September 30, 2012, AOT have provision for compensation for noise impact amounting to Baht 339.60 million to improve building and construction.

However, AOT established compensation fund for the impact of Suvarnabhumi Airport. The objective of the fund is to set criteria and methods to mitigate and help people who are affected from the operations of Suvarnabhumi Airport. It is in compliance with the resolution of the National Environment Board meeting No. 2/2009 dated May 4, 2009.

44 Acquisition and dissolution of NBIA

According to the cabinet's resolution dated September 10, 2002, the cabinet agreed to transfer all activities, rights, liabilities, commitment, assets, as well as employees of NBIA to AOT when Suvarnabhumi Airport has completely been constructed. This would take place before the airport start its operation. Besides, NBIA should be dissolved and all its activities transfer to AOT as a business unit. This arrangement has already occurred on January 1, 2006 and acknowledged by the cabinet's resolution dated February 28, 2006 in accordance with the resolutions of the Ministry of Finance and the Ministry of Social Development and Human Security. On December 8, 2004, all personnel from NBIA have already been transferred to AOT. After that, business, assets, rights, and commitment of that have also been transferred to AOT on January 1, 2006. All properties and liabilities have been transferred from NBIA under book value recorded in NBIA account as at December 31, 2005 at the amount of Baht 100,913.28 million (including Baht 91,820.25 million of assets under construction, Baht 149.35 million of land, plant and equipment - net and Baht 8,943.68 million of other items) and Baht 62,429.47 million, respectively. Thus, the amount of the promissory note that AOT issued to NBIA was Baht 38,483.81 million with interest rate of 0.5% per annum. The maturity date of this note will be the last working day prior to the date that the remaining of share value, (if any), will be returned to AOT. NBIA was registered for dissolution on July 31, 2006 in accordance with the resolutions of the AOT Extraordinary Shareholders' Meeting No.1 on July 12, 2006 and No.2 on July 28, 2006. At present, it is under the liquidation process. AOT has not to pay interest since the dissolution date of NBIA.



As at September 30, 2012 the related transactions of NBIA were recorded in the company's financial statements as follows:

- Other receivables	0.76	Million Baht
- Accrued revenues	8.09	Million Baht
- Investments in subsidiaries-net	38,586.56	Million Baht
- Promissory notes	38,483.81	Million Baht
- Accrued expenses	111.76	Million Baht

45 Dispute

AOT received the letter from the Thai Arbitration Institute acknowledging the receipt of the Statement of Claim as follows:

- A joint venture submitted the Statement of Claim, arising in respect of the construction contract of the passenger terminal complex for Suvarnabhumi Airport, to the Thai Arbitration Institute in accordance with the cases No.(Black) 103/2009 and No. (Black) 104/2009 dated October 30, 2009. A joint venture request AOT to pay for damages amounting to Baht 7,070.69 million and Yen 568.77 million including interest. Later on, a joint venture amended the Statement of Claim for the agreed claim. As a result, the amounts of claim for both cases decreased to Baht 5,712.70 million and Yen 487.74 million. At present, it is under the process to appoint the arbitrator.
- A joint venture submitted the Statement of Claim, arising in respect of the construction contract of the elevated frontage roads for Suvarnabhumi Airport, to the Thai Arbitration Institute in accordance with the cases No. (Black) 33/2010 dated May 4, 2009. A joint venture requested AOT to pay for damages amounting to Baht 1,206.17 million and Yen 99.22 million including interest. The Thai Arbitration Institute has already appointed the arbitrator to consider the dispute and set for a pre-trial hearing date on January 21, 2013.

Therefore, AOT could not estimate whether and to what extent the damages will incur according to the claimants.

46 Events in this accounting period

Due to the flood, assets at AOT head office and Don Mueang Airport were damaged. AOT received subsidies from the Bureau of the Budget on January 25, 2012, to carry out Don Mueang Airport restoration project in the amount of Baht 392.14 million. AOT has finished the project and return the money of Baht 1.30 million to the Bureau of the Budget.

