



THAI BEVERAGE PUBLIC COMPANY LIMITED

Always with you

Annual Report 2015



THAI BEVERAGE PUBLIC COMPANY LIMITED

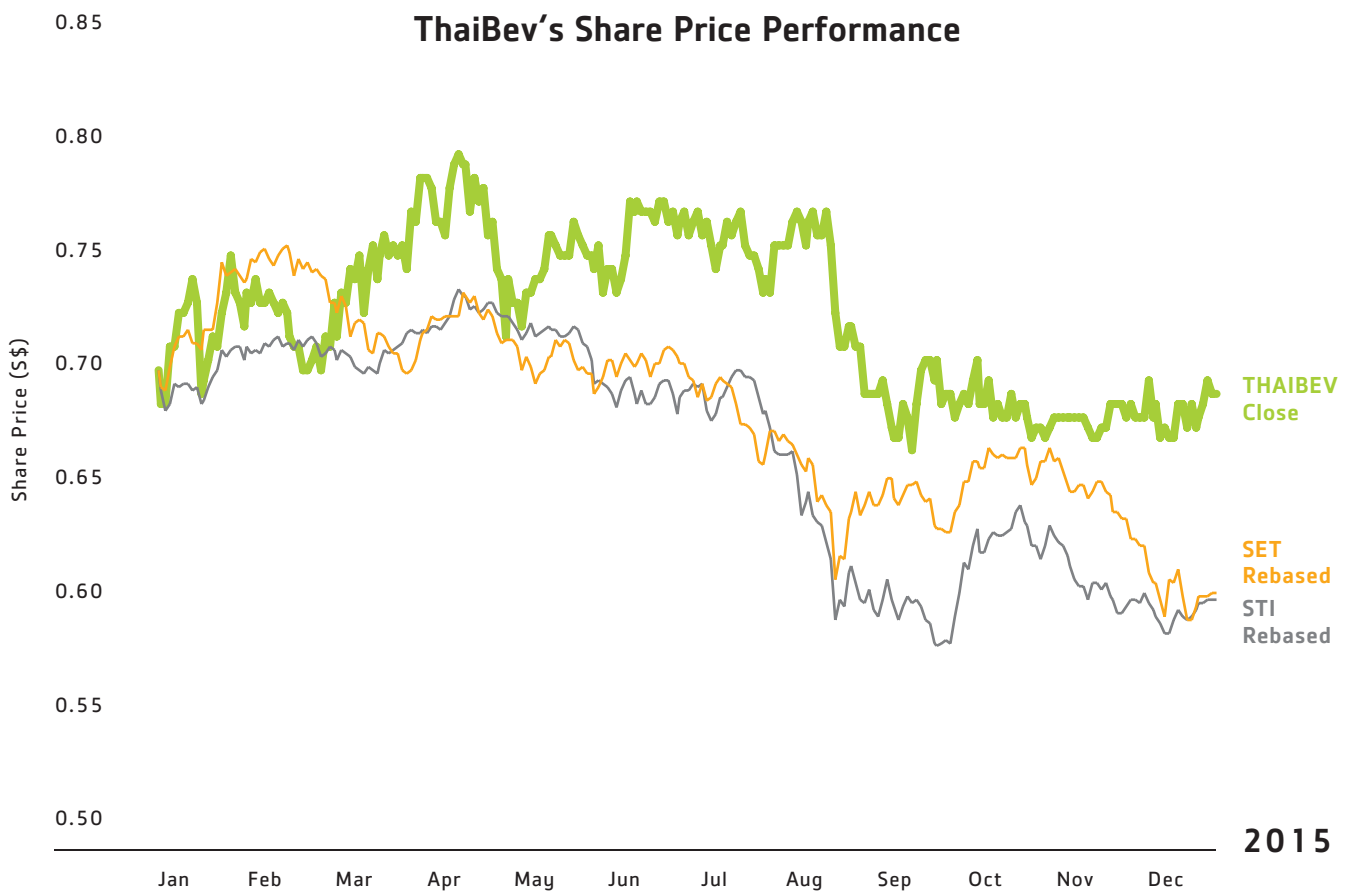


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# Investor Information

Thai Beverage Public Company Limited  
is listed on the Singapore Exchange (SGX-ST) main board



**SGX TICKER / Y92**  
**REUTERS / TBEV.SI**  
**BLOOMBERG / THBEV:SP**  
**GOOGLE FINANCE / Y92**

**IPO Date**  
30 May 2006  
**IPO offer price**  
S\$ 0.28  
**Fiscal year ends**  
December 31

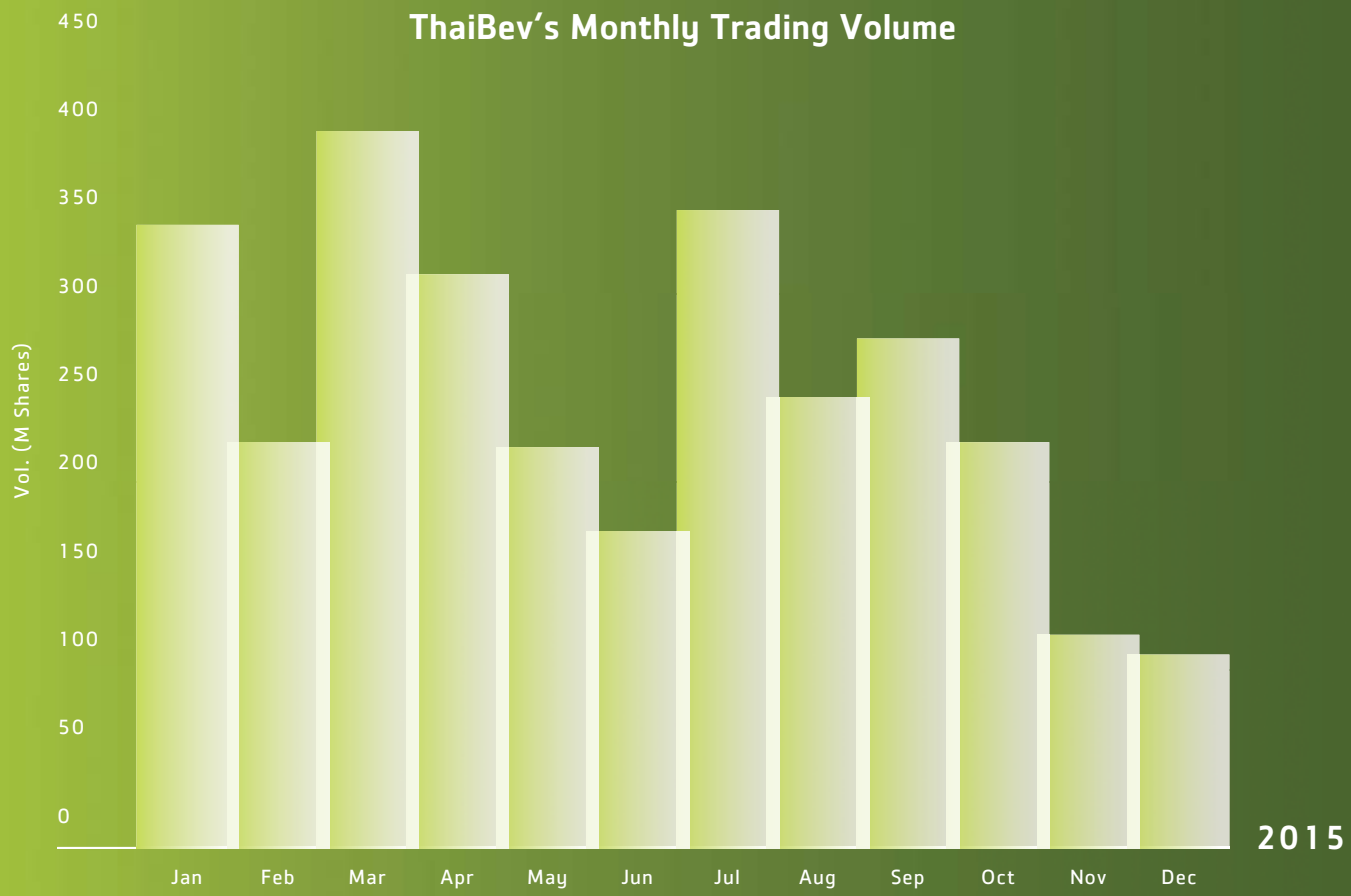
**External Auditor**  
KPMG Phoomchai Audit Ltd.  
**Dividend Policy**  
Not less than 50% of net profit  
after deducting all appropriated  
reserves and investments

**Share price \***  
2015 High S\$ 0.795  
2015 Low S\$ 0.665  
\* Data from January 2, 2015  
to December 31, 2015

**Investor Relations Contact:**

Investor Relations Department  
Thai Beverage Public Company Limited  
14 Vibhavadi Rangsit Rd., Chomphon  
Chatuchak, Bangkok 10900, THAILAND

**Corporate website:** [www.thaibev.com](http://www.thaibev.com)  
**IR website:** [www.thaibev.com/ir.html](http://www.thaibev.com/ir.html)  
**E-mail:** [ir@thaibev.com](mailto:ir@thaibev.com)  
Tel: +662 785 5555  
Fax: +662 272 3026



# Financial Highlights

| Statements of Income (Mil.Baht) | Year 2015 | Year 2014<br>(Restated) |
|---------------------------------|-----------|-------------------------|
| Revenue from sales              | 172,049   | 162,040                 |
| Total revenues                  | 181,193   | 166,201                 |
| Cost of sales                   | 121,830   | 114,710                 |
| Gross profit                    | 50,219    | 47,330                  |
| Operating profit                | 23,380    | 23,443                  |
| EBIT                            | 32,335    | 27,538                  |
| Net profit                      | 26,464    | 21,433                  |
| Depreciation and amortisation   | 4,400     | 3,986                   |
| EBITDA                          | 36,735    | 31,524                  |

| Statements of Financial Position (Mil.Baht) | Year 2015 | Year 2014<br>(Restated) |
|---|-----------|-------------------------|
| Current assets                              | 48,128    | 46,068                  |
| Non-current assets                          | 133,889   | 125,919                 |
| Total assets                                | 182,017   | 171,987                 |
| Current liabilities                         | 33,090    | 36,036                  |
| Non-current liabilities                     | 29,661    | 31,275                  |
| Total liabilities                           | 62,751    | 67,311                  |
| Shareholders' equity                        | 119,266   | 104,676                 |
| Total liabilities and shareholders' equity  | 182,017   | 171,987                 |

| Liquidity Ratio           |       | Year 2015 | Year 2014<br>(Restated) |
|---------------------------|-------|-----------|-------------------------|
| Current Ratio             | times | 1.45      | 1.28                    |
| Quick Ratio               | times | 0.39      | 0.33                    |
| Average Collection Period | days  | 8.03      | 8.51                    |
| Average Inventory Period  | days  | 103.79    | 109.65                  |
| Average Payable Period    | days  | 14.46     | 15.92                   |
| Cash Cycle                | days  | 97.36     | 102.24                  |

| Profitability Ratio                            |   | Year 2015    | Year 2014<br>(Restated) |
|--|---|--------------|-------------------------|
| Gross Profit Margin                            | % | <b>29.19</b> | 29.21                   |
| EBITDA Margin                                  | % | <b>21.35</b> | 19.45                   |
| EBIT Margin                                    | % | <b>18.79</b> | 16.99                   |
| Operating Cash Flows to Operating Profit Ratio | % | <b>96.17</b> | 104.11                  |
| Net Profit Margin                              | % | <b>15.38</b> | 13.23                   |
| Return on Equity                               | % | <b>23.63</b> | 21.15                   |

| Efficiency Ratios      |       | Year 2015    | Year 2014<br>(Restated) |
|------------------------|-------|--------------|-------------------------|
| Return on Assets       | %     | <b>14.95</b> | 12.06                   |
| Return on Fixed Assets | %     | <b>56.20</b> | 45.56                   |
| Total Assets Turnover  | times | <b>0.97</b>  | 0.91                    |

| Leverage Ratios   |       | Year 2015    | Year 2014<br>(Restated) |
|---|-------|--------------|-------------------------|
| Liability to Equity Ratio   | times | <b>0.53</b>  | 0.64                    |
| Interest Bearing Debt to Equity Ratio   | times | <b>0.37</b>  | 0.47                    |
| Interest Bearing Debt to EBITDA Ratio   | times | <b>1.20</b>  | 1.57                    |
| Interest Coverage Ratio   | times | <b>26.95</b> | 20.30                   |
| Dividend Payout Ratio   | %     | <b>58.10</b> | 70.93                   |
| Dividend Payout Ratio (excluded share of profit from disposal of discontinued operations) | %     | <b>67.78</b> | 70.93                   |

# Total Sales Revenue

2015

**172** Billion Baht

2014

**162** Billion Baht

## 2015 Total Sales Revenue Breakdown

62%

From Spirits

25%

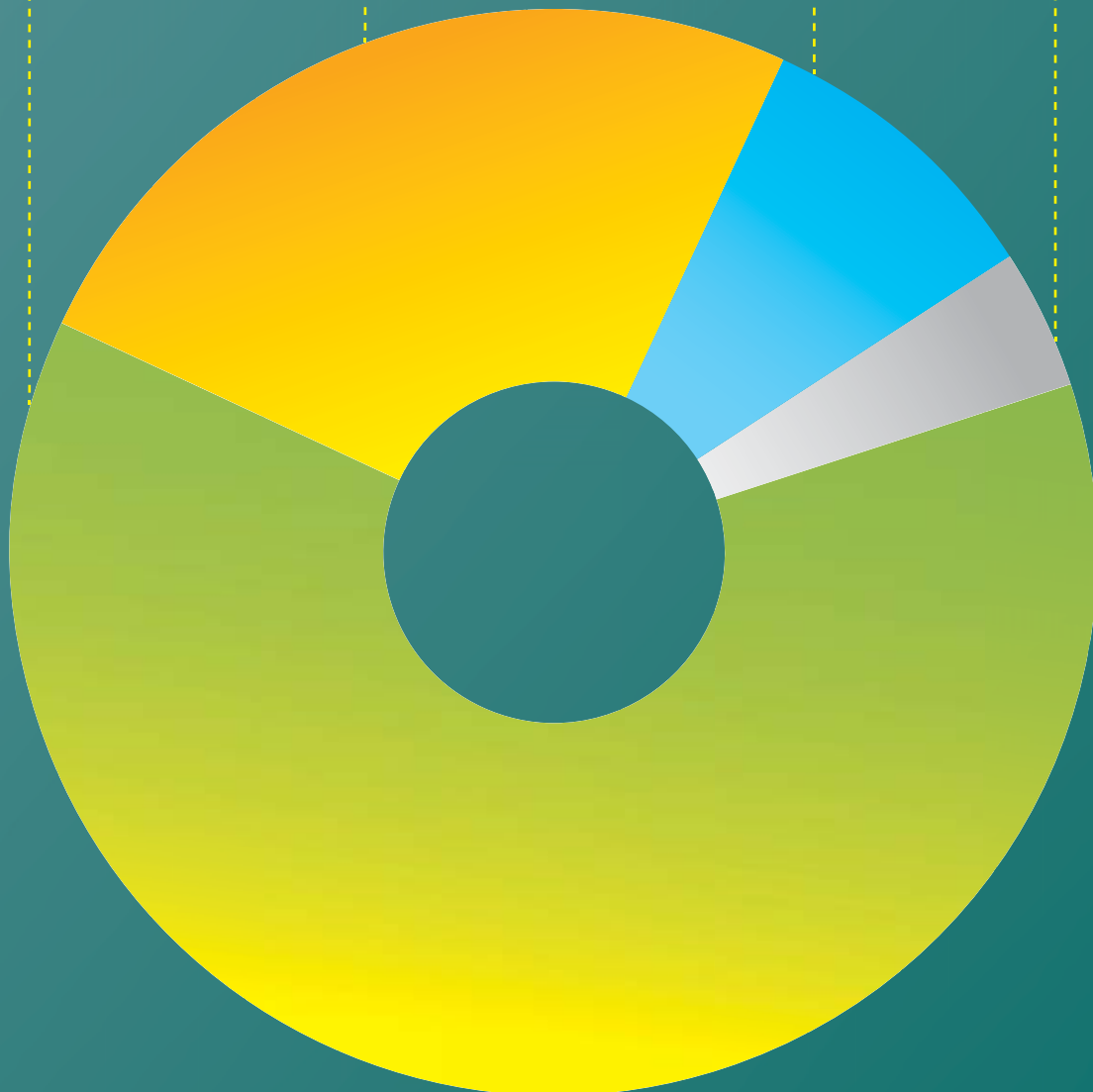
From Beer

9%

From Non-Alcoholic Beverages

4%

From Food





# Sales Volume

(Million Liters)

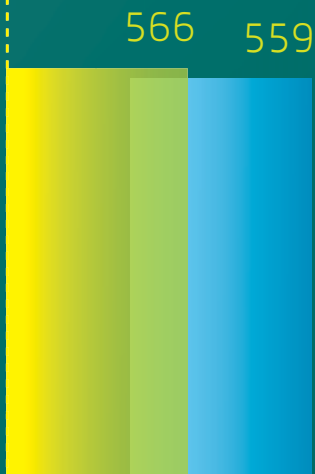
2015



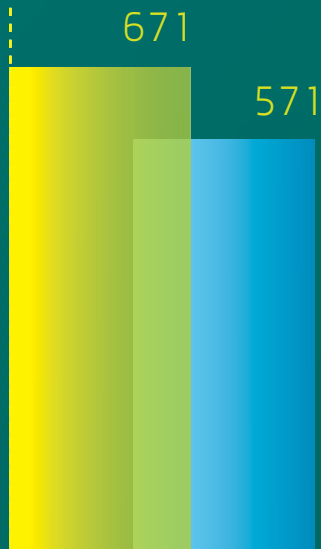
2014



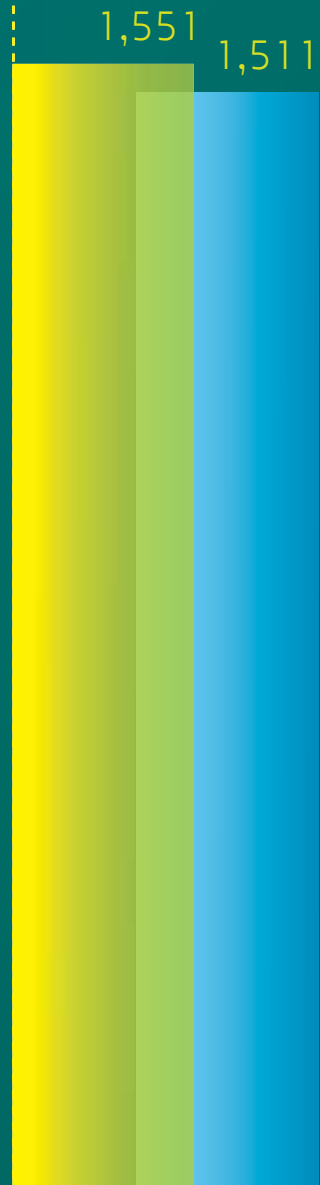
## Spirits



## Beer



## Non-Alcoholic Beverages





# Message from the Chairman

## Dear Shareholders,

2015 was another milestone for Thai Beverage Public Company Limited (“**ThaiBev**”) as it marked the first year of our “Vision 2020” roadmap unveiled last year. Our goal is to be the region’s leading beverage company, and to generate sustainable returns for shareholders. ThaiBev aims to achieve all aspirational targets by building growth, diversification of markets and products, improvement and development of flagship brands, strengthening our distribution network, as well as enlivening the professionalism of all ThaiBev staff. To this end, ThaiBev has worked closely with Fraser and Neave, Limited (“**F&N**”) to jointly navigate the strategic paths laid out in our Vision 2020.

Subsequent to the re-organization of the management structure to ensure alignment with the core product groups i.e. spirits, beer, and non-alcohol beverages and to enhance operations efficiency, ThaiBev experienced fruitful results as we ended 2015 with considerable growth in revenue and net profit. ThaiBev saw a 6.2 percent increase in total income, amounting to Baht 172,049 million, with a 5.5 percent increase in the net earnings from our operations, amounting to Baht 22,616 million. With Thailand’s economy on the path to full recovery, growth for 2015 met our forecasts and provided a solid platform on which ThaiBev can build on for the coming year. ThaiBev’s Board of Directors approved a dividend payout of Baht 0.61 per share, amounting to a total dividend payout of Baht 15,317 million, providing shareholders with a consistent level of dividend payment in absolute amount despite the challenging economic conditions.

ThaiBev’s alcohol beverage business harnessed the longstanding and deep-seated success of the spirits business throughout 2015; and as a result, we were able to maintain momentum in terms of market share and revenue growth. 2015 witnessed a historical moment of our beer business as ThaiBev celebrated the 20<sup>th</sup> anniversary of Chang Beer with the launch of “Chang Classic” with a totally new look — the emerald green bottle. The product was welcomed by consumers and achieved a major breakthrough in both revenue and profit growth, reflecting the beginnings of a steady journey towards becoming the leader of the beer segment in ASEAN.

In 2015, the non-alcoholic beverage business moved ahead in driving us towards becoming the region’s leading total beverage company. ThaiBev continue to invest in our non-alcoholic beverage portfolio. Also ThaiBev and F&N Group leveraged on the synergy in advanced production facilities and extensive distribution network in Thailand, Malaysia, and Singapore. In addition, we also expanded our presence in ASEAN through the launch of “Oishi Green Tea” and “est” in Malaysia and Singapore. We jointly benefited from the offices established in Myanmar and Vietnam, laying the foundation for future market penetration.

I would like to take this opportunity to thank the Board of Directors, senior management team, and all our employees for their tireless devotion and hard work, which serves as the key driving force behind our commitment to be a stable and sustainable regional beverage company.

On behalf of the Board of Directors and executives of ThaiBev, I would like to express our gratitude towards our shareholders, customers, and business partners for their trust and confidence in ThaiBev throughout the years; and look forward to your continued support in the future.



**Charoen Sirivadhanabhakdi**  
Chairman of the Board of Directors

# CEO Talk

## Dear shareholders,

The establishment of the ASEAN Economic Community (AEC) in 2015 is a major milestone in the regional economic integration, coupled with a number of challenges. The alcoholic beverages business faced major challenges in total consumption. Aside from the taxation for Thailand's National Sports Development Fund, resulting in an increase in selling price, ThaiBev was also impacted by dwindling buying power and a higher level of household debts. Hence, consumers spent more conservatively and reduced on-premise consumption. With regards to the non-alcoholic beverages business, competition for market share resulted in intense efforts in the areas of pricing, promotion, and advertisement, as ThaiBev looked to maintain its position as a leader in the industry. Amidst the challenging economic conditions, ThaiBev was still able to deliver stable growth in revenue and earnings, compared to the relative gloomy showing of Thailand's domestic consumption goods industries.

Following the joint adoption of Vision 2020 by ThaiBev Group and Fraser and Neave, Limited ("F&N") in late 2014, the ThaiBev F&N Group has operated with an emphasis on communications & collaboration to ensure common understanding and optimal efficiency. Each business unit was assigned to design and deploy its business model to reach their targets for Vision 2020. Building top-of-mind brands is among the key strategies of Vision 2020, and our flagship brands have been positioned to ensure that brand investment is allocated in line with the brand's priority. Product diversification was also a key focus, to ensure our portfolio best suits constantly evolving consumer demands. Compelling sales strategies and a comprehensive distribution network are indispensable to the business; and management underwent an exercise to realign themselves better with product groups, and ensure that each product group strives for growth in a more focused manner. The subsequent realignment and collaborative efforts of all product groups were then applicable to broader sales channels such as modern trade as well as high-end hotels and restaurants to best leverage the synergy and bargaining power.

The spirits business of ThaiBev in 2015 continued to maintain its market leadership with total sales amounting to Baht 10,991 million or an increase of 1.3 percent when compared to 2014, and registered a net profit of Baht 20,169 million. To improve the sustainability of the spirits business, ThaiBev expanded the portfolio with an aim to bridge the gap with consumers from all target groups. The "Blend 285 Signature" and "Meridien" Brandy underwent a major facelift for a more modern and internationalized brand identity, targeting the mid-price segment. At the same time, the Scotch whiskey product line from Inver House was imported for distribution to high-end hotels and restaurants in Thailand.

The beer business also enjoyed an impressive magnitude of success via the launch of the new-look "Chang Classic" in the occasion of celebrating the 20<sup>th</sup> anniversary of Chang beer, which boosted its market share at a satisfactory rate. For 2015, sales volume of the beer business increased by 17.5 percent while sales revenue rose by 22.5 percent to Baht 43,112 million. Net profit for the beer business also registered a massive improvement of over 206.8 percent, and with continual product development, ThaiBev is confident that the beer business will be able to attain sustainable profitability.

Even though the non-alcoholic beverages business encountered intense competition and saw loss from further brand investments in 2015, the Company took pride in its efforts, as some products began to bear fruitful results. ThaiBev achieved revenue growth and gained a leading position in the drinking water segment while "Oishi", our green tea business and the established leader of the market, continued to maintain its status as the market leader, and yielded stable profit. "Jub Jai", our new herbal drink, and "100PLUS", the functional carbonated soft drink, also contributed to the revenue growth at a commensurate level in their first year in the market.

The food business in 2015 faced the challenge of a reduction in on-premise consumption. Through regular marketing activities and initiatives, the Oishi restaurant was successfully positioned as the trendsetter of its segment, with the entire menu overhauled to complement its new identity and cater to the tastes of the new generation. The food business also established the Food of Asia Co., Ltd. which focuses on offering and introducing ASEAN food to cater to different pricing segments, as part of its ongoing efforts to further diversify its food portfolio, and cater to a wider range of consumers.

Our workforce is among the key drivers under Vision 2020, and ThaiBev made the paradigm shift in the way we manage our employees, moving from a human resources mindset to a human capital perspective in 2015. Employees are deemed to be the capital of an organization, as they are essential to the growth and well-being of the business. In 2015, ThaiBev rolled out a master plan of six core focus areas to build confidence and drive employee engagement, and serves to align, support and develop ThaiBev's human capital on a global level.

I would like to express my gratitude toward our shareholders, consumers, business partners, and all related parties for your unwavering trust; and my appreciation toward the Board of Directors, the senior management team, and all employees of ThaiBev for their determination and effort throughout 2015. We will continue to jointly promote progress and nurture business growth in a manner that ensures sustainability, good corporate governance, and corporate social responsibility that will look to bring forth maximum benefits to all stakeholders.