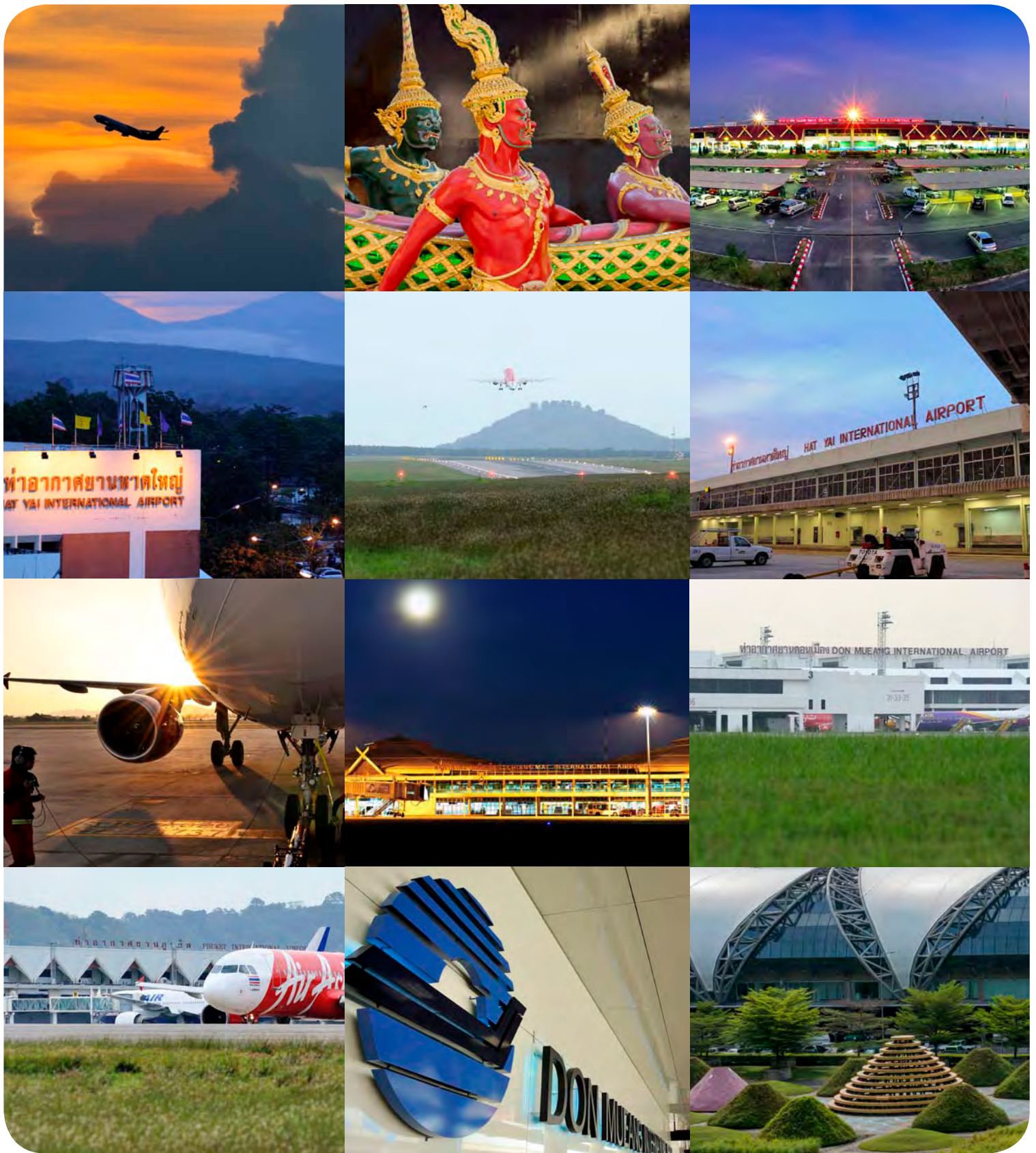
For the expenses that AOT is responsible for, in order to resume normal commercial services at Don Mueang Airport, AOT has hired a contractor to carry out Don Mueang Airport and head office restoration project in the amount of Baht 860.40 million which some expenses will be compensated from the insurance company. The remaining commitment has been disclosed in Note 41.

Don Mueang Airport has resumed its normal commercial services on March 6, 2012, at 06.00 o'clock.

On June 19, 2012 the cabinet approved the role of Suvarnabhumi Airport as a main airport for full-service and connecting flights in order to promote as a regional hub while Don Mueang Airport will serve low-cost carriers and/or accommodate point-to-point domestic and international flights which base on the voluntary of airlines and for the highest utilization of both airports.

47 Events after the reporting period

Don Mueang Airport has increased flights and passengers services since October 1, 2012. There are 2 low cost carriers that provide scheduled flights and one group of airlines which moved its base from Suvarnabhumi Airport to Don Mueang Airport. As a result, revenues of Don Mueang Airport increased materially. It was an indication that impairment loss will be decreased or fully reversed. The management has a policy to review impairment of assets of Don Mueang Airport in the next accounting period.



Airports of Thailand Public Company limited
 333 Cherdwutagard Road, Srikan, Don Muang, Bangkok 10210
 Tel. 0 2535 1111 Fax 0 2535 4061 / 0 2504 3846
 E-mail : aotpr@airportthai.co.th
www.airportthai.co.th