**Thapana Sirivadhanabhakdi**  
President and Chief Executive Officer



# Board of Directors

**Mr. Charoen Sirivadhanabhakdi**  
Chairman



**Khungying Wanna Sirivadhanabhakdi**  
Vice Chairman



**Mr. Puchchong Chandhanakij**  
Director



**Ms. Kanoknart Rangsihienchai**  
Director



**Mr. Manu Leopairote**  
Independent Director and  
Audit Committee Member



**Mr. Ng Tat Pun**  
Independent Director and  
Audit Committee Member



**Prof. Pornchai Matangkasombut**  
Independent Director



**Gen. Dr. Choo-Chat Kambhu Na Ayudhya**  
Independent Director



**Mr. Thapana Sirivadhanabhakdi**  
President and CEO



**Mr. Ueychai Tantha-Obhas**  
Director and Executive Vice President



**Mr. Narong Srisa-an**  
Vice Chairman



**Mr. Komen Tantiwattthanaphan**  
Vice Chairman



**Mr. Prasit Kovilaikool**  
Independent Director and  
Audit Committee Chairman



**Prof. Kanung Luchai**  
Independent Director and  
Audit Committee Member



**Mr. Michael Lau Hwai Keong**  
Independent Director



**Dr. Sakthip Krairiksh**  
Independent Director



**Mr. Vivat Tejapaibul**  
Director



**Mr. Panote Sirivadhanabhakdi**  
Director



**Mr. Sithichai Chaikriangkrai**  
Director and Executive Vice President



**Dr. Pisanu Vichiensanth**  
Director and Executive Vice President



# Executive Committee

**Mr. Charoen Sirivadhanabhakdi**  
Executive Chairman



**Mr. Narong Srisa-an**  
2<sup>nd</sup> Executive Vice Chairman



**Mr. Komen Tantiwatthanaphan**  
3<sup>rd</sup> Executive Vice Chairman



**Ms. Kanoknart Rangsitienchai**  
5<sup>th</sup> Executive Vice Chairman



**Mr. Thapana Sirivadhanabhakdi**  
President and CEO



**Mr. Sithichai Chaikriangkrai**  
Director and Executive Vice President



**Dr. Pisanu Vichiensanth**  
Director and Executive Vice President



**Mr. Marut Buranasetkul**  
Senior Vice President



**Mr. Jean Lebreton**  
Senior Vice President



**Mr. Vichate Tantiwanich**  
Senior Vice President



**Ms. Vaewmanee Soponpinij**  
Senior Vice President





**Khunying Wanna Sirivadhanabhakdi**  
1<sup>st</sup> Executive Vice Chairman



**Mr. Puchchong Chandhanakij**  
4<sup>th</sup> Executive Vice Chairman



**Mr. Ueychai Tantha-Obhas**  
Director and Executive Vice President



**Mr. Prapakon Thongthepairot**  
Senior Vice President



**Mr. Kosit Suksingha**  
Senior Vice President



**Dr. Agapol Na Songkhla**  
Senior Vice President



## Management Committee

- 1. Mr. Thapana Sirivadhanabhakdi**  
President and CEO
- 2. Mr. Ueychai Tantha-Obhas**  
Director and Executive Vice President  
Spirit Product Group
- 3. Mr. Sithichai Chaikriangkrai**  
Director and Executive Vice President  
Finance
- 4. Dr. Pisanu Vichiensanth**  
Director and Executive Vice President  
Technology and Engineering
- 5. Mr. Prapakon Thongthepairot**  
Senior Vice President  
Beer Product Group
- 6. Mr. Marut Buranasetkul**  
Senior Vice President  
Non-Alcoholic Beverage Product Group
- 7. Mr. Jean Lebreton**  
Senior Vice President  
Strategy
- 8. Mr. Kosit Suksingha**  
Senior Vice President  
Supply Chain Management
- 9. Mr. Vichate Tantiwanich**  
Senior Vice President  
Corporate Affairs
- 10. Ms. Vaewmanee Soponpinij**  
Senior Vice President  
Corporate Services
- 11. Dr. Agapol Na Songkhla**  
Senior Vice President  
Human Capital

# Profile of Directors & Key Management



**Mr. Charoen Sirivadhanabhakdi**

Chairman / Executive Chairman

**Date of first appointment as a director:** 26 October 2003

**Date of last re-election as a director:** 22 April 2015

**Academic & Professional Qualifications:**

- Honorary Doctorate Degree in Business Administration from Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Honorary Doctoral Degree in Hospitality Industry and Tourism from Christian University of Thailand
- Honorary Doctoral Degree in Sciences and Food Technology from Rajamangala University of Technology Lanna
- Honorary Doctoral Degree in International Business Administration from University of the Thai Chamber of Commerce
- Honorary Doctoral Degree in Management from Rajamangala University of Technology Suvarnabhumi
- Honorary Doctor of Philosophy in Business Administration from Mae Fah Luang University
- Honorary Doctoral Degree in Business Administration from Eastern Asia University
- Honorary Doctoral Degree in Management from Huachiew Chalermprakiet University
- Honorary Doctoral Degree in Industrial Technology from Chandrakasem Rajabhat University
- Honorary Doctoral Degree in Agricultural Business Administration from Maejo Institute of Agricultural Technology
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2003 – Present Chairman / Executive Chairman Thai Beverage Public Company Limited
- October 2013 – Present Chairman of the Board of Directors Frasers Centrepoint Limited
- February 2013 – Present Chairman of the Board of Directors Fraser and Neave, Limited
- 2004 – Present Chairman Red Bull Distillery Group of Companies
- 2002 – Present Chairman TCC Land Co., Ltd.
- 2001 – Present Chairman Beer Thai (1991) Public Company Limited
- 2001 – Present Chairman Berli Jucker Public Company Limited
- 1997 – Present Chairman Southeast Group Co., Ltd.
- 1987 – Present Chairman TCC Holding Co., Ltd.

**Others:**

- Royal Thai decorations
  - Royal Thai decorations, the Knight Grand Cordon (Special Class) of the Most Exalted Order of the White Elephant
  - Royal Thai decorations, the Knight Grand Cordon (Special Class) of the Most Noble Order of the Crown of Thailand
  - Royal Thai decorations, the Knight Grand Cross (First Class) of the Most Admirable Order of the Direkgunabhorn
  - Royal Thai decorations, the Knight Commander (Second Class, lower grade) of the Most Illustrious Order of Chula Chom Klao
- “Diamond Commerce” Award from Ministry of Commerce



**Khunying Wanna Sirivadhanabhakdi**

Vice Chairman / 1<sup>st</sup> Executive Vice Chairman

**Date of first appointment as a director:** 26 October 2003

**Date of last re-election as a director:** 22 April 2015

**Academic & Professional Qualifications:**

- Honorary Doctorate of Philosophy (Business Management) from University of Phayao
- Honorary Doctoral Degree from the Faculty of Business Administration and Information Technology from Rajamangala University of Technology Tawan-ok
- Honorary Doctor of Philosophy in Social Sciences from Mae Fah Luang University
- Honorary Doctoral Degree in Business Administration from Chiang Mai University
- Honorary Doctoral Degree in Agricultural Business Administration from Maejo Institute of Agricultural Technology
- Honorary Doctoral Degree in Bio-technology from Ramkhamhaeng University
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2003 – Present Vice Chairman / 1<sup>st</sup> Executive Vice Chairman Thai Beverage Public Company Limited
- January 2014 – Present Vice Chairman of the Board of Directors Frasers Centrepoint Limited
- February 2013 – Present Vice Chairman of the Board of Directors Fraser and Neave, Limited
- 2004 – Present Chairman Beer Thip Brewery (1991) Co., Ltd.
- 2004 – Present Chairman Sangsom Group of Companies
- 2001 – Present Vice Chairman Berli Jucker Public Company Limited
- 1972 – Present Vice Chairman TCC Holding Co., Ltd.

**Others:**

- Royal Decorations
  - Royal Thai decorations, the Knight Grand Cordon (Special Class) of the Most Exalted Order of the White Elephant
  - Royal Thai decorations, the Knight Grand Cordon (Special Class) of the Most Noble Order of the Crown of Thailand
  - Royal Thai decorations, the Knight Grand Cross (First Class) of the Most Admirable Order of the Direkgunabhorn
  - Royal Thai decorations, the Knight Commander (Second Class, lower grade) of the Most Illustrious Order of Chula Chom Klao
- Honorific Social Positions
  - Vice Chairperson of the Bhumirajanagarindra Kidney Institute Foundation
  - Director of the Siriraj Foundation
  - Director of Ramathibodi Foundation
  - Director of the Crown Prince Hospital Foundation
  - Director of the Kidney Foundation of Thailand
  - Director of the Elephant Reintroduction Foundation
  - Director of the Committee for Recruitment and Promotion of Voluntary Blood Donors of the Thai Red Cross Society
  - Director of the Sala Chalermkrung Foundation

**Mr. Narong Srisa-an**Vice Chairman / 2<sup>nd</sup> Executive Vice Chairman**Date of first appointment as a director:** 26 October 2003**Date of last re-election as a director:** 25 April 2013**Academic & Professional Qualifications:**

- Honorary Master of Economics from Thammasat University
- Director Accreditation Program (DAP) 2004  
Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2003 – Present Vice Chairman / 2<sup>nd</sup> Executive Vice Chairman  
Thai Beverage Public Company Limited
- 2006 – Present Chairman  
Cosmos Brewery (Thailand) Co., Ltd.
- 2004 – Present Vice Chairman / Executive Chairman  
Beer Thai (1991) Public Company Limited
- 2006 – 2014 Chairman  
Oishi Group Public Company Limited
- 1989 – 2014 Chairman  
Double A (1991) Public Company Limited  
(Advance Agro Public Company Limited)
- 1998 – 2011 Independent Director  
True Corporation Public Company Limited

**Others:**

- 44 years' experience in the banking industry
- Directorships in several public companies in Thailand

**Mr. Komen Tantiwattthanaphan**Vice Chairman / 3<sup>rd</sup> Executive Vice Chairman**Date of first appointment as a director:** 26 October 2003**Date of last re-election as a director:** 22 April 2015**Academic & Professional Qualifications:**

- High School Certificate, China
- Director Accreditation Program (DAP) 2006  
Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2003 – Present Vice Chairman / 3<sup>rd</sup> Executive Chairman  
Thai Beverage Public Company Limited
- 1986 – Present President  
Sahasana (2529) Co., Ltd.
- 1986 – 1999 Director and Senior Vice President  
Suramaharas Public Company Limited

**Others:**

- Over 40 years' experience in managing companies in the distilling industry



**Mr. Puchchong Chandhanakij**

Director / 4<sup>th</sup> Executive Vice Chairman

**Date of first appointment as a director:** 26 October 2003

**Date of last re-election as a director:** 25 April 2014

**Academic & Professional Qualifications:**

- Master of Science in Accounting from California State University, Long Beach, USA
- Bachelor of Business Administration from California State University, Long Beach, USA
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2003 – Present Director / 4<sup>th</sup> Executive Vice Chairman Thai Beverage Public Company Limited
- Present Vice Chairman / Executive Chairman Beer Thip Brewery (1991) Co., Ltd.
- Present Vice Chairman Sura Bangyikhan Group of Companies



**Ms. Kanoknart Rangsithienchai**

Director / 5<sup>th</sup> Executive Vice Chairman

**Date of first appointment as a director:** 26 October 2003

**Date of last re-election as a director:** 25 April 2013

**Academic & Professional Qualifications:**

- Bachelor of Accounting from Thammasat University
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2010 – Present Director / 5<sup>th</sup> Executive Vice Chairman Thai Beverage Public Company Limited
- 2006 – Present Vice Chairman Cosmos Brewery (Thailand) Co., Ltd.
- 2004 – Present Vice Chairman Sangsom Group of Companies
- 2003 – 2010 Director and Executive Vice President Thai Beverage Public Company Limited
- 2000 – 2003 Executive Vice President Sangsom Group of Companies
- 1983 – 1999 Vice President of the Office of Controller Surathip Group of Companies
- 1975 – 1982 Accounting Manager T.C.C. Group of Companies
- 1970 – 1975 Accountant J&JHO Co., Ltd.

**Others:**

- Extensive experience in finance and accounting

**Mr. Prasit Kovilaihook**

Independent Director and Audit Committee Chairman

**Date of first appointment as a director:** 27 April 2012**Date of last re-election as a director:** 22 April 2015**Academic & Professional Qualifications:**

- Honorable Doctoral of Laws from Chulalongkorn University
- Honorable Doctoral of Laws from Eastern Asia University
- Barrister-at-law (Thai BAR)
- LL.M. from Columbia University, New York, USA
- LL.B (2<sup>nd</sup> Class Honour) from Chulalongkorn University
- Certificate of Property Valuation Assessment from Land Reform Institute, Taiwan, associated with Lincoln Land Institute, Massachusetts, USA
- Certificate of Human Right's Teaching from Strasbourg University, Strabourg, France
- The Director Accreditation Program 2005
- Board Failure and How to Fix It, Improving the Quality of Financial Reporting Certificate in 2004
- Finance for Non – Finance Director (FN) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2012 – Present Independent Director and Audit Committee Chairman Thai Beverage Public Company Limited
- 2010 – Present Chairman and Independent Director Oishi Group Public Company Limited
- 2010 – Present Independent Director Siam Food Products Public Company Limited
- 2010 – Present Independent Director Berli Jucker Public Company Limited
- 2009 – Present Member of Chulalongkorn University Council, Chulalongkorn University
- 1998 – Present Member of Council of State
- 1992 – Present Lecturer of Legal Education Institute Thai Bar Association

**Prof. Kanung Luchai**

Independent Director and Audit Committee Member

**Date of first appointment as a director:** 21 May 2004**Date of last re-election as a director:** 22 April 2015**Academic & Professional Qualifications:**

- Honorary Doctorate Degree of Law from Thammasat University
- Honorary Doctorate Degree of Law from Chulalongkorn University
- Bachelor of Laws from Cambridge University United Kingdom
- Barrister-at-Law from Gray's Inn, United Kingdom
- Bachelor of Arts from Cambridge University, United Kingdom
- Barrister-at-law (Thai BAR)
- Bachelor of Laws from Thammasat University
- Audit Committee Program (ACP) 2004
- Director Accreditation Program (DAP) 2003 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2004 – Present Independent Director and Audit Committee Member Thai Beverage Public Company Limited
- 2008 – Present Independent Director Beer Thip Brewery (1991) Co., Ltd.
- 2004 – Present Independent Director Beer Thai (1991) Public Company Limited
- Present Director Kanung & Partners Law Offices Company Limited
- Present Director Kanung & Partners International Consultancy Company Limited
- 1991 – November 2015 Independent Director / Chairman of the Board of Directors / Chairman of the Audit Committee Thailand Iron Works Public Company Limited
- 1990 – 2014 Independent Director / Audit Committee Member Bangkok Bank Public Company Limited

**Others:**

- The Prof. Sanya Thammasak Award for being an Outstanding Lawyer from the Private Sector
- Served as Chairman and Vice Chairman of the University Council at Suranaree University of Technology over 12 years
- Wide-ranging experiences in the public sector and legal business



**Mr. Manu Leopairote**

Independent Director and Audit Committee Member

**Date of first appointment as a director:** 26 October 2004

**Date of last re-election as a director:** 25 April 2013

**Academic & Professional Qualifications:**

- Honorary Doctoral Degree in Business Administration, Thammasat University
- Master of Science in Economics, University of Kentucky, USA
- Bachelor of Science in Economics (Honors), Thammasat University
- National Defense College of Thailand Class 34 (1991-1992)
- Director Accreditation Program (DAP) 2004
- The Role of Chairman (RCM) 2001 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2004 – Present Independent Director and Audit Committee Member Thai Beverage Public Company Limited
- Present Independent Director Beer Thip Brewery (1991) Co., Ltd.
- Present Independent Director Beer Thai (1991) Public Company Limited
- 2015 – Present Member, National Reform Steering Assembly
- 2014 – 2015 Member, National Reform Council

**Others:**

- Asian Productivity Organization Award in 2005
- Extensive experiences in the public sector



**Mr. Ng Tat Pun**

Independent Director and Audit Committee Member

**Date of first appointment as a director:** 27 March 2006

**Date of last re-election as a director:** 22 April 2015

**Academic & Professional Qualifications:**

- Bachelor of Arts Degree (Economics and History) from the University of Singapore
- Director Accreditation Program (DAP) 2006 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2006 – Present Independent Director and Audit Committee Member Thai Beverage Public Company Limited
- Present Independent Director / Chairman of the Audit Committee / Member of the Remuneration Committee Engro Corporation Ltd.,
- Present Independent Non-Executive Chairman Sing Investment & Finance Limited
- Present Independent Non-Executive Chairman SP Chemical Holdings Ltd.

**Others:**

- Extensive experience in the banking and finance industry

**Mr. Michael Lau Hwai Keong**

Independent Director

**Date of first appointment as a director:** 27 March 2006**Date of last re-election as a director:** 25 April 2014**Academic & Professional Qualifications:**

- Bachelor of Business Administration (First Class Honors) degree from the National University of Singapore
- Chartered Financial Analyst (CFA) Charter from the CFA Institute
- Director Accreditation Program (DAP) 2006 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2006 – Present Independent Director  
Thai Beverage Public Company Limited
- Present Managing Director, Advisory Services  
Octagon Advisors Pte. Ltd.
- Present Director  
Octagon Advisors (Shanghai) Co., Ltd.

**Dr. Sakthip Krairiksh**

Independent Director

**Date of first appointment as a director:** 8 July 2005**Date of last re-election as a director:** 25 April 2014**Academic & Professional Qualifications:**

- Honorary Doctorate Degree from Soka University, Japan
- Doctorate degree of Public Administration from Bangkok Thonburi University
- Master degree of Public Administration from Bangkok Thonburi University
- Bachelor of Political Science from Boston University, USA
- National Defense College of Thailand
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2005 – Present Independent Director  
Thai Beverage Public Company Limited
- Present Chairman of the University Council  
Rajamangala University of  
Technology Krungthep
- Present Member  
National Legislative Assembly

**Others:**

- Royal Decorations
  - Knight Grand Cordon (Special Class) of the Most Exalted Order of the White Elephant
  - Knight Grand Cordon (Special Class) of the Most Noble Order of the Crown of Thailand
  - Grand Companion (Second Class, lower grade) of the Most Illustrious Order of Chula Chom Klao
  - Order of the Sacred Treasure, Gold and Silver Star, Japan
  - Grand Cordon of the Order of the Rising Sun, Japan
- Extensive experience in the public sector, especially in foreign affairs, having worked in Thai Ministries





**Prof. Pornchai Matangkasombut**

Independent Director

**Date of first appointment as a director:** 27 March 2006

**Date of last re-election as a director:** 25 April 2014

**Academic & Professional Qualifications:**

- Honorary Doctorate from Osaka University
- Honorary Doctorate from Mahidol University
- Doctor of Philosophy (Ph.D.) from the University of Wisconsin
- Doctor of Medicine (M.D.) from the University of Wisconsin
- Bachelor of Arts (B.A.) from the University of Wisconsin
- Director Accreditation Program (DAP) 2006  
Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2006 – Present      Independent Director  
                                 Thai Beverage Public Company Limited
- 2006 – Present      Trustee, Royal Thai Red Cross Society
- 1984 – Present      University Council, Rangsit University

**Others:**

- Royal Decorations
  - The highest level of Royal Decorations  
(Knight Grand Cordon of White Elephant Special Class)
  - The highest level of Royal Decorations  
(Knight Grand Cordon of the Crown of Thailand, Special Class)
  - Royal Thai Award of Chula Chom Klao Order  
(Special Third Class)
  - Palmes Academiques (Commandeur) from the Government  
of France, the Borden Research Award in Medicine
- Life Time Contribution Award from the Society of  
Biotechnology of Japan on the occasion of the 90<sup>th</sup>  
Anniversary's celebration in Kobe, Japan
- Member of the International Union of Immunological  
Societies



**Gen. Dr. Choo-Chat Kambhu Na Ayudhya**

Independent Director

**Date of first appointment as a director:** 27 March 2006

**Date of last re-election as a director:** 25 April 2014

**Academic & Professional Qualifications:**

- Doctorate in Medicine from the Georg-August Universität  
zu Goettingen
- Diploma in Medicine from Westf. Wilhelms Universität zu  
Munster
- Diploma from the National Defense College of Thailand  
(WorRorPorOr 399)
- Certificate of Proficiency in General Surgery  
from the Royal College of Surgeons of Thailand
- Diploma from the Army War College (34)
- Director Accreditation Program (DAP) 2004  
Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2006 – Present      Independent Director  
                                 Thai Beverage Public Company Limited
- Present              Senior surgeon and physician  
                                 Medical Bureau to the Royal Court of  
Thailand
- Present              Audit Committee Chairman  
                                 Lucky Music Public Company Limited

**Others:**

- Royal decorations
  - Knight Grand Commander (Special Class, Higher Grade) of  
the Most Illustrious Order of Chula Chom Klao
  - Knight Grand Cordon (Special Class) of the Most Exalted  
Order of the White Elephant
  - Knight Grand Cordon (First Class) of the Most Noble  
Order of the Crown of Thailand
- Permanent member of the Royal College of Surgeons of  
Thailand, the International College of Surgeons and the  
Medical Association of Thailand

**Mr. Vivat Tejapaibul**

Director

**Date of first appointment as a director:** 26 October 2003**Date of last re-election as a director:** 25 April 2014**Academic & Professional Qualifications:**

- Master's Degree in Business Administration from Fairleigh Dickinson University, USA
- Bachelor of Laws from Thammasat University
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- 2003 – Present Director Thai Beverage Public Company Limited
- 2010 – Present Vice Chairman Red Bull Distillery Group of Companies
- 2000 – 2010 Vice Chairman Sura Bangyikhan Group of Companies

**Others:**

- Over 18 years' experiences in the banking industry

**Mr. Panote Sirivadhanabhakdi**

Director

**Date of first appointment as a director:** 27 February 2007**Date of last re-election as a director:** 22 April 2015**Academic & Professional Qualifications:**

- Master of Science in Analysis, Design and Management of Information System from the London School of Economics and Political Science, England
- Bachelor of Science in Manufacturing Engineering from Boston University, USA
- Diploma in Industrial Engineering and Economics from Massachusetts University, USA
- Director Accreditation Program (DAP) 2004
- Director Certification Program (DCP) 2004
- Finance for Non-Finance Director 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- February 2007 – Present Director Thai Beverage Public Company Limited
- March 2013 – Present Director Frasers Centrepoint Limited
- 2004 – Present Director Beer Thip Brewery (1991) Co., Ltd.
- 2008 – Present Vice Chairman Sura Bangyikhan Group of Companies
- April 2013 – January 2014 Director Fraser and Neave, Limited
- February 2011 – June 2013 Director Oishi Group Public Company Limited



**Mr. Thapana Sirivadhanabhakdi**

President and CEO

**Date of first appointment as a director:** 26 October 2003

**Date of last re-election as a director:** 25 April 2014

**Academic & Professional Qualifications:**

- Honorary Doctoral Degree of Philosophy in General Management from Ramkhamhaeng University
- Master of Science Administration in Financial Economics from Boston University, USA
- Bachelor of Business Administration (Finance) from Boston University, USA
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- January 2008 – Present President and CEO Thai Beverage Public Company Limited
- April 2013 – Present Director Golden Land Property Development Public Company Limited
- March 2013 – Present Director Times Publishing Limited
- February 2013 – Present Director Fraser and Neave, Limited
- February 2011 – Present Executive Chairman Oishi Group Public Company Limited
- October 2011 – Present Vice Chairman Sermsuk Public Company Limited
- 2008 – Present Vice Chairman South East Group of Companies

- 2007 – Present Director and Chairman of Executive Committee Univentures Public Company Limited
- 2004 – Present Director and Executive Vice Chairman Beer Thai (1991) Public Company Limited
- 2004 – Present Vice Chairman Red Bull Distillery Group of Companies
- 2001 – Present Director Berli Jucker Public Company Limited
- 2007 – August 2015 Vice Chairman Siam Food Products Public Company Limited
- 2006 – 2011 Vice Chairman Oishi Group Public Company Limited
- 2003 – 2011 Director and Executive Vice President Thai Beverage Public Company Limited

**Others:**

- Asian Corporate Director Recognition Award from the Corporate Governance Asia Magazine in 2011
- Asian Excellence Recognition Awards: Asia's Best CEO (Investor Relations) from the Corporate Governance Asia Magazine for second consecutive years in 2011 and 2012
- Asia's Best Company 2009, Thailand: Best CEO award by FinanceAsia in 2009

**Mr. Ueychai Tantha-Obhas**

Director and Executive Vice President

**Date of first appointment as a director:** 8 July 2005**Date of last re-election as a director:** 25 April 2013**Academic & Professional Qualifications:**

- Master of Business Administration from Thammasat University
- Bachelor of Science in Accounting from St. Louis University, Missouri, USA
- Advance Management Program from INSEAD, France
- Director Certification Program (DCP) 2007
- Director Accreditation Program (DAP) 2004
- Role of the Chairman Program Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- May 2010 – Present Director and Executive Vice President Thai Beverage Public Company Limited
- January 2006 – Present Director Oishi Group Public Company Limited
- July 2005 – May 2010 Director and Senior Vice President Thai Beverage Public Company Limited

**Mr. Sithichai Chaikriangkrai**

Director and Executive Vice President

**Date of first appointment as a director:** 26 October 2003**Date of last re-election as a director:** 25 April 2013**Academic & Professional Qualifications:**

- Bachelor of Accountancy (First Class Honors) from Thammasat University
- Diploma in Computer Management from Chulalongkorn University
- Certificate of the Mini MBA Leadership Management from Kasetsart University
- Director Certification Program (DCP) 2003 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- May 2010 – Present Director and Executive Vice President Thai Beverage Public Company Limited
- August 2013 – Present Director Frasers Centrepoint Limited
- February 2013 – Present Director Fraser and Neave, Limited
- December 2012 – Present Director Golden Land Property Development Public Company Limited
- September 2011 – Present Director Sermsook Public Company Limited
- July 2007 – Present Director Univentures Public Company Limited
- April 2007 – Present Director Siam Food Products Public Company Limited
- January 2006 – Present Director Oishi Group Public Company Limited
- December 2001 – Present Director Berli Jucker Public Company Limited
- 2003 – 2010 Director and Senior Vice President Thai Beverage Public Company Limited



**Dr. Pisanu Vichiensanth**

Director and Executive Vice President

**Others:**

- Over 30 years of experience in accounting and finance
- Asia's Best Companies 2009, Thailand: Best CFO Awards from FinanceAsia Magazine
- Asian Excellence Recognition Awards: Asia's Best CFO (Investor Relations) from Corporate Governance Asia Magazine for the second consecutive years in 2011 and 2012
- Alpha Southeast Asia's Annual Corporate Awards 2014, Thailand: Best CFO from Alpha Southeast Asia Magazine in 2014
- Alpha Southeast Asia's Annual Corporate Awards 2015, Thailand: Best CFO and Best CFO in Southeast Asia from Alpha Southeast Asia Magazine in 2015

**Date of first appointment as a director:** 26 October 2003

**Date of last re-election as a director:** 25 April 2013

**Academic & Professional Qualifications:**

- Ph.D. in Engineering from Technical University, Berlin, Germany
- Master of Technology (Second Class Honors) in Biotechnology from Massey University, New Zealand
- Master Brewer from the Scandinavian School of Brewing, Denmark
- Bachelor of Science (Food Science) from Kasetsart University
- Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD)

**Work experience within the 5 preceding years:**

- November 2014 – Present Director and Executive Vice President Thai Beverage Public Company Limited
- Present President Beer Thai (1991) Public Company Limited
- Present President Cosmos Brewery (Thailand) Co., Ltd.
- January 2006 – Present Director Oishi Group Public Company Limited
- February 2004 – 2014 Director and Senior Vice President Thai Beverage Public Company Limited

**Mr. Prapakon Thongtheppairot**

Senior Vice President

**Academic & Professional Qualifications:**

- Master of Science in Finance from Georgia State University, Georgia, USA
- Master of Business Administration from Mercer University, Georgia, USA
- Bachelor of Business Administration from Assumption University
- Listed Company Director Programme  
Singapore Institute of Directors (SID)

**Work experience within the 5 preceding years:**

- February 2014 – Present Senior Vice President – Beer Product Group  
Thai Beverage Public Company Limited
- August 2015 – Present Chief Executive Officer – Beer  
Fraser and Neave, Limited
- March 2014 – Present Director  
Times Publishing Limited
- March 2013 – Present Alternate Director to  
Mr. Sithichai Chaiakriangkrai  
Fraser and Neave, Limited
- July 2012 – February 2014 Senior Vice President – Finance  
Thai Beverage Public Company Limited
- February 2012 – June 2012 Senior Executive Vice President –  
Land Development and  
Investment Management  
TCC Land Group
- March 2011 – February 2012 Senior Executive Vice President –  
Corporate Services  
Planteon Group
- September 2010 – February 2012 Senior Executive Vice President –  
Corporate Services  
TCC Land Group
- April 2009 – September 2010 Senior Executive Vice President – Finance  
TCC Land Group

**Others:**

- Member of Singapore Institute of Directors

**Mr. Marut Buranasetkul**

Senior Vice President

**Academic & Professional Qualifications:**

- Master Degree in Business Administration (Marketing & General Management) from Cleveland State University, USA
- Bachelor Degree in Computer Science (Applied Statistics in General Business) from Chulalongkorn University
- Certificate of Business and Administration Extension School from Harvard University, USA

**Work experience within the 5 preceding years:**

- February 2014 – Present Senior Vice President –  
Non-Alcoholic Beverage  
Thai Beverage Public Company Limited
- January 2016 – Present Director  
Thai Drinks Co., Ltd.
- August 2013 – Present Director and President  
Oishi Group Public Company Limited
- August 2013 – Present Director and President  
Oishi Group of Companies
- August 2013 – Present Director  
Sermasuk Public Company Limited
- December 2012 – Present Vice Chairman  
Modern Trade Management Co., Ltd.
- October 2012 – Present Director  
Dhospaak Co., Ltd.
- May 2009 – January 2016 President & CEO  
Thai Drinks Co., Ltd.
- September 2012 – March 2014 Managing Director  
Thai Beverage Marketing Co., Ltd.
- August 2013 – February 2014 Senior Vice President –  
Non-Alcoholic Production  
Thai Beverage Public Company Limited
- September 2012 – July 2013 Senior Vice President – Marketing  
Thai Beverage Public Company Limited
- May 2010 – August 2012 Senior Vice President –  
Corporate Services  
Thai Beverage Public Company Limited
- 2009 – 2012 Vice President – Office of the President  
Thai Beverage Public Company Limited
- January 2009 – January 2011 Deputy Managing Director  
Thai Beverage Marketing Co., Ltd.



**Mr. Jean Lebreton**  
Senior Vice President

**Academic & Professional Qualifications:**

- MBA from Wharton School of the University of Pennsylvania

**Work experience within the 5 preceding years:**

- February 2008 – Present Senior Vice President Thai Beverage Public Company Limited

**Others:**

- Extensive experience in Asia, including several years in Shanghai, China
- Proficiency in many industry sectors as a consultant, including consumer goods, banking, and energy, covering topics such as market development, consumer research, re-engineering, and value management



**Mr. Kosit Suksingha**  
Senior Vice President

**Academic & Professional Qualifications:**

- Master of Business Administration (Honors) from Oklahoma City University, USA
- Bachelor of Veterinary Science from Chulalongkorn University
- Director Certification Program (DCP) Thai Institute of Directors Association (IOD)
- CED I – Babson Entrepreneurial Leadership Program from Babson College, Massachusetts, USA

**Work experience within the 5 preceding years:**

- November 2013 – Present Senior Vice President – Related Business Thai Beverage Public Company Limited
- March 2014 – Present Director Times Publishing Limited
- April 2014 – Present Director Thai Drinks Co.,Ltd.
- November 2013 – Present Director and Managing Director Thai Beverage Logistics Co., Ltd.,
- August 2013 – Present Director Modern Trade Management Co., Ltd.
- May 2013 – Present Director C A C Co., Ltd.
- February 2013 – Present Vice President – Centre of Excellence Thai Beverage Public Company Limited
- 2007 – 2013 Director and Managing Director T.C.C. Technology Co., Ltd.
- 2011 – 2012 Senior Vice President – Technical Supply Chain Berli Jucker Public Company Limited

**Mr. Vichate Tantiwanich**

Senior Vice President

**Academic & Professional Qualifications:**

- Master Degree in Finance and Marketing, University of Hartford, Connecticut, USA
- Bachelor Degree in Economics, Chulalongkorn University
- Director Certificate Program Class 2, Thai Institute of Directors (IOD)

**Work experience within the 5 preceding years:**

- May 2012 – Present Senior Vice President – Corporate Services Thai Beverage Public Company Limited
- November 2015 – Present Director Export – Import Bank of Thailand
- September 2015 – Present Advisor Minister of Commerce
- February 2014 – Present Independent Director and Audit Committee Chairman JWD InfoLogistics Public Company Limited
- April 2013 – Present President C A C Co., Ltd.
- March 2012 – Present Independent Director Phatra Leasing Public Company Limited
- February 2011 – Present Director Family Know-how Company Limited
- September 2010 – Present Chairman of Executive Board Creative Entrepreneurship Development Institute, Bangkok University
- September 2010 – Present Advisor Market for Alternative Investment : (mai)
- August 2010 – Present Vice Chairperson, Capital Market Academy Committee The Stock Exchange of Thailand (SET)
- September 2008 – Present Advisor Thai – Japanese Association
- June 2005 – Present Executive Director International Chamber of Commerce (Thailand)
- August 2014 – 2015 Board of Directors Dhanarak Asset Development Co., Ltd.
- July 2013 – 2015 IOD Advisory Committee on Research and Governance Thai Institute of Directors
- May 2013 – 2015 Appellate Sub-committee Securities and Exchange Commission of Thailand (SEC)
- April 2012 – 2015 Independent Director and Audit Committee Member M Picture Entertainment Public Company Limited
- October 2010 – September 2011 Director of Information Technology Management Committee Bank of Agriculture and Agricultural Co-Operatives
- March 2010 – September 2011 Director of Social & Environment Responsibility Audit Committee Bank of Agriculture and Agricultural Co-Operatives
- December 2009 – September 2011 Chairperson of Corporate Structure & Human Resource Committee Bank of Agriculture and Agricultural Co-Operatives
- February 2004 – September 2011 Director of Good Corporate Governance Committee / Research & Development Committee Bank of Agriculture and Agricultural Co-Operatives
- August 2010 – November 2010 Member of SET Awards 2010 Committee The Stock Exchange of Thailand
- January 2010 – August 2010 Board of Director SETTRADE.COM Company Limited: STT
- January 2010 – August 2010 Board of Director Thailand Futures Exchange Public Company Limited: TFEX
- January 2010 – May 2010 Chairperson, Capital Market Academy Committee The Stock Exchange of Thailand
- June 2009 – May 2010 Chairperson, Investment Committee The Stock Exchange of Thailand
- January 2006 – August 2010 Chief Marketing Officer, Issuer & New Listings and Markets Division / Chairman Advisory Committee Market for Alternative Investment: (mai)





**Ms. Vaewmanee Soponpinij**

Senior Vice President

**Academic & Professional Qualifications:**

- Bachelor Degree in Law from Chulalongkorn University
- Certificate of the Capital Market Academy Leader Program (CMA) Class 16, Capital Market Academy
- Certificate of the Company Secretary from Faculty of Laws, Chulalongkorn University
- Certificate of the Mini MBA from Thammasat University
- Certificate of the Business Lawyer from Faculty of Laws, Chulalongkorn University
- Certificate of the Language and American Culture from California State University of Los Angeles, USA
- Effective Minute Taking (EMT) 2009  
Thai Institute of Directors Association (IOD)
- Company Secretary Program (CSP) 2007  
Thai Institute of Directors Association (IOD)
- Certificate of the Problem Solving and Decision Management, from Kepner–Tregoe International
- Certificate of the International Financial Law from Euro Money Institution
- Certificate of the Operation System from The Stock Exchange of Thailand

**Work experience within the 5 preceding years:**

- March 2013 – Present Senior Vice President – Corporate Services / Vice President – Office of the President  
Thai Beverage Public Company Limited
- August 2006 – Present Company Secretary  
Thai Beverage Public Company Limited
- June 2011 – February 2013 Vice President – Office of Human Resources  
Thai Beverage Public Company Limited
- May 2006 – May 2011 Vice President – Office of Corporate Secretariat  
Thai Beverage Public Company Limited

**Others:**

- Asian Company Secretary of the Year Recognition Awards 2013, Corporate Governance Asia Magazine



**Dr. Agapol Na Songkhla**

Senior Vice President

**Academic & Professional Qualifications:**

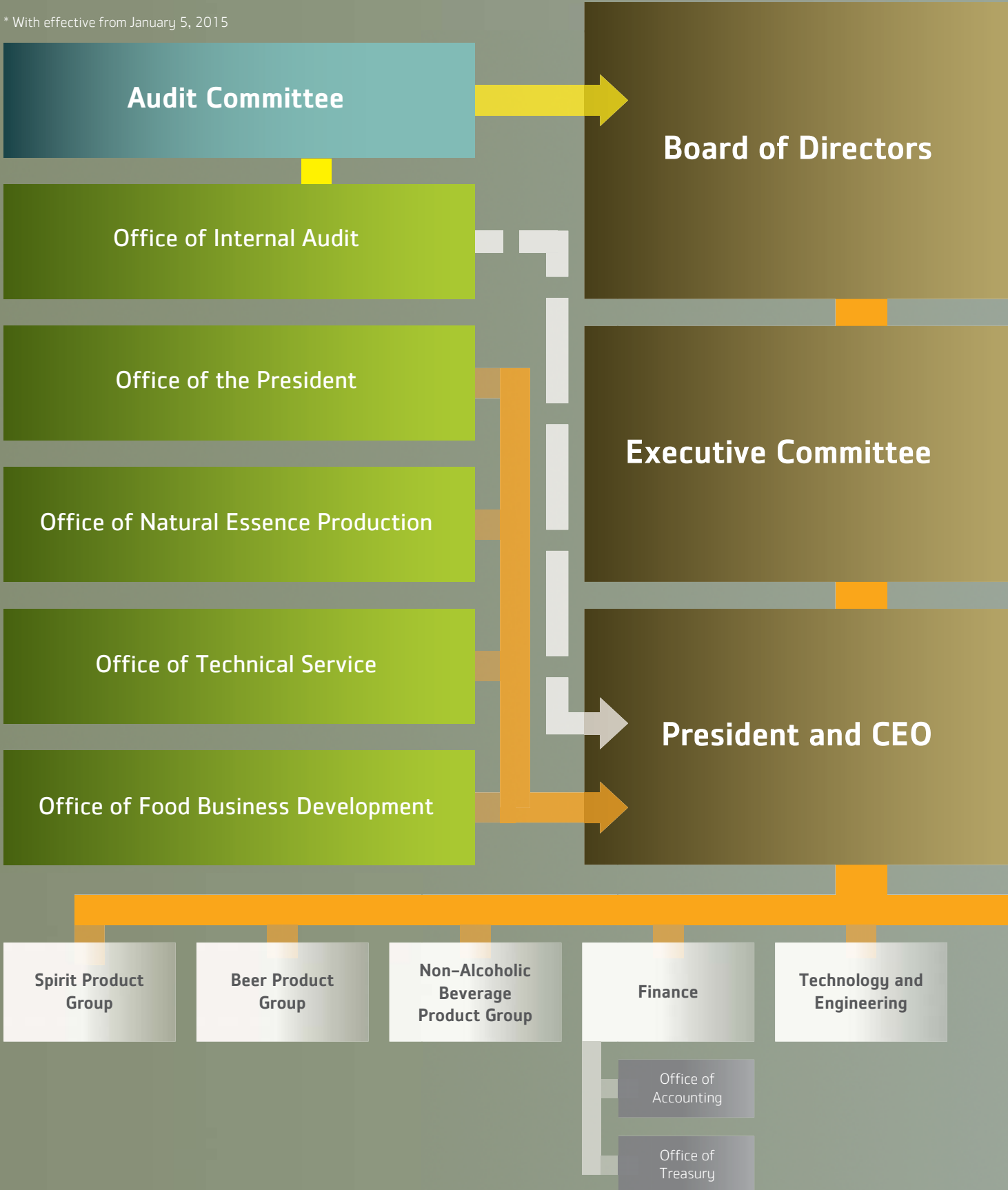
- Ph.D. in Systems Science, Tokyo Institute of Technology from Japan
- Master of Engineering in Systems Science, Tokyo Institute of Technology from Japan
- Bachelor of Engineering in Electrical Engineering from Chulalongkorn University
- Director Certification Program (DCP) 2014  
Thai Institute of Directors Association (IOD)

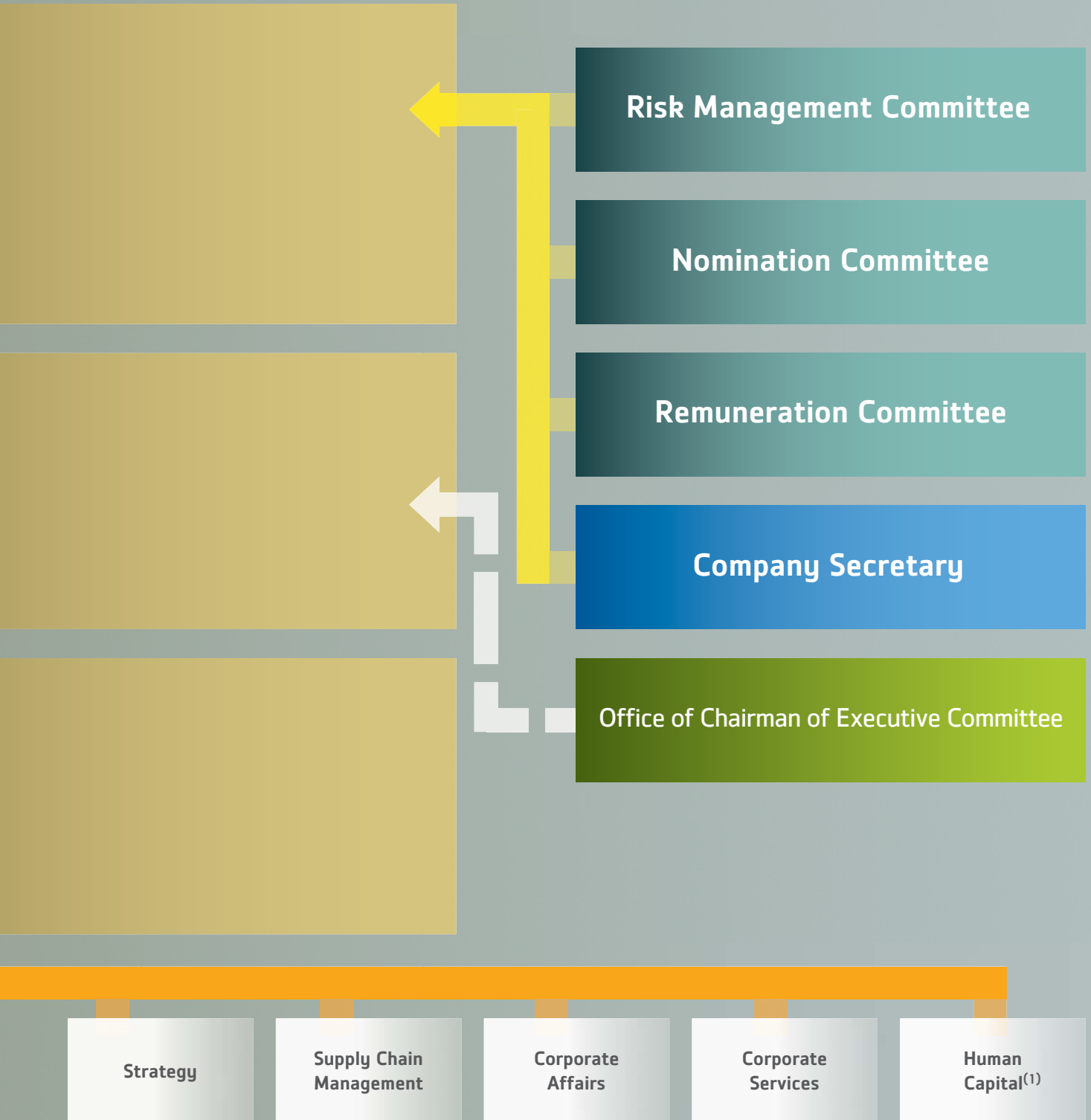
**Work experience within the 5 preceding years:**

- January 2015 – Present Senior Vice President – Human Capital  
Thai Beverage Public Company Limited
- January 2013 – December 2014 Company Secretary  
TMB Bank Public Company Limited
- 2012 – December 2014 Executive Vice President / Head of Strategy & Transformation / Head of Corporate Governance  
TMB Bank Public Company Limited
- 2011 – 2012 Executive Vice President / Head of Strategy & Transformation / Head of Human Resources  
TMB Bank Public Company Limited
- 2006 – 2011 Executive Vice President / Head of Corporate Strategy Group  
TMB Bank Public Company Limited

# Organization Structure

\* With effective from January 5, 2015





**Remark:**

(1) On February 26, 2016, Office of Human Resources has changed its English name to Office of Human Capital.

# Product Portfolio

## Spirits

### Premium Thai Spirits

Mekhong



Phraya



### Thai Spirits

Sangsom



Hongthong



Mungkornthong



### Blended Spirits

BLEND 285



BLEND 285 (1 Litre)



BLEND 285 Signature



### Brandy

Meridian



### Whisky

Crown 99



Drummer



**White Spirits**

Ruang Khao 28 Degrees    Ruang Khao 30 Degrees    Ruang Khao 35 Degrees    Ruang Khao 40 Degrees



Paitong 30 Degrees    Paitong 35 Degrees



**White Spirits**

Niyomthai 28 Degrees    Niyomthai 30 Degrees    Niyomthai 35 Degrees    Niyomthai 40 Degrees



White Tiger 28 Degrees    White Tiger 30 Degrees    White Tiger 35 Degrees    White Tiger 40 Degrees



**White Spirits**

White Bear 30 Degrees    White Bear 35 Degrees    White Bear 40 Degrees    Mungkorn Tajeen 30 Degrees    Mungkorn Tajeen 35 Degrees    Mungkorn Tajeen 40 Degrees



Chaiya    Chao Praya    Mae Wang    Phayanak    Phaya Seur



**White Spirits**

Bangyikhan



**Chinese Herb Spirits**

Sua Dum    Chiang Chun    Choo Sip Niw



## International Spirits

### Single Malt Scotch Whisky

Old Pulteney  
12 year old



Old Pulteney  
Navigator



Old Pulteney  
17 year old



Old Pulteney  
21 year old



Old Pulteney  
1989



Old Pulteney  
35 year old



Old Pulteney  
Stroma liqueur



### Malt Whisky Liqueur

### Single Malt Scotch Whisky

Balblair  
2005



Balblair  
1999 2<sup>nd</sup> release



Balblair  
1990 2<sup>nd</sup> release



Balblair  
1983



Balblair  
1969



### Single Malt Scotch Whisky

anCnoc  
12 year old



anCnoc  
18 year old



anCnoc  
24 year old



anCnoc  
1975 Vintage



anCnoc  
Rascan



### Single Malt Scotch Whisky

Speyburn  
Bradán Orach



Speyburn  
10 year old



Speyburn  
Arranta Casks



Speyburn  
25 year old



### Blended Scotch Whisky

Hankey Bannister  
Original



Hankey Bannister  
Heritage Blend



Hankey Bannister  
12 year old  
Regency



Hankey Bannister  
21 year old  
Partners' Reserve



Hankey Bannister  
25 year old



Hankey Bannister  
40 year old



### Blended Scotch Whisky

Catto's  
Rare Old Scottish



Catto's  
12 year old



Catto's  
25 year old



MacArthur's



Rum

BlackMask Spiced Pacific Rum



Vodka

Kulov



Gin

Caorunn



Coldstream



Chinese Spirits

Yuanjiang  
6 year



Yuanjiang  
9 year



Yu Lin Quan Grand Classic  
26 year



Chinese Wines

Longevity



Ningbo Pagoda





Beer

Chang Classic



Archa



Federbräu



## Non-Alcoholic Beverages

### Carbonated Soft Drinks

est Cola



### Carbonated Soft Drinks

est PLAY Strawberry



est PLAY Cream Soda



### Carbonated Soft Drinks

est PLAY Orange



est PLAY Lemon Lime



### Carbonated Soft Drinks

est PLAY Lychee Pear



est PLAY Grape Berry



est Free  
(Sugar Free)



Functional Carbonated Soft Drinks

100PLUS Citrus



100PLUS Lemon Lime



Herbal Tea

Jubjai



Drinking Water

Crystal



Chang



Soda Water

Chang Original

Chang Bitter Lime-Lemon Flavored

Chang Apple Mint Flavored

Chang Blue Magic Tonic

Chang (Returnable bottle)

Crystal



Electrolyte Drinks

Power Plus



Energy Drinks

Ranger



## Green Tea

Oishi Green Tea  
(500 ml.)



Oishi Green Tea  
(380 ml.)



## Green Tea

Oishi Green Tea  
(800 ml.)



Oishi Green Tea UHT  
(250 ml.)



Oishi Green Tea  
Returnable Glass Bottle  
(400 ml.)



## Green Tea

Oishi Milk Tea  
(270 ml.)



Oishi Kabusecha  
(500 ml.)



Oishi O Herb  
(380 ml.)



Oishi Chakulza  
(320 ml.)



### International Non-Alcoholic Beverages

#### Isotonic

100PLUS

100PLUS EDGE



#### Soya

F&N NUTRISOY



#### Asian Drinks

F&N NUTRIWELL



#### Tea

F&N SEASONS



Sparkling Drinks

F&N



Sparkling Drinks

F&N



Water

F&N ICE MOUNTAIN



Coconut Water

COCO LIFE



Cordials

F&N



F&N SUN VALLEY



Pasteurised Milk

F&N MAGNOLIA



Pasteurised Milk

Choc Malt      Whipping Cream and Half Cream      Barista Fresh Milk



Pasteurised Milk

FARMHOUSE

F&N DAISY

UHT Milk

FARMHOUSE



UHT Milk

F&N MAGNOLIA

F&N MAGNOLIA Smoo

F&N MAGNOLIA Ginkgo Plus



Sterilised Milk

F&N MAGNOLIA

F&N MAGNOLIA Smoo



Yoghurt

F&N MAGNOLIA  
Yoghurt Smoothie

F&N aLIVE  
Low Fat Yoghurt



Canned Milk

F&N



Canned Milk

F&N TEA POT

GOLD COIN





Pasteurised Juice

F&N FRUIT TREE FRESH



Pasteurised Juice

F&N FRUIT TREE FRESH

F&N FRUIT TREE FRESH (Thailand)



Ready-To-Drink Juice

F&N FRUIT TREE

No.1 JUICE



Ice Cream – Novelties

F&N MAGNOLIA TROPICAL SLING



F&N MAGNOLIA GOTCHA



F&N MAGNOLIA MAG-A-CONE



Ice Cream – Novelties

F&N MAGNOLIA CRAVIO



KING'S POTONG



JWEL



Ice Cream – Tubs

F&N MAGNOLIA



KING'S



KING'S GRAND



MEADOW GOLD



Cereal Bars

F&N aLIVE



## Food

### Chilled & Frozen Product

Oishi Gyoza Chilled



Oishi Gyoza Frozen



### Chilled & Frozen Product

Oishi Kani



Oishi Sandwich



Oishi Trendy Sandwich



Oishi Trendy Baking Sandwich



### Chilled & Frozen Product

Oishi Trendy Roll



Oishi Trendy Ready Meal



Oishi Trendy Ready Meal Appetizer



### Japanese Restaurants/kiosks



# 2015 Awards

## Corporate Awards



### Best CFO in Thailand and Southeast Asia

Mr. Sithichai Chaiakriangrai  
Director and Executive Vice President – Thai Beverage PLC

From: 5<sup>th</sup> Annual Southeast Asia's Institutional Investor Corporate Awards  
By: Alpha Southeast Asia



### Most Organised Investor Relations Best Senior Management IR Support Most Consistent Dividend Policy Best Strategic Corporate Social Responsibility

From: 5<sup>th</sup> Annual Southeast Asia's Institutional Investor Corporate Awards  
By: Alpha Southeast Asia



### The Excellence Core Process Improvement Project: Transportation Order Management System

From: Thailand ICT Excellence Awards 2015  
By: Thailand Management Association (TMA)

## Product Awards



Chang Beer

### • Top Brand in the Premium Beer Category



Balblair 2003

- IWSC – Silver
- San Francisco World Spirits Competition – Gold
- New York International Spirits Challenge – Silver



anCnoc 12 year old

- IWSC – Silver
- International Spirits Challenge – Gold



anCnoc 18 year old

- IWSC – Gold Outstanding
- International Spirits Challenge – Silver



anCnoc 22 year old

- IWSC – Gold



anCnoc 24 year old

- IWSC – Silver



**Knockdhu Distillery  
Environmental Initiatives – Gold**

From: The Global Distillery  
Masters 2016  
By: The Spirits Business



**Balmenach Distillery  
Environmental Initiatives – Gold**

From: The Global Distillery  
Masters 2016  
By: The Spirits Business



**Old Pulteney Distillery  
Consumer Experience – Gold**

From: The Global Distillery  
Masters 2016  
By: The Spirits Business



Balblair  
1999

- IWSC – Gold
- San Francisco World Spirits Competition – Double Gold
- International Spirits Challenge – Silver



Balblair  
1990

- IWSC – Silver
- International Spirits Challenge – Silver



Balblair  
183

- IWSC – Gold
- International Spirits Challenge – Gold



anChoc  
Cutter

- IWSC – Silver
- WWA – Gold



Old Pulteney  
12 year old

- IWSC – Silver
- San Francisco World Spirits Competition – Gold



Old Pulteney  
17 year old

- IWSC – Silver Outstanding
- International Spirits Challenge – Gold

# Milestones

## 2003

### October

Thai Beverage Public Company Limited (“**ThaiBev**”) was established as a holding company for several alcoholic beverage businesses

## 2006

### May

ThaiBev was successfully listed on the Singapore Exchange mainboard

### October

ThaiBev acquired Pacific Spirits (UK) Limited, owner of Inver House Distillers in Scotland, and Best Spirits Company Limited

## 2008



### September

ThaiBev acquired a 43.9% stake in Oishi Group Public Company Limited (“**Oishi**”) and then acquired additional Oishi shares via a tender offer in November, which resulted in ThaiBev holding more than 50% of the total shares in Oishi

## 2012



### August

Fraser and Neave, Limited (“**F&N**”), a leading Singapore company in the beverage and publishing & printing industries, became an associate company following ThaiBev’s acquisition of F&N shares

## 2013

### February

ThaiBev successfully acquired a 28.6% stake in F&N, paving the way for further international expansion as a leading beverage producer and distributor in the region



### September

ThaiBev was bestowed a royal warrant by King Bhumibol Adulyadej

## 2014



### November

ThaiBev unveiled “Vision 2020”, a six-year strategic roadmap for the Group’s companies, comprising five key imperatives:

- Growth
- Diversity
- Brands
- Reach
- Professionalism

## 2009

### November

ThaiBev acquired Yunnan Yulinquan Liquor Co., Ltd., a Chinese white spirit distillery in China

## 2010

### May

ThaiBev's first distribution center ("DC") in Nakhon Ratchasima province commenced operations, followed by two more DCs in Chonburi and Surat Thani provinces in June and August 2010, respectively

## 2011

### SERMSUK

### October

ThaiBev acquired a 64.66% stake in Sermasuk Public Company Limited, a leading beverage manufacturer and distributor in Thailand

## 2015



### January

Fraser & Neave Holdings Bhd renewed license agreements with Nestlé S.A. to manufacture and distribute the Carnation, Bear Brand, Bear Brand Gold, Ideal Milk and Milkmaid brands in ASEAN until 2037



### February

"100PLUS", an innovative, functional carbonated soft drink with six minerals that help replenish lost fluids, was launched in Thailand in two flavors - Citrus and Lemon Lime

### March

"Jub Jai", a traditional Jub Lieng herbal tea with a combination of 10 different herbs, was launched at a reasonable price for consumers



### August

Chang Beer's 20th Anniversary introduced a new look of "Chang Classic Beer" in emerald green bottle and champagne gold label, which reflects a premium and modern look, brewing with an international standard to meet the current customer satisfaction

### October

Chang extended its sponsorship contract with FC Barcelona for another three years, the pride in supporting FC Barcelona as an official regional partner in Southeast Asia

# Vision 2020





Vision 2020 is ThaiBev's strategic roadmap for the next five years. It underpins our endeavours to further the success that we have progressively achieved over the years, and sets ThaiBev up for an accelerated growth story. Driven by the five strategic imperatives outlined below, we seek to provide customers with even better products, create greater value and deliver more sustainable returns to shareholders, and enlarge opportunities for our employees.

**Growth**

We aim to solidify ThaiBev's position as the largest and most profitable beverage company in Southeast Asia.

**Diversity**

To support and sustain ThaiBev's growth, we plan to diversify our revenue streams, increasing revenue contribution from non-alcoholic beverages and the sale of products outside of Thailand.

**Brands**

By streamlining ThaiBev's businesses into three product groups (spirits, beer, and non-alcoholic beverage) and identifying core brands within each, as well as focusing on primary and secondary markets with the greatest growth potential, we look to expand the business via a consumer- and market-driven approach.

**Reach**

To realise the potential of ThaiBev's core brands, robust and efficient routes to all markets are required. Accordingly, we seek to build on our market leading business processes and supply chains to strengthen existing distribution networks, establish new ones, and also enter into partnerships with third-party distributors when appropriate.

**Professionalism**

We strive to ensure that we have a diverse and high performance workforce, and that the teams behind all three product groups work together seamlessly, leveraging cross-product group synergies where applicable, further strengthening our long term potentials.



# Always with you





We are proud to be able to fulfill every consumer's moment with happiness. Thai Beverage Public Company Limited is committed to create total beverage products to satisfy consumers of all ages and strive to maintain our core concept of "Always with you".



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**Remark :** All photos on this page were captured during the actual happy moments of ThaiBev's staff from around ASEAN region, which represents the "Always with you" concept.

# Always grow together







Always make you smile









Always on your side

# Always your love



# Always your pride



# Shareholding Structure

As at December 31, 2015

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Shareholding Structure  
Annual Report 2015

Shareholding Structure  
Thai Beverage Public Company Limited

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## Thai Beverage Public Company Limited

Registered capital of Baht 29,000,000,000 with paid-up capital of Baht 25,110,025,000 consisting of 25,110,025,000 issued common shares, with the par value of Baht 1 each.

### Spirit Product Group

#### Distillery Group

|      |  |
|------|--|
| 100% | Sangsom Co., Ltd.                      |
| 100% | Fuengfuanant Co., Ltd.                 |
| 100% | Mongkolsamai Co., Ltd.                 |
| 100% | Thanapakdi Co., Ltd.                   |
| 100% | Kanchanasinghorn Co., Ltd.             |
| 100% | Sura Piset Thipharat Co., Ltd.         |
| 100% | Sura Bangyikhan Co., Ltd.              |
| 100% | Mekhong Distillery Limited             |
| 100% | Athimart Co., Ltd.                     |
| 100% | S.S. Karnsura Co., Ltd.                |
| 100% | Kankwan Co., Ltd.                      |
| 100% | Theparunothai Co., Ltd.                |
| 100% | Red Bull Distillery (1988) Co., Ltd.*  |
| 100% | United Winery and Distillery Co., Ltd. |
| 100% | Simathurakij Co., Ltd.                 |
| 100% | Natechai Co., Ltd.                     |
| 100% | Luckchai Liquor Trading Co., Ltd.      |
| 100% | Sura Piset Pattharalanna Co., Ltd.*    |
| 100% | United Products Co., Ltd.              |

### Beer Product Group

|     |  |
|-----|--|
| 51% | Chang Corporation Company Limited <sup>(e)</sup> ← 49% |
| 51% | Chang Beer Company Limited <sup>(f)</sup> ← 49%        |

#### Brewery Group

|      |   |
|------|---|
| 100% | Beer Thip Brewery (1991) Co., Ltd.      |
| 100% | Cosmos Brewery (Thailand) Co., Ltd.     |
| 100% | Beer Thai (1991) Public Company Limited |

### Non-Alcohol Beverage Product Group

#### Group of Company Limited

|        |          |   |
|--------|----------|---|
| 49%    | → 51%    | BevCo Limited <sup>(g)</sup>            |
| 49%    | → 51%    | So Water Company Limited <sup>(h)</sup> |
| 46.38% | → 53.62% | Thai Drinks Co., Ltd.                   |

#### Group of Listed Companies on the Stock Exchange of Thailand

##### Sermsuk Group

Carbonated Soft Drink / Non-Carbonated Soft Drink / Water-Soda / Distributor

|      |                                    |
|------|------------------------------------|
| 100% | Sermsuk Public Company Limited     |
| 100% | Sermsuk Holdings Co., Ltd.         |
| 100% | Sermsuk Beverage Co., Ltd.         |
| 100% | Wrangyer Beverage (2008) Co., Ltd. |
| 40%  | Petform (Thailand) Co., Ltd.       |
| 100% | Sermsuk Training Co., Ltd.         |
| 100% | Great Brands Limited               |

##### Oishi Group

Japanese Green Tea / Non-Alcohol Beverage / Food Business Group

|        |  |
|--------|--|
| 79.66% | Oishi Group Public Company Limited                   |
| 100%   | Oishi Trading Co., Ltd.                              |
| 100%   | Oishi Ramen Co., Ltd.                                |
| 100%   | Oishi International Holdings Limited                 |
| 100%   | Oishi F&B (Singapore) Pte. Ltd.                      |
| 55%    | Oishi Myanmar Limited                                |
| 100%   | Oishi Group Limited Liability Company <sup>(b)</sup> |
| 100%   | Oishi Snack Co., Ltd.                                |

#### International Business Group

|        |   |
|--------|---|
| 100%   | International Beverage Holdings Limited         |
| 100%   | InterBev (Singapore) Limited                    |
| 100%   | Super Brands Company Pte. Ltd.                  |
| 100%   | InterBev (Cambodia) Co., Ltd.                   |
| 100%   | InterBev Malaysia Sdn. Bhd.                     |
| 100%   | Best Spirits Company Limited                    |
| 100%   | International Beverage Holdings (China) Limited |
| 100%   | InterBev Trading (China) Limited                |
| 100%   | Yunnan Yulinquan Liquor Co., Ltd.               |
| 100%   | Beer Chang International Limited                |
| 100%   | International Beverage Trading Limited          |
| 100%   | InterBev Trading (Hong Kong) Limited            |
| 100%   | InterBev Timor, Unipessoal, Lda. <sup>(a)</sup> |
| 100%   | InterBev Investment Limited                     |
| 28.53% | Fraser and Neave, Limited                       |
| 28.44% | Fraser's Centrepoint Limited                    |
| 100%   | BeerCo Limited <sup>(i)</sup>                   |
| 100%   | Wellwater Limited <sup>(j)</sup>                |

|        |  |
|--------|--|
| 100%   | International Beverage Holdings (UK) Limited                     |
| 100%   | International Beverage Holdings Limited USA, Inc.                |
| 100%   | Blairmhor Limited <sup>(N)</sup>                                 |
| 100%   | Blairmhor Distillers Limited <sup>(D) (N)</sup>                  |
| 100%   | Speyburn-Glenlivet Distillery Company Limited <sup>(D) (N)</sup> |
| 100%   | The Knockdhu Distillery Company Limited <sup>(D) (N)</sup>       |
| 100%   | The Balblair Distillery Company Limited <sup>(D) (N)</sup>       |
| 100%   | The Pulteney Distillery Company Limited <sup>(D) (N)</sup>       |
| 49.49% | Liquorland Limited   |
| 100%   | Wee Beastie Limited <sup>(D) (N)</sup>                           |
| 100%   | Moffat & Towers Limited <sup>(D) (N)</sup>                       |
| 100%   | Inver House Distillers Limited                                   |
| 100%   | Glen Calder Blenders Limited <sup>(D) (N)</sup>                  |
| 100%   | Hankey Bannister & Company Limited <sup>(D) (N)</sup>            |
| 100%   | R Carmichael & Sons Limited <sup>(D) (N)</sup>                   |
| 100%   | James Catto & Company Limited <sup>(D) (N)</sup>                 |
| 100%   | Mason & Summers Limited <sup>(D) (N)</sup>                       |
| 100%   | J MacArthur Jr & Company Limited <sup>(D) (N)</sup>              |

### Sales Group

#### Spirits Sales Group

|      |                         |
|------|-------------------------|
| 100% | Num Yuk Co., Ltd.       |
| 100% | Num Kijjakarn Co., Ltd. |
| 100% | Num Palang Co., Ltd.    |
| 100% | Num Muang Co., Ltd.     |
| 100% | Num Nakorn Co., Ltd.    |
| 100% | Num Thurakij Co., Ltd.  |
| 100% | Numrungrod Co., Ltd.    |
| 100% | Numthip Co., Ltd.       |

#### Beer Sales Group

|      |                          |
|------|--------------------------|
| 100% | Pomthip (2012) Co., Ltd. |
| 100% | Pomkit Co., Ltd.         |
| 100% | Pomklung Co., Ltd.       |
| 100% | Pomchok Co., Ltd.        |
| 100% | Pomcharoen Co., Ltd.     |
| 100% | Pomburapa Co., Ltd.      |
| 100% | Pompalang Co., Ltd.      |
| 100% | Pomnakorn Co., Ltd.      |

#### Sales Channels Management Group

|      |  |
|------|--|
| 100% | Modern Trade Management Co., Ltd.            |
| 100% | Horeca Management Co., Ltd.                  |
| 100% | Cash Van Management Co., Ltd. <sup>(k)</sup> |

### Sole Agent Group

|      |                          |
|------|--------------------------|
| 100% | Thipchalothorn Co., Ltd. |
| 100% | Krittayabun Co., Ltd.    |
| 100% | Surathip Co., Ltd.       |
| 100% | Sunthornpirom Co., Ltd.  |
| 100% | Piromsurang Co., Ltd.    |

### Marketing Group

|      |                                   |
|------|-----------------------------------|
| 100% | Thai Beverage Marketing Co., Ltd. |
| 100% | Chang Corp Co., Ltd.              |
| 100% | Chang International Co., Ltd.     |
| 100% | Dhospaak Co., Ltd.                |

### Related Business Group

|        |  |
|--------|--|
| 100%   | Thai Beverage Energy Co., Ltd.         |
| 99.72% | Thai Molasses Co., Ltd.                |
| 100%   | Feed Addition Co., Ltd.                |
| 100%   | Pan International (Thailand) Co., Ltd. |
| 100%   | Charun Business 52 Co., Ltd.           |
| 100%   | Thai Cooperage Co., Ltd.*              |
| 100%   | Thai Beverage Recycle Co., Ltd.        |
| 100%   | Thai Beverage Logistics Co., Ltd.      |

### Trademark Group

|      |   |
|------|---|
| 100% | Thai Beverage Brands Co., Ltd.                        |
| 100% | Archa Beer Co., Ltd.                                  |
| 100% | Beer Chang Co., Ltd.                                  |
| 100% | Chang Beer International Co., Ltd. <sup>(D) (N)</sup> |

### Others

|      |                                       |
|------|---------------------------------------|
| 100% | Thai Beverage Training Co., Ltd.      |
| 100% | C A C Co., Ltd.                       |
| 100% | Food of Asia Co., Ltd. <sup>(d)</sup> |

|        |  |
|--------|--|
| 40%    | → Thai Thum Distillery Co., Ltd. <sup>(N)</sup> ← 99.90% |
| 58.63% | → Sura Piset Sahasan Co., Ltd. <sup>(N)</sup> ← 18.55%   |
| 58.63% | → Sura Piset Samphan Co., Ltd. <sup>(N)</sup> ← 41.45%   |
| 58.63% | → Sura Piset Samphan Co., Ltd. <sup>(N)</sup> ← 33.83%   |
| 58.63% | → Sura Piset Samphan Co., Ltd. <sup>(N)</sup> ← 7.54%    |
| 40%    | → Thai Cooperage Co., Ltd.*                              |
| 40%    | → Sura Piset Pattharalanna Co., Ltd.*                    |
| 40%    | → Red Bull Distillery (1988) Co., Ltd.*                  |

**Note:** According to Auditor's Note  
D: Dormant  
N: Non-trading

\* Those companies are in Related Business Group or Distillery Group, as the case may be. We represent those companies in other Group for the benefit and the clearness in consideration of the group of company's shareholding

**Remarks:**

- (a) InterBev Timor, Unipessoal, Lda. incorporated in Timor-Leste on January 19, 2015.
- (b) Oishi Group Limited Liability Company incorporated in the Socialist Republic of Vietnam on February 14, 2015.
- (c) Cash Van Management Co., Ltd. incorporated on February 27, 2015.
- (d) Food of Asia Co., Ltd. incorporated on February 27, 2015.
- (e) Chang Corporation Company Limited incorporated on November 20, 2015.

- (f) Chang Beer Company Limited incorporated on November 23, 2015.
- (g) BevCo Limited incorporated on November 20, 2015.
- (h) So Water Company Limited incorporated on November 23, 2015.
- (i) Wellwater Limited incorporated in Hong Kong on December 7, 2015.
- (j) BeerCo Limited incorporated in Hong Kong on December 9, 2015.

# Report of the Board of Directors

## Breakdown in Shares and Types of Share

As at December 31, 2015

| No. | Company / Location  | Type of Business   | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|-----|---|--|---------------|------------------------|---------------|--|--------------------|--------|
| 1.  | <b>Beer Thai (1991) Public Company Limited</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District Bangkok 10900                            | Beer brewery and production of drinking water and soda water | Common        | 5,550,000,000.00       | 555,000,000   | 555,000,000                              | 100%               |        |
| 2.  | <b>Beer Thip Brewery (1991) Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                                | Beer brewery and production of drinking water and soda water | Common        | 6,600,000,000.00       | 660,000,000   | 660,000,000                              | 100%               |        |
| 3.  | <b>Cosmos Brewery (Thailand) Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                               | Beer brewery and production of drinking water and soda water | Common        | 1,666,666,500.00       | 166,666,650   | 166,666,650                              | 100%               |        |
| 4.  | <b>Sangsom Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Spirits distillery   | Common        | 7,500,000,000.00       | 750,000,000   | 750,000,000                              | 100%               |        |
| 5.  | <b>Fuengfuanant Co., Ltd.</b><br>333 Moo 1, Tambon Tha Toom<br>Amphoe Si Maha Phot<br>Prachin Buri 25140  | Spirits distillery   | Common        | 900,000,000.00         | 90,000,000    | 90,000,000                               | 100%               |        |
| 6.  | <b>Mongkolsamai Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Spirits distillery   | Common        | 700,000,000.00         | 70,000,000    | 70,000,000                               | 100%               |        |
| 7.  | <b>Thanapakdi Co., Ltd.</b><br>315 Moo 4, Tambon Mae Faek<br>Amphoe San Sai, Chiang Mai 50290   | Spirits distillery   | Common        | 700,000,000.00         | 70,000,000    | 70,000,000                               | 100%               |        |
| 8.  | <b>Kanchanasinghorn Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Spirits distillery   | Common        | 700,000,000.00         | 70,000,000    | 70,000,000                               | 100%               |        |
| 9.  | <b>Sura Bangyikhan Co., Ltd.</b><br>82 Moo 3, Tambon Bang Ku Wat<br>Amphoe Muang Pathum Thani<br>Pathum Thani 12000   | Spirits distillery   | Common        | 4,000,000,000.00       | 400,000,000   | 400,000,000                              | 100%               |        |
| 10. | <b>Athimart Co., Ltd.</b><br>170 Moo 11, Tambon Nikhom<br>Amphoe Satuek, Buri Ram 31150   | Spirits distillery   | Common        | 900,000,000.00         | 90,000,000    | 90,000,000                               | 100%               |        |
| 11. | <b>S.S. Karnsura Co., Ltd.</b><br>101 Moo 8, Tambon Kaeng Dom<br>Amphoe Sawang Wirawong<br>Ubon Ratchathani 34190   | Spirits distillery   | Common        | 800,000,000.00         | 80,000,000    | 80,000,000                               | 100%               |        |
| 12. | <b>Kankwan Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Spirits distillery   | Common        | 800,000,000.00         | 80,000,000    | 80,000,000                               | 100%               |        |
| 13. | <b>Theparunothai Co., Ltd.</b><br>99 Moo 4, Tambon Hat Kham<br>Amphoe Muang Nong Khai<br>Nong Khai 43000  | Spirits distillery   | Common        | 700,000,000.00         | 70,000,000    | 70,000,000                               | 100%               |        |
| 14. | <b>Red Bull Distillery (1988) Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                              | Spirits distillery   | Common        | 5,000,000,000.00       | 500,000,000   | 500,000,000                              | 100%               |        |
| 15. | <b>United Winery and Distillery Co., Ltd.</b><br>14 Sangsom Building, Soi Yasooob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900 | Spirits distillery   | Common        | 1,800,000,000.00       | 180,000,000   | 180,000,000                              | 100%               |        |
| 16. | <b>Simathurakij Co., Ltd.</b><br>1 Moo 6, Tambon Ban Daen<br>Amphoe Banphot Phisai<br>Nakhon Sawan 60180  | Spirits distillery   | Common        | 900,000,000.00         | 90,000,000    | 90,000,000                               | 100%               |        |

| No. | Company / Location   | Type of Business                                      | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|-----|--|---|---------------|------------------------|---------------|--|--------------------|--------|
| 17. | <b>Nateechai Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Spirits distillery                                    | Common        | 800,000,000.00         | 80,000,000    | 80,000,000                               | 100%               |        |
| 18. | <b>Luckchai Liquor Trading Co., Ltd.</b><br>46 Moo 1, Tambon Nong Klang Na<br>Amphoe Muang Ratchaburi<br>Ratchaburi 70000  | Spirits distillery                                    | Common        | 800,000,000.00         | 80,000,000    | 80,000,000                               | 100%               |        |
| 19. | <b>Sura Piset Thipharat Co., Ltd.</b><br>14 Sangsom Building, Soi Yasooob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Spirits distillery                                    | Common        | 1,000,000,000.00       | 10,000,000    | 10,000,000                               | 100%               |        |
| 20. | <b>Modern Trade Management Co., Ltd.</b><br>333 Lao Peng Nguan Tower 1<br>26 <sup>th</sup> Floor, Soi Choei Phuang<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900 | Beer, spirits and non-alcoholic beverages distributor | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 21. | <b>Horeca Management Co., Ltd.</b><br>14 Sangsom Building<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Beer, spirits and non-alcoholic beverages distributor | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               | (1)    |
| 22. | <b>Pomkit Co., Ltd.</b><br>383 Moo 8, Tambon Banpo<br>Amphoe Muang Nakhon Ratchasima<br>Nakhon Ratchasima 30310  | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 23. | <b>Pomklung Co., Ltd.</b><br>22/1 Soi 2 (Paprao), Paprao Road<br>Tambon Padad, Amphoe Muang Chiangmai<br>Chiangmai 50100   | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 24. | <b>Pomchok Co., Ltd.</b><br>16/1 Moo 1, U Thong Road<br>Tambon Tha Wasukri<br>Amphoe Phra Nakhon Si Ayutthaya<br>Phra Nakhon Si Ayutthaya 13000  | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 25. | <b>Pomcharoen Co., Ltd.</b><br>135/3 Moo 4, Kanchanavithi Road<br>Tambon Bang Kung<br>Amphoe Muang Surat Thani<br>Surat Thani 84000  | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 26. | <b>Pomburapa Co., Ltd.</b><br>123 Moo 2, Tambon Ban Suan<br>Amphoe Muang Chon Buri<br>Chon Buri 20000<br><br>(Registered the change of Company's address on December 8, 2015)                              | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 27. | <b>Pompalang Co., Ltd.</b><br>439 Moo 11, Klang Muang Road<br>Tambon Muang Kao<br>Amphoe Muang Khon Kaen<br>Khon Kaen 40000  | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 28. | <b>Pomnakorn Co., Ltd.</b><br>534, 536 Phetrasem Road<br>Tambon Phra prathom<br>Amphoe Muang Nakhon Pathom<br>Nakhon Pathom 73000<br><br>(Registered the change of Company's address on December 15, 2015) | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 29. | <b>Pomthip (2012) Co., Ltd.</b><br>40/53 Moo 3, Talad Bangkhen Sub-district<br>Laksi District, Bangkok 10210   | Beer distributor                                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |

| No. | Company / Location  | Type of Business                                 | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|-----|---|--|---------------|------------------------|---------------|--|--------------------|--------|
| 30. | <b>Num Yuk Co., Ltd.</b><br>40/53 Moo, 3 Talad Bangkhen Sub-district<br>Laksi District, Bangkok 10210   | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 31. | <b>Num Kijjakarn Co., Ltd.</b><br>383 Moo 8, Tambon Banpo<br>Amphoe Muang Nakhon Ratchasima<br>Nakhon Ratchasima 30310  | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 32. | <b>Num Palang Co., Ltd.</b><br>22/1 Soi 2 (Paprao), Paprao Road<br>Tambon Padad, Amphoe Muang Chiangmai<br>Chiangmai 50100  | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 33. | <b>Num Muang Co., Ltd.</b><br>16/2 Moo 1, U Thong Road<br>Tambon Tha Wasukri<br>Amphoe Phra Nakhon Si Ayutthaya<br>Phra Nakhon Si Ayutthaya 13000   | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 34. | <b>Num Nakorn Co., Ltd.</b><br>149/3 Chulachomklao Road<br>Tambon Tha Kham, Amphoe Phun Phin<br>Surat Thani 84130   | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 35. | <b>Num Thurakij Co., Ltd.</b><br>123 Moo 2, Tambon Ban Suan<br>Amphoe Muang Chon Buri<br>Chon Buri 20000<br><br>(Registered the change of Company's<br>address on December 11, 2015)                        | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               |        |
| 36. | <b>Numrungrud Co., Ltd.</b><br>439 Moo 11, Tambon Muang Kao<br>Amphoe Muang Khon Kaen<br>Khon Kaen 40000  | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 100,000       | 100,000                                  | 100%               |        |
| 37. | <b>Numthip Co., Ltd.</b><br>530, 532 Phetkasem Road<br>Tambon Phra Prathon<br>Amphoe Muang Nakhon Pathom<br>Nakhon Pathom 73000<br><br>(Registered the change of Company's<br>address on December 15, 2015) | Spirits and non-alcoholic beverages distributor  | Common        | 10,000,000.00          | 100,000       | 100,000                                  | 100%               |        |
| 38. | <b>Thipchalothorn Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Beer, spirits and non-alcoholic beverages agency | Common        | 1,000,000.00           | 100,000       | 100,000                                  | 100%               |        |
| 39. | <b>Krittayabun Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Beer, spirits and non-alcoholic beverages agency | Common        | 5,000,000.00           | 500,000       | 500,000                                  | 100%               |        |
| 40. | <b>Surathip Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Beer, spirits and non-alcoholic beverages agency | Common        | 1,200,000.00           | 120,000       | 120,000                                  | 100%               |        |
| 41. | <b>Sunthornpirom Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Beer, spirits and non-alcoholic beverages agency | Common        | 5,000,000.00           | 500,000       | 500,000                                  | 100%               |        |
| 42. | <b>Piromsurang Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Beer, spirits and non-alcoholic beverages agency | Common        | 5,000,000.00           | 500,000       | 500,000                                  | 100%               |        |
| 43. | <b>Thai Beverage Energy Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Trading of biogas                                | Common        | 860,000,000.00         | 8,600,000     | 8,600,000                                | 100%               |        |
| 44. | <b>Thai Molasses Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Trading of molasses                              | Common        | 40,000,000.00          | 40,000        | 39,889                                   | 99.72%             |        |
| 45. | <b>Feed Addition Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Trading of feeds and fertilizer                  | Common        | 1,000,000.00           | 10,000        | 10,000                                   | 100%               |        |

| No. | Company / Location  | Type of Business   | Type of Share | Paid-up Capital (Baht) | Shares Issued  | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|-----|---|--|---------------|------------------------|----------------|--|--------------------|--------|
| 46. | <b>Pan International (Thailand) Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Trading of supplies and procurement                          | Common        | 1,000,000.00           | 10,000         | 10,000                                   | 100%               |        |
| 47. | <b>Charun Business 52 Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Brick producer and distribution of spirits                   | Common        | 121,800,000.00         | 1,218,000      | 1,218,000                                | 100%               |        |
| 48. | <b>Thai Cooperage Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Oak barrel producer  | Common        | 300,000,000.00         | 30,000,000     | 30,000,000                               | 100%               |        |
| 49. | <b>Thai Beverage Recycle Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Trading of bottles   | Common        | 123,000,000.00         | 1,230,000      | 1,230,000                                | 100%               |        |
| 50. | <b>Thai Beverage Logistics Co., Ltd.</b><br>1 East Water Building<br>Soi Vibhavadi-Rangsit 5<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                                | Transportation and distribution                              | Common        | 1,012,000,000.00       | 101,200,000    | 101,200,000                              | 100%               |        |
| 51. | <b>Thai Beverage Marketing Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Advertising and marketing promotion                          | Common        | 300,000,000.00         | 30,000,000     | 30,000,000                               | 100%               |        |
| 52. | <b>Dhospaak Co., Ltd.</b><br>90 CyberWorld 15 <sup>th</sup> Floor Units B 1501-2 and 16 <sup>th</sup> Floor Units B 1602,<br>Ratchadaphisek Road<br>Huai Khwang Sub-district<br>Huai Khwang District, Bangkok 10310 | Advertising agency   | Common        | 25,000,000.00          | 2,500,000      | 2,500,000                                | 100%               |        |
| 53. | <b>Thai Beverage Training Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Training   | Common        | 2,500,000.00           | 1,000,000      | 1,000,000                                | 100%               |        |
| 54. | <b>International Beverage Holdings Limited</b><br>Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong   | Holding company  | Ordinary      | HKD 15,634,012,000.00  | 15,634,012,000 | 15,634,012,000                           | 100%               | (2)    |
| 55. | <b>Thai Beverage Brands Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Trademark holding  | Common        | 5,000,000.00           | 50,000         | 50,000                                   | 100.00%            |        |
| 56. | <b>Beer Chang Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Trademark holding and production of beer concentrate         | Common        | 1,000,000.00           | 10,000         | 10,000                                   | 100.00%            |        |
| 57. | <b>Archa Beer Co., Ltd.</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Trademark holding and production of beer concentrate         | Common        | 1,000,000.00           | 100,000        | 100,000                                  | 100.00%            |        |
| 58. | <b>Sura Piset Pattharalanna Co., Ltd.</b><br>14 Sangsom Building, Soi Yasob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Holding company  | Common        | 1,000,000,000.00       | 10,000,000     | 10,000,000                               | 100%               |        |
| 59. | <b>United Products Company Limited</b><br>56 Sukhaphibal Road<br>Tambon Nakhon Chai Si<br>Amphoe Nakhon Chai Si<br>Nakhon Pathom 73120  | Production and distribution of spirits                       | Common        | 350,000,000.00         | 3,500,000      | 3,500,000                                | 100%               |        |
| 60. | <b>Oishi Group Public Company Limited</b><br>19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                        | Japanese restaurants and distribution of foods and beverages | Common        | 375,000,000.00         | 187,500,000    | 149,360,199                              | 79.66%             |        |

| No. | Company / Location  | Type of Business  | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|-----|---|---|---------------|------------------------|---------------|--|--------------------|--------|
| 61. | <b>C A C Co., Ltd.</b><br>90, CyberWorld Tower, 10 <sup>th</sup> Floor<br>Ratchadapisek Road<br>Huai Khwang Sub-district<br>Huai Khwang District, Bangkok 10310   | Management of the ASEAN Economic Community (AEC) centre | Common        | 30,000,000.00          | 300,000       | 300,000                                  | 100%               |        |
| 62. | <b>Chang International Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Advertising and marketing services                      | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               | (3)    |
| 63. | <b>Cash Van Management Co., Ltd.</b><br>333 Lao Peng Nguan Tower 1, 27 <sup>th</sup> Floor<br>Soi Choei Phuang, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>(Incorporated on February 27, 2015, and registered the change of Company's address on March 23, 2015) | Beer, spirits and non-alcoholic beverages distributor   | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               | (4)    |
| 64. | <b>Food of Asia Co., Ltd.</b><br>14 Sangsom Building<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>(Incorporated on February 27, 2015)   | Restaurant business                                     | Common        | 10,000,000.00          | 1,000,000     | 1,000,000                                | 100%               | (5)    |
| 65. | <b>BevCo Limited</b><br>14 Sangsom Building<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>(Incorporated on November 20, 2015)  | Holding company   | Common        | 5,436,168,000.00       | 548,000,000   | 548,000,000                              | 100%               | (6)    |
| 66. | <b>Chang Corporation Company Limited</b><br>14 Sangsom Building<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>(Incorporated on November 20, 2015)  | Holding company   | Common        | 1,000,000.00           | 100,000       | 100,000                                  | 100%               | (7)    |
| 67. | <b>Thai Thum Distillery Co., Ltd.#</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Production and distribution of spirits                  | Common        | 14,000,000.00          | 17,500        | 17,483                                   | 99.90%             |        |
| 68. | <b>Sura Piset Sahasan Co., Ltd.#</b><br>14 Sangsom Building, Soi Yasoob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Trading of spirits                                      | Common        | 100,000,000.00         | 1,000,000     | 1,000,000                                | 100%               |        |
| 69. | <b>Sura Piset Samphan Co., Ltd.#</b><br>14 Sangsom Building, Soi Yasoob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Trading of spirits                                      | Common        | 100,000,000.00         | 1,000,000     | 1,000,000                                | 100%               |        |
| 70. | <b>InterBev (Singapore) Limited</b><br>438 Alexandra Road, #05-01<br>Alexandra Point, Singapore 119958  | Trading of alcoholic beverages                          | Ordinary      | SGD 66,737,000.00      | 66,737,000    | 66,737,000                               | 100%               | (8)    |
| 71. | <b>InterBev (Cambodia) Co., Ltd.</b><br>No. 01, Street 484 corner 97<br>Sangkat Psar, Deum Tkov<br>Khan Chamkamorn, Phnom Penh<br>Kingdom of Cambodia   | Trading of alcoholic beverages                          | Ordinary      | USD 200,000.00         | 1,000         | 1,000                                    | 100%               |        |
| 72. | <b>InterBev Malaysia Sdn. Bhd.</b><br>Suite 6.01, 6 <sup>th</sup> Floor<br>Plaza See Hoy Chan<br>Jalan Raja Chulan, 50200<br>Kuala Lumpur, Malaysia   | Trading of alcoholic beverages                          | Ordinary      | MYR 100,000.00         | 100,000       | 100,000                                  | 100%               |        |
| 73. | <b>Best Spirits Company Limited</b><br>Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | Trading of alcoholic beverages                          | Ordinary      | HKD 15,300,000.00      | 15,300,000    | 15,300,000                               | 100%               |        |
| 74. | <b>International Beverage Holdings (UK) Limited</b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Holding company   | Common        | GBP 71,670,000.00      | 71,670,000    | 71,670,000                               | 100%               |        |



| No. | Company / Location  | Type of Business  | Type of Share | Paid-up Capital (Baht) | Shares Issued  | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|-----|---|---|---------------|------------------------|----------------|--|--------------------|--------|
| 75. | <b>International Beverage Holdings (China) Limited</b><br>Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong   | Holding company   | Ordinary      | HKD 210,500,000.00     | 21,050,000     | 21,050,000                               | 100%               |        |
| 76. | <b>Oishi Trading Co., Ltd.</b><br>19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330               | Production and distribution of food and beverage                | Common        | 420,000,000.00         | 4,200,000      | 3,345,670                                | 79.66%             |        |
| 77. | <b>Oishi Ramen Co., Ltd.</b><br>19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                 | Japanese ramen restaurants                                      | Common        | 158,000,000.00         | 1,580,000      | 1,258,610                                | 79.66%             |        |
| 78. | <b>Oishi International Holdings Limited</b><br>Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | International distribution of beverage                          | Common        | HKD 9,400,000.00       | 9,400,000      | 7,487,925                                | 79.66%             |        |
| 79. | <b>Chang Beer International Co., Ltd.*</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | Dormant   | Common        | 1,000,000.00           | 100,000        | 100,000                                  | 100%               |        |
| 80. | <b>Mekhong Distillery Limited</b><br>14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Consultancy service   | Common        | 125,000.00             | 5,000          | 5,000                                    | 100%               |        |
| 81. | <b>Chang Corp Co., Ltd.</b><br>15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | Advertising and marketing services                              | Common        | 100,000.00             | 10,000.00      | 10,000.00                                | 100%               |        |
| 82. | <b>Beer Chang International Limited</b><br>438 Alexandra Road,<br>#05-01, Alexandra Point<br>Singapore 119958   | Production and trading of alcoholic and non-alcoholic beverages | Ordinary      | SGD 498,240.00         | 498,240        | 498,240                                  | 100%               |        |
| 83. | <b>International Beverage Trading Limited</b><br>XL Building, One Bermudiana Road<br>Hamilton, Bermuda  | Trading of alcoholic beverages                                  | Ordinary      | US\$ 100,000.00        | 100,000        | 100,000                                  | 100%               |        |
| 84. | <b>InterBev Investment Limited</b><br>Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong   | Holding company   | Ordinary      | SGD 2,047,620,000.00   | 2,047,620,000  | 2,047,620,000                            | 100%               | (9)    |
| 85. | <b>InterBev Trading (Hong Kong) Limited</b><br>Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | Distribution and marketing of food and beverage products        | Ordinary      | HKD 10,000.00          | 10,000         | 10,000                                   | 100%               |        |
| 86. | <b>Oishi Snack Co., Ltd.</b><br>19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                 | Distribution of sanck   | Common        | 52,000,000.00          | 800,000        | 637,268                                  | 79.66%             |        |
| 87. | <b>BeerCo Limited</b><br>Room 901-2 Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Hong Kong<br><br>(Incorporated in Hong Kong on December 9, 2015)                                     | Holding company   | Common        | 24,950,000,000.00      | 24,950,000,000 | 24,950,000,000                           | 100%               | (10)   |
| 88. | <b>Wellwater Limited</b><br>Room 901-2 Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Hong Kong<br><br>(Incorporated in Hong Kong on December 7, 2015)                                  | Holding company   | Common        | 7,950,000,000.00       | 7,950,000,000  | 7,950,000,000                            | 100%               | (11)   |
| 89. | <b>International Beverage Holdings Limited USA, Inc.</b><br>601 Van Ness Avenue, Suite Q/R<br>San Francisco, CA 94102, USA<br><br>(Registered th change of Company's address on August 1, 2015) | Trading of alcoholic beverages                                  | Common        | USD 1.00               | 1,000          | 1,000                                    | 100%               | (12)   |

| No.  | Company / Location   | Type of Business                         | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|------|--|--|---------------|------------------------|---------------|--|--------------------|--------|
| 90.  | <b>Super Brands Company Pte. Ltd.</b><br>438 Alexandra Road<br>#05-01, Alexandra Point<br>Singapore 119958   | Trademark holding                        | Ordinary      | SGD 65,947,000.00      | 65,947,000    | 65,947,000                               | 100%               | (13)   |
| 91.  | <b>Blairmhor Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Holding company                          | Common        | £9,009,407.00          | 900,940,700   | 900,940,700                              | 100%               |        |
| 92.  | <b>Inver House Distillers Limited</b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland   | Production and distribution of spirits   | Common        | £10,000,000.00         | 10,000,000    | 10,000,000                               | 100%               |        |
| 93.  | <b>InterBev Trading (China) Limited</b><br>Room 01-03, Level 1<br>No. 63 Kunlun Road<br>Shuangjiang Town, Eshan County<br>Yuxi City, Yunnan, China 653200  | Trading of alcoholic beverages           | -             | RMB 10,000,000.00      | -             | -  | 100%               | (14)   |
| 94.  | <b>Yunnan Yulinquan Liquor Co., Ltd.</b><br>Yulin Village, Shuangjiang Town<br>Eshan County, Yuxi City<br>Yunnan, China 653200   | Spirits distillery                       | -             | RMB 159,388,200.00     | -             | -  | 100%               | (14)   |
| 95.  | <b>Blairmhor Distillers Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland   | Dormant                                  | Common        | £200.00                | 2,000         | 2,000                                    | 100%               |        |
| 96.  | <b>Wee Beastie Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £100.00                | 100           | 100                                      | 100%               |        |
| 97.  | <b>Moffat &amp; Towers Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £1.00                  | 1             | 1  | 100%               |        |
| 98.  | <b>Glen Calder Blenders Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland   | Dormant                                  | Common        | £100.00                | 100           | 100                                      | 100%               |        |
| 99.  | <b>Hankey Bannister &amp; Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland   | Dormant                                  | Common        | £100.00                | 100           | 100                                      | 100%               |        |
| 100. | <b>R Carmichael &amp; Sons Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £30,000.00             | 30,000        | 30,000                                   | 100%               |        |
| 101. | <b>J MacArthur Jr &amp; Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland   | Dormant                                  | Common        | £100.00                | 100           | 100                                      | 100%               |        |
| 102. | <b>Mason &amp; Summers Limited<sup>#</sup></b><br>10 Foster Lane, London<br>EC2V 6HH, England  | Dormant                                  | Common        | £10,030.00             | 10,030        | 10,030                                   | 100%               |        |
| 103. | <b>James Catto &amp; Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £50,000.00             | 50,000        | 50,000                                   | 100%               |        |
| 104. | <b>The Knockdhu Distillery Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £100.00                | 100           | 100                                      | 100%               |        |
| 105. | <b>Speyburn-Glenlivet Distillery Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £100.00                | 100           | 100                                      | 100%               |        |
| 106. | <b>The Pulteney Distillery Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £2.00                  | 2             | 2  | 100%               |        |
| 107. | <b>The Balblair Distillery Company Limited<sup>#</sup></b><br>Moffat Distillery, Airdrie<br>ML6 8PL, Scotland  | Dormant                                  | Common        | £2.00                  | 2             | 2  | 100%               |        |
| 108. | <b>Sermsuk Public Company Limited</b><br>252/35-36, Muang Thai Phatra Complex<br>Tower 1, 27-28 <sup>th</sup> Floor<br>Rachadaphisek Road<br>Huay Kwang Sub-district<br>Huay Kwang District, Bangkok 10310 | Production and distribution of beverages | Common        | 265,900,484.00         | 265,900,484   | 171,923,138                              | 64.66%             |        |

| No.  | Company / Location   | Type of Business   | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|------|--|--|---------------|------------------------|---------------|--|--------------------|--------|
| 109. | <b>Sermsuk Holdings Co., Ltd.</b><br>252/35-36, Muang Thai-Phatra Complex Bldg.1, 27-28 <sup>th</sup> Floor, Rachadaphisek Road Huay Kwang Sub-district Huay Kwang District, Bangkok 10310   | Holding company  | Common        | 600,000,000.00         | 60,000,000    | 38,794,169                               | 64.66%             |        |
| 110. | <b>Sermsuk Beverage Co., Ltd.</b><br>252/35-36, Muang Thai-Phatra Complex Bldg.1, 27-28 <sup>th</sup> Floor, Rachadaphisek Road Huay Kwang Sub-district Huay Kwang District, Bangkok 10310   | Production and distribution of beverages   | Common        | 689,586,150.00         | 68,958,615    | 44,586,536                               | 64.66%             |        |
| 111. | <b>Sermsuk Training Co., Ltd.</b><br>252/35-36, Muang Thai-Phatra Complex Bldg.1, 27-28 <sup>th</sup> Floor, Rachadaphisek Road Huay Kwang Sub-district Huay Kwang District, Bangkok 10310   | Human resources and organisation development services                              | Common        | 2,500,000.00           | 1,000,000     | 646,569                                  | 64.66%             |        |
| 112. | <b>Great Brands Limited</b><br>Room 901-2, Silvercord, Tower 1 30 Canton Road, Tsim Sha Tsui Kowloon, Hong Kong  | Brands management  | Common        | HKD 1,000,000.00       | 1,000,000     | 646,569                                  | 64.66%             |        |
| 113. | <b>Wrangyer Beverage (2008) Co., Ltd.</b><br>252/35-36 Muang Thai-Phatra Complex Bldg.1 27-28 <sup>th</sup> Floor, Rachadaphisek Road Huay Kwang Sub-district Huay Kwang District, Bangkok 10310                                     | Production and distribution of energy drink  | Common        | 200,000,000.00         | 20,000,000    | 12,931,390                               | 64.66%             |        |
| 114. | <b>InterBev Timor, Unipessoal, Lda.</b><br>A Praia Dos Coqueiros, Comoro Dom Aleixo, Dill Timor-Leste<br><br>(Incorporated in Timor-Leste on January 19, 2015)   | Production of beverages and distribution of food and beverages                     | Common        | USD 10,000.00          | 10,000        | 10,000                                   | 100%               | (15)   |
| 115. | <b>Oishi F&amp;B (Singapore) Pte. Ltd.</b><br>438 Alexandra Road #05-01, Alexandra Point Singapore 119958  | Brands management and consulting services  | Common        | HKD 1,520,000.00       | 1,520,000     | 1,210,813                                | 79.66%             |        |
| 116. | <b>Oishi Myanmar Limited</b><br>No. 1-11, Padonmar Stadium (East Wing) Bargayar Street, Sanchaung Township Yangon, Republic of the Union of Myanmar  | Restaurant business  | Common        | USD 2,100,000.00       | 2,100,000     | 920,059                                  | 43.81%             | (16)   |
| 117. | <b>Oishi Group Limited Liability Company</b><br>11A, Phan Ke Binh street, Da Kao ward district 1, Ho Chi Minh City the Socialist Republic of Vietnam<br><br>(Incorporated in the Socialist Republic of Vietnam on February 14, 2015) | Marketing management consulting services   | Common        | USD 50,000.00          | 50,000        | 39,830                                   | 79.66%             | (17)   |
| 118. | <b>Thai Drinks Co., Ltd.</b><br>14 Sangsom Building Vibhavadi Rangsit Road Chomphon Sub-district Chatuchak District, Bangkok 10900   | Distribution of beverages  | Common        | 160,000,000.00         | 1,600,000     | 1,600,000                                | 100%               | (18)   |
| 119. | <b>SPM Foods and Beverages Company Limited</b><br>79 Moo 3, Tambon Lamlookbua Amphoe Dontoom Nakhon Pathom 73150   | Production and distribution of drinking water and energy drinks and spirits agency | Common        | 606,250,000.00         | 60,625,000    | 60,526,250                               | 99.84%             |        |
| 120. | <b>Chang Beer Company Limited</b><br>14 Sangsom Building Vibhavadi Rangsit Road Chomphon Sub-district Chatuchak District, Bangkok 10900<br><br>(Incorporated on November 23, 2015)   | Holding company  | Common        | 1,000,000.00           | 100,000       | 100,000                                  | 100%               | (19)   |
| 121. | <b>So Water Company Limited</b><br>14 Sangsom Building Vibhavadi Rangsit Road Chomphon Sub-district Chatuchak District, Bangkok 10900<br><br>(Incorporated on November 23, 2015)   | Holding company  | Common        | 10,654,088,000.00      | 1,074,000,000 | 1,074,000,000                            | 100%               | (20)   |

| No.  | Company / Location   | Type of Business  | Type of Share | Paid-up Capital (Baht) | Shares Issued | No. of Shares Held (Direct and Indirect) | % of Share-holding | Remark |
|------|--|---|---------------|------------------------|---------------|--|--------------------|--------|
| 122. | <b>Petform (Thailand) Co., Ltd.</b><br>75/102 Ocean Tower 2, 37 <sup>th</sup> Floor<br>Sukhumvit Soi 19 (Wattana), Asoke Road<br>Khongtoey Nua Sub-district<br>Wattana District, Bangkok 10110 | Manufacture and distribution of plastic packaging                             | Common        | 75,000,000.00          | 7,500,000     | 1,939,708                                | 25.86%             |        |
| 123. | <b>Fraser and Neave, Limited</b><br>438 Alexandra Road<br>#20-00, Alexandra Point<br>Singapore 119958  | Manufacture and distribution of food and beverage and publishing and printing | Ordinary      | SGD 849,300,240.00     | 1,447,077,754 | 412,423,822                              | 28.53%             | (21)   |
| 124. | <b>Frasers Centrepoint Limited</b><br>438 Alexandra Road<br>#21-00, Alexandra Point<br>Singapore 119958  | Development and investment in property  | Ordinary      | SGD 1,766,799,847.76   | 2,899,996,444 | 824,847,644                              | 28.44%             | (22)   |
| 125. | <b>Liquorland Limited</b><br>8 Westbank Road, Belfast, BT3 9JL<br>Northern Ireland   | Licences  | Common        | £495,000.00            | 495,000       | 245,000                                  | 49.49%             |        |

**Remarks; #These are currently non-trading companies**

- (1) On May 22, 2015, Horeca Management Co., Ltd. received the payment of the remaining 75% of the registered capital. Currently, the company's paid-up capital is fully made.
- (2) On March 23, 2015, International Beverage Holdings Limited ("IBHL") registered the increase of paid-up capital from HKD 7,010,666,000 to HKD 13,935,189,000; and On December 24, 2015, this company registered the increase of paid-up capital from HKD 13,935,189,000 to HKD 15,634,012,000.
- (3) On October 16, 2015, Chang International Co., Ltd. received the payment of the remaining 75% of the registered capital. Currently, the company's paid-up capital is fully made.
- (4) On February 27, 2015, the registered capital of Cash Van Management Co., Ltd. is Baht 10,000,000 consisting of 1,000,000 issued common shares. Thai Beverage Public Company Limited directly holds shares in this company. On May 15, 2015, this company received the payment of the remaining 75% of the registered capital. Currently, the company's paid-up capital is fully made.
- (5) On February 27, 2015, the registered capital of Food of Asia Co., Ltd. is Baht 10,000,000 consisting of 1,000,000 issued common shares. Thai Beverage Public Company Limited directly holds shares in this company. On July 10, 2015, this company received the payment of the remaining 75% of the registered capital. Currently, the company's paid-up capital is fully made.
- (6) On November 20, 2015, the registered capital of BevCo Limited is Baht 1,000,000 consisting of 100,000 issued common shares. On December 25, 2015, this company registered the increase of paid-up capital from Baht 1,000,000 to Baht 5,480,000,000 by issuing the new 548,000,000 shares, with the par value of Baht 10 each. Thai Beverage Public Company Limited directly holds shares in this company. Currently, this company's paid-up capital is Baht 5,436,168,000.
- (7) On November 20, 2015, the registered capital of Chang Corporation Company Limited is Baht 1,000,000 consisting of 100,000 issued common shares. Thai Beverage Public Company Limited directly holds shares in this company. Currently, the company's paid-up capital is fully made.
- (8) On April 10, 2015, InterBev (Singapore) Limited registered the increase of paid-up capital from SGD 61,249,000 to SGD 66,737,000.
- (9) On March 23, 2015, InterBev Investment Limited ("IBIL") registered the increase of paid-up capital from SGD 817,960,000 to SGD 2,047,620,000.
- (10) On December 9, 2015, the registered capital of BeerCo Limited is Baht 24,950,000,000 consisting of 24,950,000,000 issued common shares. Thai Beverage Public Company Limited indirectly holds shares, representing 100% of BeerCo Limited, through IBHL.
- (11) On December 7, 2015, the registered capital of Wellwater Limited is Baht 7,950,000,000 consisting of 7,950,000,000 issued common shares. Thai Beverage Public Company Limited indirectly holds shares, representing 100% of Wellwater Limited, through IBHL.
- (12) This company has the registered capital of USD 1 and share premium of USD 11,799,999.
- (13) On April 10, 2015, Super Brands Company Pte. Ltd. registered the increase of paid-up capital from SGD 60,459,000 to SGD 65,947,000.
- (14) This company was incorporated with the type of investment as equity interest, therefore, there is no share to be issued.
- (15) On January 19, 2015, the registered capital of InterBev Timor, Unipessoal, Lda., is USD 10,000 consisting of 10,000 issued common shares. Thai Beverage Public Company Limited indirectly holds shares, representing 100% of the total issued shares of InterBev Timor, Unipessoal, Lda., through IBHL and InterBev Trading (Hong Kong) Limited.
- (16) On February 6, 2015, Oishi Myanmar Limited received the payment of the remaining 75% of the registered capital. Currently, the company's paid-up capital is fully made.
- (17) On February 14, 2015, the registered capital of Oishi Group Limited Liability Company is USD 50,000 consisting of 50,000 issued common shares. Thai Beverage Public Company Limited indirectly holds shares, representing 79.66% of the total issued shares of Oishi Group Limited Liability Company, through Oishi Group Public Company Limited, Oishi International Holdings Limited and Oishi F&B (Singapore) Pte. Ltd.
- (18) On August 11, 2015, Thai Drink Co., Ltd. registered the increase of paid-up capital from Baht 60,000,000 to Baht 160,000,000 by issuing the new 1,000,000 common shares, totaling 1,600,000 shares, with the par value of Baht 100 each. Currently, the company's paid-up capital is fully made.
- (19) On November 23, 2015, the registered capital of Chang Beer Company Limited is Baht 1,000,000 consisting of 100,000 issued common shares. Thai Beverage Public Company Limited indirectly holds shares, representing 100% of the total issued shares of Chang Beer Company Limited, through Chang Corporation Company Limited and BeerCo Limited. Currently, the company's paid-up capital is fully made.
- (20) On November 23, 2015, the registered capital of So Water Limited is Baht 1,000,000 consisting of 100,000 issued common shares. On December 28, 2015, this company registered the increase of paid-up capital from Baht 1,000,000 to Baht 10,740,000,000 by issuing the new 1,073,900,000 common shares, totaling 1,074,000,000 shares, with the par value of Baht 10 each. Thai Beverage Public Company Limited indirectly holds shares, representing 100% of the total issued shares of So Water Limited, through BevCo Limited and Wellwater Limited. Currently, this company's paid-up capital is Baht 10,654,088,000.
- (21) On January 27, 2015, Fraser and Neave, Limited ("F&N") issued 2,167,368 new ordinary shares, pursuant to the F&N Restricted Share Plan and F&N Performance Share Plan ("F&N Share Plans"), thereby increasing its total shares issued and paid-up shares to 1,447,077,754 shares (including 4,100 treasury shares). From September 7-30, 2015, F&N acquired 2,824,600 shares by way of market purchases, increasing the treasury shares to 2,828,700 shares and on December 21, 2015, F&N released 1,524,649 share awards pertaining to the F&N Share Plans, reducing the number of treasury shares to 1,304,051. Thai Beverage Public Company Limited now holds 28.53% of the total issued capital in F&N (excluding treasury shares), indirectly through IBHL and IBIL.
- (22) On January 20, 2015, Frasers Centrepoint Limited ("FCL") issued 131,753 ordinary shares, and on December 21, 2015, FCL issued 4,986,581 ordinary shares, thereby increasing its issued and paid-up shares to 2,899,996,444 shares. As a result, the percentage of issued and paid-up shares in FCL that Thai Beverage Public Company Limited indirectly holds through IBHL and IBIL is 28.44% of its total issued share capital.

# List of Direct and Deemed Interests of Each Director

As at 21 January 2016

| Name of directors                        | Direct Interests                                  | Number of Shares | Percentage of Shareholding | Increase (decrease) during the accounting period <sup>(1)</sup> | Deemed Interests  | Number of Shares | Percentage of Shareholding |
|--|---|------------------|----------------------------|---|---|------------------|----------------------------|
| 1. Mr. Charoen Sirivadhanabhakdi         | Thai Beverage Public Company Limited              | -                | -                          | -   | Director and his spouse have deemed interests through his associated companies in THBEV shares, totaling of   | 16,544,687,762   | 65.89                      |
|  | Siriwana Co., Ltd. <sup>(2)</sup>                 | 369,750,000      | 25.50                      | -   | Shiny Treasure Holdings Limited <sup>(2)</sup>  | 710,500,000      | 49.00                      |
|  | Maxtop Management Corp. <sup>(3)</sup>            | -                | -                          | -   | MM Group Limited <sup>(3)</sup>   | 50,000           | 100.00                     |
|  | Risen Mark Enterprise Ltd. <sup>(4)</sup>         | -                | -                          | -   | MM Group Limited <sup>(4)</sup>   | 50,000           | 100.00                     |
|  | Golden Capital (Singapore) Limited <sup>(5)</sup> | -                | -                          | -   | MM Group Limited <sup>(5)</sup>   | 140,600,420      | 100.00                     |
|  | Shiny Treasure Holdings Limited                   | 25,000           | 50.00                      | -   | -   | -                | -                          |
|  | MM Group Limited                                  | 25,000           | 50.00                      | -   | -   | -                | -                          |
| 2. Khungying Wanna Sirivadhanabhakdi     | Thai Beverage Public Company Limited              | -                | -                          | -   | Director and her spouse have deemed interests through her associated companies in THBEV shares, totaling of   | 16,544,687,762   | 65.89                      |
|  | Siriwana Co., Ltd. <sup>(2)</sup>                 | 369,750,000      | 25.50                      | -   | Shiny Treasure Holdings Limited <sup>(2)</sup>  | 710,500,000      | 49.00                      |
|  | Maxtop Management Corp. <sup>(3)</sup>            | -                | -                          | -   | MM Group Limited <sup>(3)</sup>   | 50,000           | 100.00                     |
|  | Risen Mark Enterprise Ltd. <sup>(4)</sup>         | -                | -                          | -   | MM Group Limited <sup>(4)</sup>   | 50,000           | 100.00                     |
|  | Golden Capital (Singapore) Limited <sup>(5)</sup> | -                | -                          | -   | MM Group Limited <sup>(5)</sup>   | 140,600,420      | 100.00                     |
|  | Shiny Treasure Holdings Limited                   | 25,000           | 50.00                      | -   | -   | -                | -                          |
|  | MM Group Limited                                  | 25,000           | 50.00                      | -   | -   | -                | -                          |
| 3. Mr. Narong Srisa-an                   | Thai Beverage Public Company Limited              | 1                | 0.00                       | -   | -   | -                | -                          |
| 4. Mr. Komen Tantiwiwatthanaphan         | Thai Beverage Public Company Limited              | 34,068,668       | 0.14                       | -   | -   | -                | -                          |
| 5. Mr. Puchchong Chandhanakij            | Thai Beverage Public Company Limited              | 1                | 0.00                       | -   | -   | -                | -                          |
| 6. Ms. Kanoknart Rangsitthienchai        | Thai Beverage Public Company Limited              | 1                | 0.00                       | -   | -   | -                | -                          |
| 7. Mr. Prasit Kovilaikool                | -   | -                | -                          | -   | -   | -                | -                          |
| 8. Prof. Kanung Luchai                   | -   | -                | -                          | -   | -   | -                | -                          |
| 9. Mr. Manu Leopairote                   | -   | -                | -                          | -   | -   | -                | -                          |
| 10. Mr. Ng Tat Pun                       | -   | -                | -                          | -   | -   | -                | -                          |
| 11. Mr. Michael Lau Hwai Keong           | -   | -                | -                          | -   | -   | -                | -                          |
| 12. Dr. Sakthip Krairiksh                | -   | -                | -                          | -   | -   | -                | -                          |
| 13. Prof. Pornchai Matangkasombut        | -   | -                | -                          | -   | -   | -                | -                          |
| 14. Gen. Dr. Choo-Chat Kambhu Na Ayudhya | -   | -                | -                          | -   | -   | -                | -                          |
| 15. Mr. Vivat Tejapaibul                 | Thai Beverage Public Company Limited              | 141,541,500      | 0.56                       | (50,000,000)  | Director has a deemed interest in 50,000,000 THBEV shares held by his spouse, and 50,000,000 THBEV shares held by Hakim Holdings Limited, totaling of | 100,000,000      | 0.40                       |
|  | Hakim Holdings Limited's <sup>(6)</sup>           | 1                | 100.00                     | -   | -   | -                | -                          |
| 16. Mr. Panote Sirivadhanabhakdi         | Thai Beverage Public Company Limited              | 107,000,000      | 0.43                       | -   | -   | -                | -                          |
| 17. Mr. Thapana Sirivadhanabhakdi        | Thai Beverage Public Company Limited              | 107,000,000      | 0.43                       | -   | -   | -                | -                          |
| 18. Mr. Ueychai Tantha-Obhas             | -   | -                | -                          | -   | -   | -                | -                          |
| 19. Mr. Sithichai Chaiyiangkrai          | Thai Beverage Public Company Limited              | 1                | 0.00                       | -   | -   | -                | -                          |
| 20. Dr. Pisanu Vichiensanth              | -   | -                | -                          | -   | -   | -                | -                          |

- Remarks: (1) This is to comply with the requirement of Public Limited Company Act B.E. 2535 (as amended). This shows the total number of shares which the director directly and indirectly holds shares of the company increasing or decreasing during a fiscal year 2015. In this regard, no director holds shares in the Company's affiliate companies. The Company does not have any outstanding debentures.
- (2) Siriwana Co., Ltd. holds 11,368,060,000 shares in Thai Beverage Public Company Limited. Shares in Siriwana Co., Ltd. were held by Shiny Treasure Holdings Limited which the director holds shares in Shiny Treasure Holdings Limited as per details shown in the table above.
- (3) Maxtop Management Corp. holds 4,327,042,762 shares in Thai Beverage Public Company Limited (according to the report of change of interests of Maxtop Management Corp. which was submitted and announced via Singapore Exchange website on 26 June 2012). Shares in Maxtop Management Corp. were held by MM Group Limited which the director holds shares in MM Group Limited as per details shown in the table above.
- (4) Risen Mark Enterprise Ltd. holds 833,335,000 shares in Thai Beverage Public Company Limited. Shares in Risen Mark Enterprise Ltd. were held by MM Group Limited which the director holds shares in MM Group Limited as per details shown in the table above.
- (5) Golden Capital (Singapore) Limited holds 16,250,000 shares in Thai Beverage Public Company Limited. Shares in Golden Capital (Singapore) Limited were held by MM Group Limited which the director holds shares in MM Group Limited as per details shown in the table above.
- (6) Hakim Holdings Limited holds 50,000,000 shares in Thai Beverage Public Company Limited (according to the report of change of interests of Mr. Vivat Tejapaibul which was submitted and announced via Singapore Exchange website on January 12, 2016). The director holds the entire shareholding of Hakim Holdings Limited as per details shown in the table above.

# Statistics of Shareholders

As at March 8, 2016

## INFORMATION ON SHARE CAPITAL

|                                  |  |
|----------------------------------|--|
| Authorised share capital         | Baht 29,000,000,000                      |
| Issued and fully paid-up capital | Baht 25,110,025,000                      |
| Class of shares                  | Common shares with a par value of Baht 1 |
| Number of shares issued          | 25,110,025,000 shares                    |
| Voting rights                    | One vote per one share                   |

## Analysis of Shareholders by Size of Shareholdings

| Size of Shareholdings | Number of Shareholders | %             | Number of Shares      | %             |
|-----------------------|------------------------|---------------|-----------------------|---------------|
| 1 – 99                | 8                      | 6.67          | 8                     | 0.00          |
| 100 – 1,000           | 4                      | 3.33          | 1,200                 | 0.00          |
| 1,001 – 10,000        | 1                      | 0.83          | 5,000                 | 0.00          |
| 10,001 – 1,000,000    | 43                     | 35.83         | 14,803,665            | 0.06          |
| 1,000,001 and above   | 64                     | 53.34         | 25,095,215,127        | 99.94         |
| <b>Total</b>          | <b>120</b>             | <b>100.00</b> | <b>25,110,025,000</b> | <b>100.00</b> |

Based on the information available to the Company, approximately 27.79% of the Company's shares are held in the hands of public. Accordingly, the Company has complied with Rule 723 of the Listing Manual of the SGX-ST.

## Substantial Shareholders (as shown in the Company's Register of Substantial Shareholders)

|   | Direct interest |       | Deemed interest |       |
|---|-----------------|-------|-----------------|-------|
|   | No. of Shares   | %     | No. of Shares   | %     |
| Siriwana Co., Ltd.                              | 11,368,060,000  | 45.27 | -               | -     |
| Maxtop Management Corp.                         | 4,327,042,762   | 17.23 | -               | -     |
| MM Group Limited <sup>(1)</sup>                 | -               | -     | 5,176,627,762   | 20.61 |
| Mr. Charoen Sirivadhanabhakdi <sup>(2)</sup>    | -               | -     | 16,544,687,762  | 65.89 |
| Khunying Wanna Sirivadhanabhakdi <sup>(2)</sup> | -               | -     | 16,544,687,762  | 65.89 |

### Remarks:

- (1) MM Group Limited ("MM Group") holds a 100% direct interest in each of Maxtop Management Corp. ("Maxtop"), Risen Mark Enterprise Ltd. ("RM") and Golden Capital (Singapore) Limited ("GC");
- Maxtop holds a 17.23% direct interest in ThaiBev;
  - RM holds a 3.32% direct interest in ThaiBev; and
  - GC holds a 0.06% direct interest in ThaiBev.
- MM Group is therefore deemed to be interested in ThaiBev.
- (2) Each of Mr. Charoen Sirivadhanabhakdi and his spouse, Khunying Wanna Sirivadhanabhakdi also jointly hold:
- a 51% direct interest in Siriwana Co., Ltd.; and
  - a 100% direct interest in MM Group. MM Group holds a 100% direct interest in each of Maxtop, RM and GC. Maxtop holds a 17.23% direct interest in ThaiBev; RM holds a 3.32% direct interest in ThaiBev; and GC holds 0.06% direct interest in ThaiBev.
- Each of Mr. Charoen Sirivadhanabhakdi and Khunying Wanna Sirivadhanabhakdi is therefore deemed to be interest in ThaiBev.

## TOP TWENTY SHAREHOLDERS

| No.          | Name of shareholders                 | Number of Shares      | %            |
|--------------|--------------------------------------|-----------------------|--------------|
| 1.           | Siriwana Co., Ltd.                   | 11,368,060,000        | 45.27        |
| 2.           | The Central Depository (Pte) Limited | 9,554,248,444         | 38.05        |
| 3.           | Maxtop Management Corp.              | 2,749,660,000         | 10.95        |
| 4.           | Mr. Thapana Sirivadhanabhakdi        | 107,000,000           | 0.43         |
| 5.           | Mrs. Thapanee Techajareonvikul       | 107,000,000           | 0.43         |
| 6.           | Mr. Panote Sirivadhanabhakdi         | 107,000,000           | 0.43         |
| 7.           | Mrs. Wallapa Traisorat               | 107,000,000           | 0.43         |
| 8.           | Mr. Natthavat Tejapaibul             | 92,377,500            | 0.37         |
| 9.           | Mrs. Atinant Bijananda               | 88,000,000            | 0.35         |
| 10.          | Mrs. Chompoonuch Tejapaibul          | 70,000,000            | 0.28         |
| 11.          | Mrs. Varang Chaiyawan                | 65,650,500            | 0.26         |
| 12.          | Mr. Winyou Chaiyawan                 | 65,641,500            | 0.26         |
| 13.          | Mr. Vanich Chaiyawan                 | 64,863,500            | 0.26         |
| 14.          | Mr. Veeravet Chaiyawan               | 61,600,000            | 0.24         |
| 15.          | Miss Weena Chaiyawan                 | 50,000,000            | 0.20         |
| 16.          | Mrs. Nontana Chaiyawan               | 48,000,000            | 0.19         |
| 17.          | Mr. Pachara Photijad                 | 37,450,000            | 0.15         |
| 18.          | Mr. Chai Chaiyawan                   | 36,729,500            | 0.15         |
| 19.          | Mr. Komen Tantiwivatthanaphan        | 34,068,668            | 0.14         |
| 20.          | Mrs. Vilaiwan Vichitboonyaseth       | 32,698,750            | 0.13         |
| <b>Total</b> |                                      | <b>24,847,048,362</b> | <b>98.97</b> |

**Statistics of Shareholders under The Central Depository (Pte) Limited**

| Size of Shareholdings | Number of Shareholders | %             | Number of Shares     | %             |
|-----------------------|------------------------|---------------|----------------------|---------------|
| 1 – 99                | 10                     | 0.11          | 55                   | 0.00          |
| 100 – 1,000           | 691                    | 7.42          | 640,863              | 0.01          |
| 1,001 – 10,000        | 5,491                  | 58.99         | 29,675,760           | 0.31          |
| 10,001 – 1,000,000    | 3,079                  | 33.07         | 167,009,339          | 1.75          |
| 1,000,001 and above   | 38                     | 0.41          | 9,356,922,427        | 97.93         |
| <b>Total</b>          | <b>9,309</b>           | <b>100.00</b> | <b>9,554,248,444</b> | <b>100.00</b> |

**Twenty Largest Shareholders under The Central Depository (Pte) Limited**

| No.          | Name of shareholders                               | Number of Shares     | %            |
|--------------|--|----------------------|--------------|
| 1.           | Citibank Nominees Singapore Pte Ltd                | 2,625,723,509        | 27.48        |
| 2.           | DBS Nominees (Private) Limited                     | 2,387,406,458        | 24.99        |
| 3.           | DBSN Services Pte. Ltd.                            | 1,773,990,757        | 18.57        |
| 4.           | CIMB Securities (Singapore) Pte. Ltd.              | 1,203,144,500        | 12.59        |
| 5.           | Raffles Nominees (Pte) Limited                     | 453,622,184          | 4.75         |
| 6.           | HSBC (Singapore) Nominees Pte Ltd                  | 289,487,673          | 3.03         |
| 7.           | Morgan Stanley Asia (Singapore) Securities Pte Ltd | 203,880,324          | 2.13         |
| 8.           | United Overseas Bank Nominees (Private) Limited    | 149,868,042          | 1.57         |
| 9.           | Merrill Lynch (Spore) Pte Ltd                      | 69,056,914           | 0.72         |
| 10.          | Lim & Tan Securities Pte Ltd                       | 50,296,300           | 0.53         |
| 11.          | Lee Pineapple Company Pte Ltd                      | 27,500,000           | 0.29         |
| 12.          | Bank of Singapore Nominees Pte. Ltd.               | 17,164,039           | 0.18         |
| 13.          | BNP Paribas Securities Services Singapore Branch   | 15,989,527           | 0.17         |
| 14.          | Sunfield Pte Ltd                                   | 12,000,000           | 0.13         |
| 15.          | DB Nominees (Singapore) Pte Ltd                    | 11,758,623           | 0.12         |
| 16.          | Summerlight Pte Ltd                                | 8,000,000            | 0.08         |
| 17.          | DBS Vickers Securities (Singapore) Pte Ltd         | 6,959,700            | 0.07         |
| 18.          | UOB Kay Hian Private Limited                       | 6,755,300            | 0.07         |
| 19.          | OCBC Securities Private Limited                    | 5,095,900            | 0.05         |
| 20.          | Summerhill Pte Ltd                                 | 5,000,000            | 0.05         |
| <b>Total</b> |  | <b>9,322,699,750</b> | <b>97.57</b> |



**Particular of significant contracts with the interested persons for the year 2015 consist of:**

*Molasses purchase and sale agreements*

Thai Molasses Co., Ltd., the Company's subsidiary, entered into molasses purchase and sale agreements with various related companies in order to sell molasses to other subsidiaries within the Group, under the prices and conditions stipulated in the agreements.

*Glass bottle purchase and sale agreement*

Thai Beverage Recycle Co., Ltd., the Company's subsidiary, entered into the glass bottle purchase and sale agreement with Berli Jucker Plc., a related company, in order to sell glass bottle to other subsidiaries within the Group, for a period of three years, effective from 1 January 2016 to 31 December 2019, under the prices and conditions stipulated in the agreement.

**Net book value of the Group freehold land and building as at 31 December 2015 were as follows.**

|                           | (million Baht) |
|---------------------------|----------------|
| Land                      | 16,513         |
| Land improvement          | 568            |
| Building and improvements | 12,511         |
| <b>Total</b>              | <b>29,592</b>  |

The Group leases various premises, primarily for the branch offices and warehouses. All of these leases are operating leases and not financial leases.

The amounts of the Group freehold lands held for planned future business operation and freehold investment buildings as at 31 December 2015 amounted to Baht 1,025 million and Baht 22.6 million, respectively, which were 3.38% of profit before income tax.

# Operational and Financial Review

## OVERVIEW

Thai Beverage Public Company Limited (“**ThaiBev**”) was established in 2003 to consolidate a number of leading spirits and beer businesses in Thailand belonging to our founding shareholders and other investors. In 2006, we registered ThaiBev’s listing on the Singapore Exchange (SGX), and subsequently expanded to the non-alcoholic beverage and food sectors to diversify our product portfolio, enhance logistics efficiency, and mitigate business risks. Today, ThaiBev is not only Thailand’s leading beverage producer, but also one of Asia’s largest beverage producers. Our business consists of four segments – spirits, beer, non-alcoholic beverage, and food.

## OUR VISION

ThaiBev Group’s vision is to be a Thailand’s world-class total beverage producer and distributor embodying commercial excellence, continuous product development and premiumisation, as well as professionalism. Our mission is to build strong mutually beneficial relationships with all our stakeholders in every aspect, guided by the following six principles:

- Offer top quality products to all customer segments;
- Respond professionally to distributors’ demands;
- Grow revenue and profits in a sustainable manner to create value for shareholders and provide favourable returns on investments;
- Be a role model of the highest standards of professionalism, corporate governance, and transparency;
- Build a sense of ownership among employees by trusting, empowering, and rewarding them; and
- Contribute to society.

## STRATEGIES

### Growth

Efficient growth is key for business expansion and yielding sustainable returns to stakeholders. We aim to secure ThaiBev's leadership position as the largest beverage company in Southeast Asia by developing innovative products, diversifying our portfolio, leveraging our efficient distribution network in core markets, and expanding our business in Southeast Asia. Through our collaboration with Fraser and Neave, Limited ("F&N"), Singapore's leading beverage producer and distributor, as well as publisher, we are strengthening our foundation for sustainable growth in the future.

### Diversity

Attaining business sustainability from diversified revenue streams is core to our plan. This involves increasing income contribution from our non-alcoholic beverages segment and overseas sales.

Our expansion into the non-alcoholic beverages market is an important part of our strategy to become the leading total beverage producer and distributor in the region. We are focused on offering a more diversified product portfolio and optimising our distribution network. ThaiBev's expansion into the non-alcoholic beverages segment commenced in 2008 with the acquisition of Oishi Group Public Company Limited ("Oishi") — the No. 1 green tea beverage producer in Thailand. Thereafter, we acquired Sermasuk Public Company Limited ("Sermasuk") — the beverage producer with the most extensive distribution network in Thailand — in 2011; and F&N, a leading Singapore company in the beverage, and publishing & printing industries, in 2012.

In our pursuit of overseas expansion, we view ASEAN countries as high-growth markets. Purchasing power in these markets, which have a total population of over 600 million people, is increasing amid the growth of their economies, and the rise in the numbers of investors and tourists to the country. Beverages from Thailand have high growth potential in these markets. Consumer behaviour in ASEAN countries, especially Cambodia, Lao PDR, Myanmar, and Vietnam, has been strongly influenced by the popularity of Thai media broadcasts, singers, and superstars in these countries, as well as their substantial native labour force working in Thailand.

Furthermore, ThaiBev's alliance with F&N has opened up many opportunities for joint investment in ASEAN. We have adapted successful business models from Thailand, Singapore, and Malaysia for other countries while fostering further cooperation to optimise brand and distribution synergies. For instance, we cooperated with F&N's offices in Myanmar and representative office in Vietnam to conduct marketing research, coordinate sales and marketing initiatives, and support local distributors. Moreover, we leveraged Fraser and Neave Holding Berhad's impressive production facilities in Malaysia for our expansion into other halal markets in Southeast Asia.



### Brand

In 2014, we re-organised ThaiBev's management structure and streamlined our core businesses into three product groups – spirits, beer, and non-alcoholic beverages. We also identified the core products of each business, namely "Ruangkhao", "Hong Thong", "Blend 285", "Chang" beer, "est" carbonated soft drinks, "Oishi" ready to drink teas, and "100PLUS" functional carbonated soft drink. In the year 2015, we furthered our success through continued product innovation and the introduction of more modern packaging in line with our premiumization strategy.

Our efforts in the spirits product group were focused on the development of ThaiBev's flagship "Blend 285" brand and "Hong Thong" brand, which has been the No. 1 brand in the brown spirits category, through progressive sports and music campaigns as well as product premiumization. These help us to ensure that ThaiBev serves consumers in all segments. Moreover, we revamped the "Blend 285 Signature" label to give it a more glamorous and international image. In addition, we commenced our plan to aggressively expand our share of the brandy market by modernising the label of our "Meridien" brandy. We also began distributing our scotch whiskeys "Old Pulteney" and "anCnoc", as well as our "Caorunn" gin via luxury hotels and restaurants in Thailand.

The highlight of our beer product group's initiatives this year was the re-launch of "Chang Classic" as we ceased distribution of "Chang Draught", "Chang Light", and "Chang Export". The new "Chang Classic" comes in an emerald green bottle with a champagne gold label. Consumer feedback has exceeded expectations, representing a major step towards realising our Vision 2020 to be the market leader in Thailand, and have a significant growth in Southeast Asia. "Archa" beer was also re-packaged with a sleeker and more modern image.

To realise our potential and secure our market leadership in the non-alcoholic beverages segment, we constantly introduce innovative healthy products that best meet the taste and preferences of consumers of all ages, from all walks of life, and in all moments of daily life. In 2015, we introduced "100PLUS", a highly popular carbonated yet healthy beverage in Malaysia and Singapore that targets young, health-conscious consumers, to Thailand. This was done via our subsidiary Thai Drinks Co., Ltd. which was appointed by brand owner F&N as the producer, distributor, and marketer of "100PLUS". We also launched "Jub Jai", a herbal tea, to cater to the new generation of consumers who take good care of their health and are interested in Asian drinks. Our growth strategy for this brand places an emphasis on its affordable price and effective distribution via ThaiBev's and Sermsuk's logistics networks.



### Reach

Our efficacious and extensive distribution network is one of our major strengths and also a key factor that elevated ThaiBev to attain its leadership position in Thailand's beverage market. We are able to harness a route-to-market that currently reaches over 400,000 stores as we have long-standing relationships with agents, distributors, and restaurants across Thailand. We have also established over 1,000 direct sales teams to provide sales services and manage the visibility of our products on store shelves. In 2013, we reinforced our domestic distribution network by establishing Modern Trade Management Co., Ltd. to distribute ThaiBev's alcoholic and non-alcoholic beverages to modern trade operators. In 2014, we founded HORECA Management Co., Ltd. to close gaps in our distribution channels to luxury hotels and restaurants and provide us with the benefits of complete coverage of the segment; and to introduce our overseas premium products to the upmarket on-premise segment in Thailand. In 2015, we established Cash Van Management Co., Ltd. to manage our direct sales team, which supports around 270,000 retailers across Thailand.

Besides enhancing ThaiBev's own distribution network, we also always seek opportunities to collaborate with local business alliances in ASEAN markets in order to solidify our position as the leading full-scale beverage company in the region and become a truly stable and sustainable business.

### Professionalism

Our workforce plays a key role in our drive to achieve Vision 2020. ThaiBev has a diverse workforce. We believe there is significant merit in this, and are determined to continue building our talent pool in a manner that ensures each team has a range of complementary skill sets that can be combined to deliver greater results. We aim to create an environment where these different people can work in harmony to optimise efficiency and maximise potential over the long run.

There was a critical paradigm shift in the way we manage our employees, moving from a human resources mindset to a human capital perspective. We believe that our employees are important capital essential for business growth, and that we need to invest in our people and help realise their long-term potential, rather than view them as resources that will be depleted and thereafter replaced over time.

The human capital management framework we have developed has six main tenets – having an organisational structure with clearly defined roles and responsibilities; offering competitive remuneration; instituting a performance-based management system; developing and retaining high performers; succession planning; and employee engagement. These serve as human capital management beacons in our journey to support and develop our people amid our efforts to entrench ThaiBev as a global entity.

## DOMESTIC BUSINESS

Thailand's economy grew 2.8% year-on-year in 2015, mainly due to increased levels of government expenditure, public sector investment, and economic stimulus. In addition, a surge in tourist arrivals and receipts helped drive the country's economic expansion. Consumption and investments also picked up from last year as a result of lower oil prices and inflation.

However, the global economic slowdown impacted Thailand's key trade partners such as China, adversely affecting export volumes. Agricultural income also decreased as commodity prices plummeted and produce volume fell amid a drought. Consequently, the households were extra cautious on spending during the year.

The economic slowdown in 2015 hampered consumers' purchasing power and impacted the beverage sector in Thailand. This was due to lower commodity prices, drought conditions, and reduced working hours among the industrial labour force. These factors, coupled with the high level of household debt, made consumers more careful with spending and with on-premise consumption.

The National Sports Development Fund tax that was introduced in the first quarter of 2015 also affected consumers as alcohol product price increased, resulting in them being required to adjust to higher prices. However, these factors did not affect ThaiBev's overall alcoholic beverages business as we have a diversified product portfolio comprising white spirits, brown spirits, and beer. While consumers might have switched from one category to another, they still continued to purchase our products.

In the non-alcoholic beverages space, players were affected by the sharp decrease in on-premise dining and the fiercely competitive environment in which each producer deployed various marketing strategies to win market share.

### Spirits Business

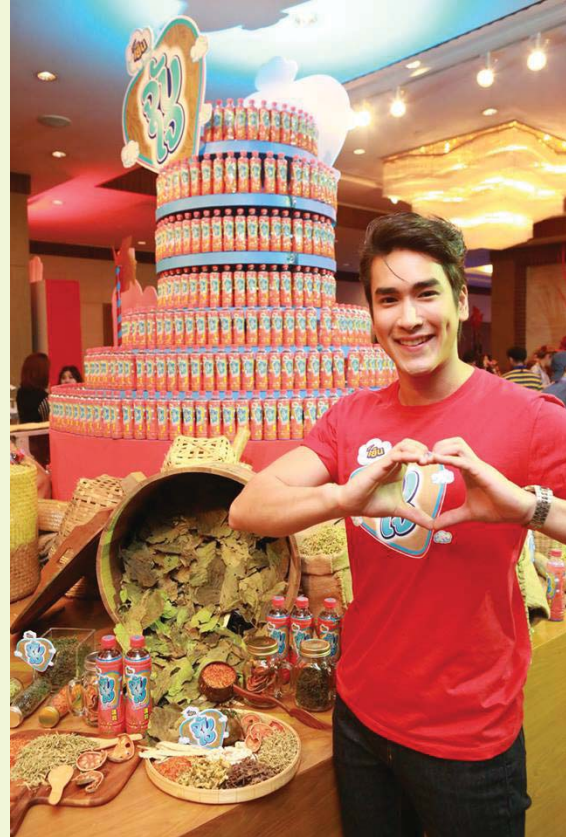
In accordance with the Sport Authority of Thailand Act, B.E. 2558, a National Sports Development Fund, 2% of excise tax, was introduced during the year. This came into effect from 27 March 2015 and affected the spirits market as businesses raised prices to pass on the cost increase to consumers. Although the rise was not significant in absolute terms, consumers are especially price sensitive in times of economic slowdown, and a considerable number of consumers shifted to cheaper products. Foreseeing such a consumption trend, we geared up our efforts to market Hong Thong — a value-price blended brown spirit that caters to price sensitive consumers from this segment. In the white spirit segment, we launched a new product at a slightly lower price point than our "Ruangkhao" brand, but slightly higher than local 'moonshine' liquor. Produced to standards consistent with ThaiBev's esteemed craftsmanship, this valued-price white spirit was made from a fine selection of raw materials with production processes controlled by master distillers.

Accordingly, our spirits business registered a 1.3% year-on-year increase in sales in 2015 as a result of the rise in selling prices. Total sales volume also rose slightly by 1.2% as consumers switched from brown spirits to our white spirits, although this substitution impacted our sales of certain brown spirit brands. Overall, we maintained ThaiBev's leadership position in the spirits market and generated a net profit of Baht 20,169 million for the year.

### Beer Business

Chang beer reached a historical milestone – its 20<sup>th</sup> anniversary – in 2015. To celebrate two proud decades, we re-launched "Chang Classic" in an emerald green bottle with a champagne gold label. This revamp revolutionised Chang beer's image, providing it with a classy, stylish, and modern brand identity. Consumer feedback has exceeded our forecast, representing a significant step towards achieving our Vision 2020 to be the market leader in Thailand, and have a significant growth in Southeast Asia.





We also made progress in our marketing activities for our Chang brand, the highlight of which was the three-year extension of our sponsorship of Barcelona Football Club, taking our association with the world renowned club into its second term after the first one which began in 2012. Chang brand has also been sponsoring various football clubs in Thailand, accentuating our leadership in sports marketing and strengthening the presence of our “Chang” brand in Thailand and overseas. Other marketing initiatives included music marketing campaigns such as Chang Music Connection, Chang Carnival and Chang Football Seven, which were and will be held in major cities throughout Thailand in 2015 and 2016. This will help imprint Chang brand’s new modern identity on consumers’ minds.

ThaiBev’s best-in-class production standards and expertise continued to gain global acclaim and we received various awards from international institutions during the year. We are steadfast in our adherence to our principles and commitment to offer quality products to consumers, and all raw materials are carefully chosen. Malts, for example, are sourced from among the top 10 malt producers in the world, while hops are purchased from Germany and Washington, USA.

Besides utilising ThaiBev’s extensive distribution network across Thailand, we are also leveraging F&N’s network in

other ASEAN countries as we expand Chang beer’s presence in the region. This helps us to reap synergies between the two companies, and optimise our distribution processes on a regional level.

Consequently, our beer business made robust improvement in 2015, registering a double digit growth in sales value and volume. Revenue increased by 22.5% year-on-year and earnings tripled on the back of our launch of the new “Chang Classic” in August 2015. Together with price increases, the repackaging of Chang beer resulted in a 17.5% year-on-year growth in beer sales volumes. Also boosted by lower raw material and fixed costs, as well as higher production capacity utilisation, net profit for our beer business amounted to Baht 1,215 million for this year.

### Non-Alcoholic Beverages Business

Fierce competition continued to dominate the non-alcoholic beverages business environment in 2015, especially RTD green tea and carbonated soft drinks, as most players remained committed to driving sales with pricing strategy, product innovation, and promotional campaigns. To stay ahead in a highly competitive environment, ThaiBev focused on increasing the brand awareness and loyalty of “est” carbonated soft drinks, “Oishi” ready to drink teas, and “100PLUS”





functional carbonated soft drink, as part of the overall effort to strengthen their positioning among consumers, boost top-of-mind recall, and establish a base for future market leadership.

In 2015, Oishi shifted its strategy to focus on reinforcing its inherent brand strength and values, and was awarded the “Superbrands Thailand 2015” distinction to celebrate its success as a top food and beverage brand in the heart of consumers. With a long-standing emphasis on innovation, Oishi continued to introduce new products to the market, in response to the ever-changing needs of consumers, and suitable for all occasions. The packaging for “Oishi Kabusecha” and “Oishi Fruito” was revamped while new and noteworthy flavors were also launched, including the “Oishi Green Tea Watermelon” – a limited edition Oishi product available only in the summer. The new initiatives received great feedback from consumers, and won the Thai Pack Awards 2015 from the Thai Packaging Association, reflecting its outstanding leadership in packaging innovations, and solidifying its foothold as a market leader.

As part of its efforts to diversify its portfolio and leveraging on the strong distribution network of both ThaiBev and Sermsook, Oishi also entered the herbal drink segment – increasingly popular amongst the new health-conscious generation who

are interested in ASEAN drinks – with the launch of the affordably priced “Jub Jai” ready to drink tea, which comes with 10 cooling herbal blends. As part of its nationwide launch, Jub Jai launched festival campaign under “Jub Jai Festival Stimulating Consumers Spending”, in eight major provinces in Thailand in a collaboration between ThaiBev, the Ministry of Commerce, the Provincial Chamber of Commerce, and 10 other business alliances. The festival includes the concert and consumer products offering at low price.

“est”, strategized as the flagship product of the Group in the carbonated soft drink markets for Thailand and ASEAN countries, moved ahead domestically with ongoing marketing activities to increase brand awareness and boost its top-of-mind recall with a new generation of consumers.

The Non-Alcoholic Group also introduced “100PLUS” to leverage on the growing market for health conscious consumers. 100PLUS, a functional carbonated soft drink which contains 6 minerals and comes in 2 varieties i.e. citrus and lemon lime flavours, has been very popular in Malaysia and Singapore, and is considered to be an innovative variation of the other healthy carbonated drinks in Thailand. 100PLUS aims to supplement the everyday person’s hectic daily lifestyle, keeping consumers constantly energized and recharged.



As the functional carbonated soft drink market was a relatively new concept in Thailand, the brand, in its early stages, focused on educating the consumers to spur brand awareness, while also supplementing efforts via advertisements on BTS skytrain stations and bus stops. Since its launch, 100PLUS has been well-received, and held around 10% market share of isotonic segment soon after launch.

Crystal brand has been a favorite brand among consumers in the drinking water market for over 2 decades, proven by the award recognition from the internationally-acclaimed NSF International of the United States of America and the FDA Quality Award for three consecutive years, accentuating Crystal's top quality. The Non-Alcoholic business plans to promote the Crystal brand in a bid to secure a leading position in the drinking water market in Thailand. In addition, ThaiBev introduced the new look of Chang Drinking Water, with its green packaging depicting the movement flow of water, whilst capturing its refreshing taste and safety — vital traits of quality drinking water.

The non-alcoholic beverages business posted Baht 16,488 million sales in 2015, an increase of 4.5% when compared to last year. This was mainly due to sales volume growth of drinking water and the sales of new products. Nevertheless, lower sales of carbonated soft drinks, herbal drink and ready to drink teas as well as higher marketing expenses for the launch of new products i.e. 100PLUS and Jub Jai caused overall non-alcoholic beverages business saw its net loss increase by 23.3%.

### Food Business

2015 was also a weak year for Thailand's restaurant segment amid an operating environment with higher levels of competition, rising costs, as well as lower consumer expenditure and on-premise consumption.

Notwithstanding the tough external circumstances, we built on Oishi's leadership position in the Japanese dining segment and continued to please customers with gastronomic amazement in 2015. To further raise awareness of Oishi's brand, image, and reputation as the pioneer of Japanese buffet restaurant chains in Thailand, we embarked on a collaboration with renowned iron chef Mr. Hiroyuki Sakai. Tapping on his decades of experience in Japan, we invited him to create signature dishes for "Oishi" buffet diners, with an emphasis on how the "the best ingredients" are used to create the dishes.

We have also branched out from the Japanese restaurant business with the establishment of Food of Asia Co., Ltd. to support and optimise operational processes and reap synergies between the food and beverage businesses. We also opened restaurants serving other cuisines – namely, Man Fu Yuan Chinese restaurant, SO asean Coffee, SO asean café & restaurant, and Food Street Food Centre at The Street shopping mall.

Hampered by the sluggish economy and decreased expenditure on on-premise dining, sales generated by our food business declined slightly by 0.4% year-on-year in 2015. Taking into account the higher expenses incurred for our new restaurant openings, depreciation, and amortisation, net earnings generated by this businesses decreased to Baht 57 million.



## INTERNATIONAL BUSINESS

Our wholly-owned subsidiary, International Beverage Holdings Limited (“IBHL”), is responsible for building our international business. Headquartered in Hong Kong with regional offices in Singapore, Cambodia, Malaysia, UK, USA, China and Timor-Leste, IBHL offers a wide range of products for distribution to over 90 countries. These products include Inver House Distillers’ Scotch whiskys, ThaiBev’s Chang beer and Thai spirits, Yunnan Yulinquan Liquor Co. Ltd.’s Chinese wines and spirits, as well as the Group’s non-alcoholic beverages.

Our international production facilities comprise five distilleries in Scotland and one in China. IBHL’s vision is to be a total beverage company with highly regarded international brands that cater to consumers all around the world, and to contribute a significant portion of revenue to ThaiBev’s total revenue, in accordance with Vision 2020.

### Developments in 2015

In 2015, revenue generated by our international business decreased 1.6% year-on-year overall, mainly due to lower bulk sales of Scotch whisky. International beer sales, however, performed well, registering a 7.3 % year-on-year increase, driven by momentum growth in ASEAN markets.

### Spirits Business

Scotch whisky products account for the majority of the revenue generated by our international business. Sales of our core brands of single malt and gin in our core markets – the UK, USA and Europe – grew in 2015. However, sales in Eastern Europe decreased due to economic recession and political turmoil; and bulk sales of single malt products in North Asia slowed down as well.

Till date, most of our international spirit sales are generated in Europe. Moving forward, however, we plan to penetrate the Southeast Asian market too as we believe it holds much potential and would also accelerate the achievement of our targets under Vision 2020. We plan to expand in both the premium and mainstream markets:

#### 1. Premium Market

We have already begun selling premium spirits including our “Old Pulteney” and “anCnoc” single malt whiskys, “Caorunn” gin, as well as “Mekhong” and “Phraya” Thai spirits in Malaysia and Singapore, and distributing these products to luxury hotels and restaurants in Thailand. We are also seeking business partners to distribute such products in Vietnam and the Philippines.

#### 2. Mainstream Market

As for the mainstream segment in ASEAN market, we will use “Blend 285” and “Meridian” brands, as well as Scotch whiskys. We plan to expand our business in Vietnam and the Philippines, and have done consumer behaviour studies and market research initiatives in the two countries. The next step is to find business partners to distribute such products in those markets. We are also monitoring political developments in Myanmar and evaluating the prospect of furthering our business there.



### Beer Business

We continued to focus on growing Chang beer sales in foreign markets throughout 2015, and Chang beer is now available in more than 40 countries including the USA and UK, as well as several countries in Europe. Southeast Asia, however, remains the main contributor to our international beer sales. Key highlights of the segment's developments in the region during the year are as follows:

**Myanmar** – We are studying possible options for becoming a beer producer and distributor in the country. There is still some political uncertainty in the market, and we are waiting for more clarity with the coming establishment of a new government in the country.

**Singapore** – We started utilising our business partner F&N's strong distribution network and also invested more in marketing and advertising to improve brand equity among consumers.

**The Philippines** – We appointed a distributor for Chang beer and the products are already available for sale.

**Vietnam** – We are looking for a business partner to be our distributor.

**Cambodia** – We changed distributor to an experienced beer distributor to aid in our expansion in Cambodia.

### Non-Alcoholic Beverages Business

We placed greater focus on our non-alcoholic beverages business in foreign markets, especially Southeast Asia, in 2015. On the back of our success as the market leader in Cambodia and Laos, we have also started working with Oishi to penetrate the Myanmar market more intently in the past two years; and cooperated with F&N to distribute our products in Malaysia and Singapore.

Our initiatives in Malaysia were centered around building brand awareness of Oishi's green tea drinks, as well as on emphasising on the quality and authenticity of its Japanese green tea through the "So Delicious, So Oishi" campaign. This campaign involved offering samples of the products to consumers in more than 100 locations throughout Peninsula Malaysia. As a result, Oishi has now gained a 20% share of the country's green tea market.

Over in Singapore, we made two Oishi flavours – original and genmai – available starting from March 2015. Emphasis was placed initially on building brand awareness through advertising and public relations campaigns by decorating MRT stations in Singapore with large Oishi advertisements to attract commuters' attention. We expanded the advertising campaign subsequently to bus interchanges, bus shelters, and even buses. F&N also partnered with 7-Eleven in July, appointing the convenience store as the exclusive retail partner of Oishi Matcha Latte in order to better penetrate the growing milk tea market.

In addition, we launched "est" in Malaysia in June 2015, making two variants – a 325 ml can and 500 ml bottle – available through F&N's distribution channels.

F&N also worked with Sermsuk to develop a new look for "Ranger", revitalising its packaging with a more modern image – via a sleek 250 ml can – and making the drink look more outstanding compared to other energy drinks in the market.

### Food Business

Oishi launched another 'Shabushi' Japanese restaurant branch in Myanmar to tap on business opportunities presented by the ASEAN Economic Community. There are now three 'Shabushi' restaurants available in the country – two in Yangon and one in Mandalay.

# Management Discussion and Analysis

Performance for year ended 31 December 2015

Effective from 27 March 2015, all alcoholic beverages and tobacco have been charged an additional 2% of excise tax by law to contribute to National Sports Development Fund.

Currently, the Company pays excise tax plus municipal tax, Health Promotion Fund contribution, Thai Public Broadcasting Service levy and the latest one, National Sports Development Fund, for 10.0%, 2.0%, 1.5% and 2.0% of excise tax, respectively. Thus, the Company pays excise tax plus 15.5% of excise tax for the total above mentions. The Company's current selling prices of its alcoholic beverage products have already covered this additional charge.

Due to a higher interest rate in Singapore and an appreciation of Baht against Singapore dollar in January 2015, the Company refinanced Singapore dollar loans with Baht short-term loans to avoid the floating interest rate and the currency exposures. Nonetheless, the Company restructured the Baht short-term loans amounting to Baht 25,000 million in June 2015 by issuing 18-month bills of exchange of Baht 5,000 million and entering into long-term loans with financial institutions of Baht 20,000 million. The repayment will vary

based on loan terms from 18 months to 36 months during years 2016 – 2018.

On 17 April 2015, Sermsuk Public Company Limited ("Sermsuk"), an indirect subsidiary of the Company, sold and transferred ownership on the plot of land and building to a related company. The net cash received after deducting related expenses was Baht 1,736 million. The Company recognized gain on sales of Baht 446 million presented as a part of other income in the consolidated statement of income.

On 19 August 2015, the Company launched the new look Chang Classic bottle. The bottle's colour has also been changed from amber to green. The new Chang Classic will be only a 5.5 percent of alcohol, down from 6 percent of alcohol previously. The new beer is a part of the company's strategy. In addition, the Company discontinued several beer products – Chang Light, Chang Export and Chang Draught and consolidated all its beers under the Chang Classic brand in line with its vision to become a "sustainable leader" in the beer market in ASEAN by 2020.

**Performance for the year ended 31 December 2015****Group**

|  | ThaiBev | F&N/FCL | Total(Mil.Baht) |
|--|---------|---------|-----------------|
| <b>For the year 2015</b>                                 |         |         |                 |
| Sales  | 172,049 | -       | 172,049         |
| Gross profit   | 50,219  | -       | 50,219          |
| EBITDA from continuing operations                        | 29,070  | 3,817   | 32,887          |
| Net profit from continuing operations                    | 19,630  | 2,986   | 22,616          |
| Share of profit from disposal of discontinued operations | -       | 3,848   | 3,848           |
| EBITDA   | 29,070  | 7,665   | 36,735          |
| Net profit   | 19,630  | 6,834   | 26,464          |
| <b>For the year 2014</b>                                 |         |         |                 |
| Sales  | 162,040 | -       | 162,040         |
| Gross profit   | 47,330  | -       | 47,330          |
| EBITDA   | 28,275  | 3,249   | 31,524          |
| Net profit   | 19,308  | 2,125   | 21,433          |
| <b>Increase (decrease)</b>                               |         |         |                 |
| Sales  | 10,009  | -       | 10,009          |
| Gross profit   | 2,889   | -       | 2,889           |
| EBITDA from continuing operations                        | 795     | 568     | 1,363           |
| Net profit from continuing operations                    | 322     | 861     | 1,183           |
| Share of profit from disposal of discontinued operations | -       | 3,848   | 3,848           |
| EBITDA   | 795     | 4,416   | 5,211           |
| Net profit   | 322     | 4,709   | 5,031           |

|  | ThaiBev | F&N/FCL | Total(Mil.Baht) |
|--|---------|---------|-----------------|
| <b>% increase (decrease)</b>                             |         |         |                 |
| Sales  | 6.2     | -       | 6.2             |
| Gross profit   | 6.1     | -       | 6.1             |
| EBITDA from continuing operations                        | 2.8     | 17.5    | 4.3             |
| Net profit from continuing operations                    | 1.7     | 40.5    | 5.5             |
| Share of profit from disposal of discontinued operations | -       | 100.0   | 100.0           |
| EBITDA   | 2.8     | 135.9   | 16.5            |
| Net profit   | 1.7     | 221.6   | 23.5            |

For the year 2015, total sales revenue of the Company was Baht 172,049 million, an increase of 6.2% or Baht 10,009 million, from Baht 162,040 million of last year. This was due to an increase in sales revenue of spirits business of 1.3%, beer business of 22.5% and non-alcoholic beverages business of 4.5% although there was a decrease in sales revenue from food business of 0.4%.

Gross profit was Baht 50,219 million, an increase of 6.1% or Baht 2,889 million, from Baht 47,330 million of last year. This was due to an increase in gross profit of spirits business of 1.7%, beer business of 26.9%, non-alcoholic beverages business of 13.2% and food business of 2.1%.

Earnings before interest, tax, depreciation and amortization (EBITDA) from continuing operations was Baht 32,887 million, an increase of 4.3% or Baht 1,363 million, from Baht 31,524 million of last year. This was due to an increase in EBITDA of beer business of 80.9%, food business of 6.1% and F&N/FCL EBITDA of 17.5% although there were a decrease in EBITDA of spirits business of 0.3% and an increase in EBITDA loss of non-alcoholic beverages business of 24.9%. EBITDA

excluding F&N/FCL was Baht 29,070 million, an increase of 2.8% or Baht 795 million.

Net profit from continuing operations was Baht 22,616 million, an increase of 5.5% or Baht 1,183 million, from Baht 21,433 million of last year. This was due to an increase in net profit of beer business of 206.8% and F&N/FCL net profit of 40.5% although there were a decrease in net profit of the spirits business of 0.7%, food business of 23.0% and an increase in net loss of non-alcoholic beverages business of 23.3%. The increase in net profit of F&N/FCL was mainly due to an increase in EBITDA and a decrease in financing cost. Net profit excluding F&N/FCL was Baht 19,630 million, an increase of 1.7% or Baht 322 million.

The profit sharing from disposal of Myanmar Brewery Limited ("MBL") in the proportion of our share holding was Baht 3,848 million (net of corporate income tax). Both EBITDA and net profit was increased at the same amount of Baht 3,848 million. EBITDA and net profit after recognizing the share of profit from disposal of discontinued operations were Baht 36,735 million and Baht 26,464 million, respectively.

Unit: Million Baht

| Year 2015  | Spirits | % to Sales | Beer   | % to Sales | Non-alcoholic beverages | % to Sales | Food  | % to Sales | Eliminate | % to Sales | Total   | % to Sales |
|--|---------|------------|--------|------------|-------------------------|------------|-------|------------|-----------|------------|---------|------------|
| Revenue from sales                                       | 105,991 | 100.0      | 43,112 | 100.0      | 16,488                  | 100.0      | 6,578 | 100.0      | (120)     | 100.0      | 172,049 | 100.0      |
| Cost of sales  | 71,013  | 67.0       | 35,024 | 81.2       | 11,959                  | 72.5       | 3,946 | 60.0       | (112)     | 93.3       | 121,830 | 70.8       |
| Gross profit   | 34,978  | 33.0       | 8,088  | 18.8       | 4,529                   | 27.5       | 2,632 | 40.0       | (8)       | 6.7        | 50,219  | 29.2       |
| Selling expenses   | 4,074   | 3.8        | 4,796  | 11.1       | 5,986                   | 36.3       | 761   | 11.6       | (64)      | 53.3       | 15,553  | 9.0        |
| Administrative expenses                                  | 5,713   | 5.4        | 2,002  | 4.6        | 2,004                   | 12.2       | 1,819 | 27.7       | (64)      | 53.3       | 11,474  | 6.7        |
| Operating profit (loss)                                  | 25,191  | 23.8       | 1,290  | 3.0        | (3,461)                 | (21.0)     | 52    | 0.8        | 120       | (100.0)    | 23,192  | 13.5       |
| Other income/Interest income                             | 222     | 0.2        | 264    | 0.6        | 1,082                   | 6.6        | 30    | 0.5        | (120)     | 100.0      | 1,478   | 0.9        |
| EBIT (loss)  | 25,413  | 24.0       | 1,554  | 3.6        | (2,379)                 | (14.4)     | 82    | 1.2        | -         | -          | 24,670  | 14.3       |
| Finance costs  | 258     | 0.2        | 87     | 0.2        | 174                     | 1.1        | 13    | 0.2        | -         | -          | 532     | 0.3        |
| Income tax   | 4,986   | 4.7        | 252    | 0.6        | (742)                   | (4.5)      | 12    | 0.2        | -         | -          | 4,508   | 2.6        |
| Net Profit (loss) exclude F&N/FCL                        | 20,169  | 19.0       | 1,215  | 2.8        | (1,811)                 | (11.0)     | 57    | 0.9        | -         | -          | 19,630  | 11.4       |
| F&N/FCL results:   |         |            |        |            |                         |            |       |            |           |            |         |            |
| Operating results  |         |            |        |            |                         |            |       |            |           |            | 3,818   | 2.2        |
| Net foreign exchange gain (loss)                         |         |            |        |            |                         |            |       |            |           |            | (1)     | (0.0)      |
| Finance costs  |         |            |        |            |                         |            |       |            |           |            | (831)   | (0.5)      |
| F&N/FCL Net Profit                                       |         |            |        |            |                         |            |       |            |           |            | 2,986   | 1.7        |
| Net Profit from continuing operations                    |         |            |        |            |                         |            |       |            |           |            | 22,616  | 13.1       |
| Depreciation & Amortization                              | 1,640   | 1.5        | 735    | 1.7        | 1,516                   | 9.2        | 509   | 7.7        | -         | -          | 4,400   | 2.6        |
| EBITDA (loss) exclude F&N/FCL                            | 27,053  | 25.5       | 2,289  | 5.3        | (863)                   | (5.2)      | 591   | 9.0        | -         | -          | 29,070  | 16.9       |
| F&N/FCL EBITDA   |         |            |        |            |                         |            |       |            |           |            | 3,817   | 2.2        |
| EBITDA from continuing operations                        |         |            |        |            |                         |            |       |            |           |            | 32,887  | 19.1       |
| Share of profit from disposal of discontinued operations |         |            |        |            |                         |            |       |            |           |            | 3,848   | 2.2        |
| Net Profit   |         |            |        |            |                         |            |       |            |           |            | 26,464  | 15.4       |
| EBITDA   |         |            |        |            |                         |            |       |            |           |            | 36,735  | 21.4       |



Unit: Million Baht

| Year 2014                         | Spirits | % to Sales | Beer   | % to Sales | Non-alcoholic beverages | % to Sales | Food  | % to Sales | Eliminate | % to Sales | Total   | % to Sales |
|-----------------------------------|---------|------------|--------|------------|-------------------------|------------|-------|------------|-----------|------------|---------|------------|
| Revenue from sales                | 104,592 | 100.0      | 35,193 | 100.0      | 15,775                  | 100.0      | 6,602 | 100.0      | (122)     | 100.0      | 162,040 | 100.0      |
| Cost of sales                     | 70,183  | 67.1       | 28,817 | 81.9       | 11,773                  | 74.6       | 4,025 | 61.0       | (88)      | 72.1       | 114,710 | 70.8       |
| Gross profit                      | 34,409  | 32.9       | 6,376  | 18.1       | 4,002                   | 25.4       | 2,577 | 39.0       | (34)      | 27.9       | 47,330  | 29.2       |
| Selling expenses                  | 4,003   | 3.8        | 3,846  | 10.9       | 4,635                   | 29.4       | 750   | 11.4       | (45)      | 36.9       | 13,189  | 8.1        |
| Administrative expenses           | 5,128   | 4.9        | 2,196  | 6.2        | 1,703                   | 10.8       | 1,791 | 27.1       | (57)      | 46.7       | 10,761  | 6.6        |
| Operating profit (loss)           | 25,278  | 24.2       | 334    | 0.9        | (2,336)                 | (14.8)     | 36    | 0.5        | 68        | (55.7)     | 23,380  | 14.4       |
| Other income/Interest income      | 306     | 0.3        | 226    | 0.6        | 380                     | 2.4        | 65    | 1.0        | (68)      | 55.7       | 909     | 0.6        |
| EBIT (loss)                       | 25,584  | 24.5       | 560    | 1.6        | (1,956)                 | (12.4)     | 101   | 1.5        | -         | -          | 24,289  | 15.0       |
| Finance costs                     | 170     | 0.2        | 47     | 0.1        | 203                     | 1.3        | 9     | 0.1        | -         | -          | 429     | 0.3        |
| Income tax                        | 5,107   | 4.9        | 117    | 0.3        | (690)                   | (4.4)      | 18    | 0.3        | -         | -          | 4,552   | 2.8        |
| Net Profit (loss) exclude F&N/FCL | 20,307  | 19.4       | 396    | 1.1        | (1,469)                 | (9.3)      | 74    | 1.1        | -         | -          | 19,308  | 11.9       |
| F&N/FCL results:                  |         |            |        |            |                         |            |       |            |           |            |         |            |
| Operating results                 |         |            |        |            |                         |            |       |            |           |            | 3,230   | 2.0        |
| Net foreign exchange gain (loss)  |         |            |        |            |                         |            |       |            |           |            | 19      | 0.0        |
| Finance costs                     |         |            |        |            |                         |            |       |            |           |            | (1,124) | (0.7)      |
| F&N/FCL Net Profit                |         |            |        |            |                         |            |       |            |           |            | 2,125   | 1.3        |
| Net Profit                        |         |            |        |            |                         |            |       |            |           |            | 21,433  | 13.2       |
| Depreciation & Amortization       | 1,560   | 1.5        | 705    | 2.0        | 1,265                   | 8.0        | 456   | 6.9        | -         | -          | 3,986   | 2.5        |
| EBITDA (loss) exclude F&N/FCL     | 27,144  | 26.0       | 1,265  | 3.6        | (691)                   | (4.4)      | 557   | 8.4        | -         | -          | 28,275  | 17.4       |
| F&N/FCL EBITDA                    |         |            |        |            |                         |            |       |            |           |            | 3,249   | 2.0        |
| EBITDA                            |         |            |        |            |                         |            |       |            |           |            | 31,524  | 19.5       |

Unit: Million Baht

| Increase (Decrease)                                      | Spirits | %      | Beer  | %     | Non-alcoholic beverages | %      | Food | %      | Eliminate | %      | Total  | %       |
|--|---------|--------|-------|-------|-------------------------|--------|------|--------|-----------|--------|--------|---------|
| Revenue from sales                                       | 1,399   | 1.3    | 7,919 | 22.5  | 713                     | 4.5    | (24) | (0.4)  | 2         | 1.6    | 10,009 | 6.2     |
| Cost of sales  | 830     | 1.2    | 6,207 | 21.5  | 186                     | 1.6    | (79) | (2.0)  | (24)      | (27.3) | 7,120  | 6.2     |
| Gross profit   | 569     | 1.7    | 1,712 | 26.9  | 527                     | 13.2   | 55   | 2.1    | 26        | 76.5   | 2,889  | 6.1     |
| Selling expenses   | 71      | 1.8    | 950   | 24.7  | 1,351                   | 29.1   | 11   | 1.5    | (19)      | (42.2) | 2,364  | 17.9    |
| Administrative expenses                                  | 585     | 11.4   | (194) | (8.8) | 301                     | 17.7   | 28   | 1.6    | (7)       | (12.3) | 713    | 6.6     |
| Operating profit (loss)                                  | (87)    | (0.3)  | 956   | 286.2 | (1,125)                 | (48.2) | 16   | 44.4   | 52        | 76.5   | (188)  | (0.8)   |
| Other income/Interest income                             | (84)    | (27.5) | 38    | 16.8  | 702                     | 184.7  | (35) | (53.8) | (52)      | (76.5) | 569    | 62.6    |
| EBIT (loss)  | (171)   | (0.7)  | 994   | 177.5 | (423)                   | (21.6) | (19) | (18.8) | -         | -      | 381    | 1.6     |
| Finance costs  | 88      | 51.8   | 40    | 85.1  | (29)                    | (14.3) | 4    | 44.4   | -         | -      | 103    | 24.0    |
| Income tax   | (121)   | (2.4)  | 135   | 115.4 | (52)                    | (7.5)  | (6)  | (33.3) | -         | -      | (44)   | (1.0)   |
| Net Profit (loss) exclude F&N/FCL                        | (138)   | (0.7)  | 819   | 206.8 | (342)                   | (23.3) | (17) | (23.0) | -         | -      | 322    | 1.7     |
| F&N/FCL results:   |         |        |       |       |                         |        |      |        |           |        |        |         |
| Operating results  |         |        |       |       |                         |        |      |        |           |        | 588    | 18.2    |
| Net foreign exchange gain (loss)                         |         |        |       |       |                         |        |      |        |           |        | (20)   | (105.3) |
| Finance costs  |         |        |       |       |                         |        |      |        |           |        | 293    | 26.1    |
| F&N/FCL Net Profit                                       |         |        |       |       |                         |        |      |        |           |        | 861    | 40.5    |
| Net Profit from continuing operations                    |         |        |       |       |                         |        |      |        |           |        | 1,183  | 5.5     |
| Depreciation & Amortization                              | 80      | 5.1    | 30    | 4.3   | 251                     | 19.8   | 53   | 11.6   | -         | -      | 414    | 10.4    |
| EBITDA (loss) exclude F&N/FCL                            | (91)    | (0.3)  | 1,024 | 80.9  | (172)                   | (24.9) | 34   | 6.1    | -         | -      | 795    | 2.8     |
| F&N/FCL EBITDA   |         |        |       |       |                         |        |      |        |           |        | 568    | 17.5    |
| EBITDA from continuing operations                        |         |        |       |       |                         |        |      |        |           |        | 1,363  | 4.3     |
| Share of profit from disposal of discontinued operations |         |        |       |       |                         |        |      |        |           |        | 3,848  | 100.0   |
| Net Profit   |         |        |       |       |                         |        |      |        |           |        | 5,031  | 23.5    |
| EBITDA   |         |        |       |       |                         |        |      |        |           |        | 5,211  | 16.5    |

## Spirits Business

For the year 2015, sales revenue was Baht 105,991 million, an increase of Baht 1,399 million or 1.3%. This was mainly due to an increase in both sales volume and sales price. Total sales volume of spirits was 565.8 million litres, an increase of 1.2%.

Gross profit was Baht 34,978 million, an increase of Baht 569 million or 1.7%. This was mainly due to an increase in sales volume and sales price.

Earnings before interest, tax, depreciation and amortization (EBITDA) was Baht 27,053 million, a decrease of Baht 91 million or 0.3%. This was mainly due to an increase in staff cost although there was an increase in gross profit.

Net profit was Baht 20,169 million, a decrease of Baht 138 million or 0.7%. This was mainly due to a decrease in EBITDA.

## Beer Business

For the year 2015, sales revenue was Baht 43,112 million, an increase of Baht 7,919 million or 22.5%. This was mainly due to an increase in sales volume and sales price. Total sales volume of beer was 671.2 million litres, an increase of 17.5%.

Gross profit was Baht 8,088 million, an increase of Baht 1,712 million or 26.9%. This was mainly due to an increase in sales volume and sales price, a decrease in raw material price and higher utilization rate.

Earnings before interest, tax, depreciation and amortization (EBITDA) was Baht 2,289 million, an increase of Baht 1,024 million or 80.9%. This was mainly due to an increase in gross profit and a decrease in fixed costs although there were an increase in staff costs and advertising and promotion expenses.

Net profit was Baht 1,215 million, an increase of Baht 819 million or 206.8%. This was mainly due to an increase in EBITDA although there was an increase in corporate income tax.

## Non-Alcoholic Beverages Business

For the year 2015, sales revenue was Baht 16,488 million, an increase of Baht 713 million or 4.5%. This was mainly due to an increase in sales volume and product mix. There was mainly due to an increase in sales volume of Jubjai (a new product) of 51.6 million litres, drinking water of 51.0 million litres or 5.9% and 100PLUS (a new product) of 19.8 million litres although there was a decrease in sales volume of carbonated soft drink of 62.8 million litres or 21.1%, herbal drink of 11.9 million litres or 70.9% and ready to drink teas of 8.3 million litres or 3.3%.

Gross profit was Baht 4,529 million, an increase of Baht 527 million or 13.2%. This was mainly due to an increase in sales revenue and product mix.

Earnings before interest, tax, depreciation and amortization (EBITDA) loss, excluding gain on sales of Sermsuk land and building of Baht 446 million, was Baht 1,309 million, an increase of Baht 618 million or 89.4%. This was mainly due to a significant increase in advertising and promotion expenses and staff costs although there was an increase in gross profit. The significant increase in advertising and promotion expenses was mainly due to the new products launch. EBITDA loss including gain on sales of Sermsuk land and building was Baht 863 million, an increase of Baht 172 million or 24.9%.

Net loss, excluding gain on sales of Sermsuk land and building of Baht 357 million (net of corporate income tax), was Baht 2,168 million, an increase of Baht 699 million or 47.6%. This was mainly due to an increase in EBITDA loss excluding

gain on sales of Sermsuk land and building and an increase in depreciation and amortization. Net loss including gain on sales of Sermsuk land and building was Baht 1,811 million, an increase of Baht 342 million or 23.3%.

## Food Business

For the year 2015, sales revenue was Baht 6,578 million, a decrease of Baht 24 million or 0.4%. This was mainly due to a decrease in average same store sales although there was an increase in number of branches.

Gross profit was Baht 2,632 million, an increase of Baht 55 million or 2.1%. This was mainly due to the sales promotion of 50% discount last year. Consequently this year gross profit was higher than gross profit last year.

Earnings before interest, tax, depreciation and amortization (EBITDA) was Baht 591 million, an increase of Baht 34 million or 6.1%. This was mainly due to an increase in gross profit.

Net profit was Baht 57 million, a decrease of Baht 17 million, or 23.0%. This was mainly due to an increase in depreciation and amortization expenses although there was an increase in EBITDA.

## Financial Position

### Assets

Total assets as at the end of December 2015 was Baht 182,017 million, an increase of Baht 10,030 million or 6% compared with total assets at the end of 2014. An increase in current assets of Baht 2,060 million was mainly due to an increase in inventory and cash although there was a decrease in assets classified as held for sale. An increase in non-current assets of 7,970 million was mainly due to an increase in investments in associates.

### Liabilities

Total liabilities as at the end of December 2015 was Baht 62,751 million, a decrease of Baht 4,560 million or 7% compared with total liabilities at the end of 2014. This was mainly due to a net decrease in bank overdrafts and loans from financial institutions.

The periods to maturity of interest-bearing liabilities were as follows.

|   | Unit: Million Baht |
|---|--------------------|
| Within one year (2016)                        | 18,374             |
| After one year but within two years (2017)    | 14,883             |
| After two years but within three years (2018) | 11,000             |
| <b>Total</b>                                  | <b>44,257</b>      |

### Shareholders' Equity

Total equity as at the end of December 2015 was Baht 119,266 million, an increase of Baht 14,589 million or 14% compared with the equity at the end of 2014. This was mainly due to an increase in net retained earnings from the profit for the year which deducted with dividend payments.

### Liquidity

Cash and cash equivalents, as at December 31, 2015, was Baht 3,490 million. The net increase from the beginning of the year was Baht 1,260 million. Details of activities were as follows.

|  | Unit: Million Baht |
|--|--------------------|
| Net cash from operating activities               | 22,484             |
| Net cash used in investing activities            | (118)              |
| Net cash used in financing activities            | (20,484)           |
| Increase in cash and cash equivalents            | 1,882              |
| Adjustment from financial statement translation  | (622)              |
| Cash and cash equivalents at beginning of period | 2,230              |
| Cash and cash equivalents at end of period       | 3,490              |

Net cash inflow from operating activities of Baht 22,484 million for the year was less than the Baht 24,407 million for last year. This was mainly due to an increase in cash outflow from working capital of Baht 2,369 million although there was an increase in cash inflow from net profit of Baht 5,031 deducting with non-cash items of Baht 4,465 million.

Net cash outflow from investing activities of Baht 118 million for the year compared to the net cash inflow of Baht 2,607 million for last year. This was mainly due to a decrease in cash inflow from cash received from capital reduction of

associate and dividends received although there were an increase in cash inflow from sales of assets classified as held for sale and a decrease in cash outflow from purchase of property, plant and equipment.

Net cash outflow from financing activities of Baht 20,484 million for the year was less than the Baht 29,821 million for last year. This was mainly due to a net increase in cash proceeds from loans from financial institutions although there was an increase in cash outflow for dividend payment.

## Financial Ratios

|  | Dec.31, 15 | Dec.31, 14 |
|--|------------|------------|
| Current Ratio (times)                                  | 1.45       | 1.28       |
| Liability to Equity Ratio (Gearing Ratio) (times)      | 0.53       | 0.64       |
| Interest Bearing Debt to Equity Ratio (times)          | 0.37       | 0.47       |
| Net Interest Bearing Debt to Equity Ratio (times)      | 0.34       | 0.45       |
| Net Interest Bearing Debt to EBITDA annualized (times) | 1.11       | 1.50       |
| Net asset value per share (Baht)                       | 4.62       | 4.03       |

|                                       | Jan. – Dec.15 | Jan. – Dec.14 |
|---------------------------------------|---------------|---------------|
| Accounts Receivable Turnover (days)   | 8             | 9             |
| Inventory Turnover (days)             |               |               |
| Spirits Business: finished goods      | 48            | 49            |
| Beer Business : finished goods        | 10            | 20            |
| Non-alcohol Business : finished goods | 26            | 34            |
| Food Business : finished goods        | 2             | 2             |

## Shareholder Returns

### Dividends

The current policy of the Board of Directors is to recommend to our shareholders a dividend of not less than 50% of net profits after deduction of all specified reserve, subject to investments plan and as the Board of Directors deems appropriate.

For the financial year ended 31 December 2015, the Board of Directors has recommended total dividend of Baht 15,317.12 million.

|   | Year 2015 | Year 2014 |
|---|-----------|-----------|
| Dividend for the year (Million Baht)  | 15,317.12 | 15,317.12 |
| Number of shares issued (Million shares)  | 25,110    | 25,110    |
| Interim dividend per share (Baht)   | 0.15      | 0.15      |
| Final dividend per share (Baht)   | 0.46      | 0.46      |
| Total dividend per share (Baht)   | 0.61      | 0.61      |
| Dividend payout ratio (%)   | 58.10     | 70.93     |
| Dividend payout ratio<br>(exclude share of profit from disposal of discontinued operations) (%) | 67.78     | 70.93     |
| <b>Return on Equity</b>   |           |           |
| Return on Average Equity (%)  | 23.63     | 21.15     |
| <b>Earnings Per Share</b>   |           |           |
| Earnings per weighted average ordinary shares (Baht)  | 1.05      | 0.86      |
| Weighted average number of ordinary shares for the year (million shares)                        | 25,110    | 25,110    |

# Risk Management

ThaiBev places importance on risk management, which forms part of corporate governance and significantly encourages the Company to achieve goals and objectives; to add value to the organization, shareholders, and stakeholders; and to enable stable and sustainable growth of the Company. With regard to the organizational risk management, the Board of Directors establishes the risk management policy and oversees the risk management through the appointed Risk Management Committee in order to ensure that major risks are being systematically monitored and managed based on the risk management framework, while being able to timely respond to rapidly changing business circumstances and reduce impacts to an acceptable level for the organization. The Risk Management Committee, consisting of directors and senior executives of each business group, organizes a meeting on a quarterly basis to consider and review risks and risk management approaches, as well as quarterly reports key risks, strategies, and risk management activities to the Board of Directors, of which the members include Independent Directors and Audit Committee members, for acknowledgement so that they can provide necessary suggestions to the Risk Management Committee in order to enhance the efficiency and effectiveness of the risk management.

With regard to the risk management for each business unit, senior executives of each company in the business unit are responsible for overseeing, controlling and monitoring the risk management, as well as reporting the results to the Risk Management Committee. In addition, to enable executives and employees to gain knowledge and understanding of the risk management and corporate risk culture development, the Company has determined the risk management to be a part of the new employee orientation program and training courses for employee development.

Continuous and systematic risk management in business operation as mentioned above has contributed to the Company's continual growth in sales and profitability. In 2015, it had been challenging for the beverage business industry mainly due to the economic conditions, both domestically and internationally. Based on the assessment of

risks which affects the organizational sustainability, taking into account the key economic, social, and environmental outlooks, including the expectations of all stakeholders, as well as the business goals of ThaiBev Group, the Company's major risks and preventive measures and solutions can be summarized as follows.

## 1. Business Circumstances and Competition Risk

The overall beverage market in 2015 had not been substantially recovered. Although the political situation had been resolved in the middle of the year and the lower oil prices helped save expenses of consumers, the beverage market continued to be pressured by the purchasing power slowdown resulting from an unclear economic recovery. Moreover, the prices of main agricultural products, such as rice, rubber, palm, and sugar cane, remained at a low level. Another pressure included the record severe drought causing damages to the crops of agriculturalists in many areas. In addition, the industrial sector had been affected by Thailand's export decline due to the economic slowdown in China and several ASEAN countries. Some industry workers were laid off or had their working hours reduced. For the tourism sector, a key driver of Thailand's economy, since many countries issued warnings to foreign tourists who were going to visit Thailand in the first half of the year, visitors from many countries, especially European tourists, canceled their trips. Although the government lifted martial law later on, most of tourists revisiting Thailand were Chinese, whose spending is not as high as that of the European tourists. These factors affected the purchasing power of the majority of populations in the country, coupled with the household debt remaining high. As a result, consumers were spending more cautiously by cutting down the spending on unnecessary luxurious items, reducing the frequency of consumption at restaurants or entertainment venues, as well as minimizing the arrangement of conferences and parties. This situation especially applied to those who are in the agricultural sector in rural areas and workers in the industrial sector, which is the main group of alcoholic beverage consumers.

In relation to the spirits business, the price became increasingly important this year. Some consumers turned to cheaper products or altered the alcohol consumption from brown spirits to white spirits. The imported spirits segment had been most affected because of the high selling price. Our “Blend 285”, positioned as premium whiskey and gains popularity among consumers at night time restaurants, had been affected as well. For the white spirits business, local spirits were our main competitors due to their lower selling prices, although they were of less quality; while some local manufacturers avoided excise tax payment.

With regard to the beer business in 2015, even though the overall beer business saw a 4 percent increase in sales volume, since beer relies more on the on-premise consumption, especially at the restaurants, compared to spirits, most beer producers had deployed different strategies to stimulate the market in all distribution channels. As a result, the beer market competition became intensified and challenging for the Company to improve our sales performance and market share.

For the non-alcoholic beverage business in 2015, almost every product category achieved growth in sales volume, but the growth in sales value became decreased, compared to the previous year. This demonstrates the strong competition, particularly the price competition. Thus, the performance of the non-alcoholic beverage business had not been fully profitable. Regarding the carbonated beverage market, of which the size is the second largest after the drinking water market, it was found that there was a fierce competition in terms of the marketing and the price of the existing major operators. They had allocated large budget to new products, new packaging, and promotional campaigns for both consumers and dealers to seize the market share and build brand loyalty. The carbonated beverage of the Company under the trademark “est”, which is the third largest in terms of the market share, was also affected as the market share was in decline. For the ready-to-drink tea beverage market, there had been similarly strong competition over the past year, with the lucky draw campaigns offering prizes of the highest value, compared to other types of beverage, so as to stimulate and boost sales growth. However, an overview of this market saw

a decline in both sales volume and sales value. The drinking water is another group of products under the non-alcoholic beverage business. The drinking water under the Company’s brands “Chang” and “Crystal” gained the highest market share for the domestic market since there were few existing domestic operators having been recognized for the trademarks in compliance with safety standards. The marketing campaigns were mainly focused on the promotional price as most consumers had no loyalty to the brand and preferred consuming any brands with reasonable prices. Overall, it may be concluded that the drinking water business saw the growth in sales volume, but it was unable to achieve high profit margins.

### **Preventive Measures and Solutions**

The Company is well aware of the purchasing power slowdown and the behavioral change of consumers to purchase alcoholic beverages at affordable prices. Therefore, the Company turned to promote inexpensive products, such as “Hong Thong” in the brown spirits business, through the marketing activities that do not require the high cost, but can effectively raise brand awareness among consumers. In relation to the white spirits business, the Company launched a brand that has a lower price, compared to “Ruang Khao” white spirits, but still maintains the spirits production standards and prices at slightly higher than local spirits to accommodate consumers who are looking for affordable products. To take action against illegal spirits, the Company had educated our employees and retailers to be highly cautious about this matter. In addition, due to the decrease in alcohol consumption in restaurants, the Company responded to this issue by pushing off-premise consumption instead, while employing our retail team to increasingly penetrate the convenience store and modern trade channels.

For the domestic beer business, the Company is committed to the vision to become the market leader in Thailand within the year 2020 and to have the profitability according to the standards of the global leading beverage companies. The Company is to place emphasis on the innovation, such as launching products and devising strategies to capture the market share and drive sales across distribution channels, including carrying out creative marketing activities in order to



effectively communicate with the target groups. Moreover, the Company also has a policy on controlling the cost of production and selling expenses, particularly promotional and advertising expenses, so as to ensure the most efficiency and effectiveness.

For the non-alcoholic beverage business, specifically, the carbonated beverage market, the Company has continuously allocated the budget to drive the market so as to maintain and increase the market share, as well as launching the new product “100Plus” under the segment of isotonic sports drink to cater to the health concerns of new generation consumers, which has gained positive feedbacks from them in terms of the quality and taste of the product, although it could not primarily achieve the sales target since the product had not been widely recognized. Thus, the Company needs to further encourage consumers to have better understanding of the product. For the ready-to-drink tea beverage market, the Company has the products under the brands “Oishi” and “Jub Jai”. In this market, we have switched to the branding strategy and the launch of new products that match modern lifestyle of consumers. As a result, the Company saw the growth in sales performance and brand strength despite the decline of market growth. With regard to the drinking water segment, the Company continues to implement the marketing activities by focusing on promotional pricing in order to maintain and increase the market share. In summary, the growth of the non-alcoholic beverage business could be achieved by investing in branding, expanding the international market, and developing the domestic distribution channels to become extensive and more efficient.

## 2. Finance and Investment Risk

The business operations and expansion of the Company at the national and international level rely on new product development, new facility construction, maintenance and improvement of existing facilities, and monitoring of the beverage market trends in Thailand and other countries, all of which require a large amount of investment in a continuous manner. The business operations and expansion in the past and in the future have been funded from external borrowings

and internal cash flow of the Company. ThaiBev expected that the funds would derive from additional borrowings, especially for the investment in the international business, which requires a large amount of foreign currency, leading to various risks and uncertainties such as risks on interest rate, exchange rate, and liquidity.

### Preventive Measures and Solutions

ThaiBev has obtained credit facilities from financial institutions, i.e. overdrafts, promissory notes, and bills of exchange. Currently, the Company has the liquidity equivalent to 4.3 times of average sales for the period of 1 month. Regarding the loan application, ThaiBev needs to consider the source of funds and currencies of the loans, as well as continuously and closely monitor the current situations, trends and movements of financial markets, and interest and exchange rates. Moreover, various financial instruments are utilized to enhance efficiency in interest and exchange rate cost management. To manage such risks, the Treasury Office of the Company also plays an important role in the investment planning.

## 3. Risk on Procurement and Major Raw Materials Prices

Procurement and sourcing of raw materials is a primarily important activity, and affects other activities of the supply chain. The majority of raw materials for production of beverages are domestic and overseas agricultural products, namely, rice, malt, hops, and molasses. In addition, there are other major production materials, i.e., cans, glass bottles, plastic bottles, and heavy fuel oil, of which the quantity and price fluctuate based on various factors, comprising natural conditions in each year, demand and supply of particular items, and exchange rate. In the previous year, the world oil prices became decreased, so some raw materials prices had been relatively in decline. As a result, the Company could manage risks in terms of prices and control the procurement cost within a reasonable budget. Despite the challenges of increased volume of raw material procurement due to the increase in sales and production, the Company could serve the demands for factors of production, and support the production, transportation, and distribution smoothly.

### Preventive Measures and Solutions

ThaiBev assesses and selects business partners by taking into account the quality of products and services, as well as the business operation policy in alignment with the operation of the Company that adheres to the corporate governance and sustainable development of the business, society, and environment. The Company has determined “Guidelines for Sustainable Development of Business Partners” to be studied and adopted by existing and potential business partners of the Company. In addition, the Company issued a policy on procurement of each major raw material which requires more than one supplier to reduce the risk of reliance on a limited number of business partners. The Company devised the strategies in cooperation with business partners regarding the inventory storage and disaster and crisis management in order to ensure the delivery performance of business partners without any impact on the production plan of the Company. Close communication and coordination have been made with business partners in order to respond to the usage plan in a complete and timely manner. The changes in prices and quantities of major raw materials have been continuously analyzed and monitored. Moreover, the purchase price was agreed in advance with major raw material suppliers to mitigate risk on price fluctuation and to ensure steady or fairly clear cost of production.

## 4. Risk on Environment, Health and Safety

These risks mostly involve production. Main risks are listed as follows:

### 4.1 Risk on Water Resources

ThaiBev, as a manufacturer and distributor of beverages, focuses on both the quantity and quality of water resources since it is one of the significant factors for production and related processes, as well as has a profound impact on the quality of the products. Due to the dry spells and water shortages from 2014 up to present and possibly in the future, ThaiBev is aware of the importance of the risk management regarding water resources in terms of both quantity and quality by assessing the water usage throughout the product life cycle, monitoring the impact on both the quality and

quantity of water on businesses and surrounding communities continuously in order to avoid any effects on the environment and ecosystem around the facilities that possibly lead to complaints or oppositions from the surrounding communities.

### Preventive Measures and Solutions

The three business groups, comprising spirits, beer, and non-alcoholic beverages, adhere to and comply with the conservation policy of ThaiBev by employing the 3Rs principle, namely, “Reduce”, “Reuse”, and “Recycle” in the water resources management. A survey of the demand for water in comparison with natural sources of water and the amount of water reserved for the production plan during 2015–2019 found that there is no risk of water shortage for the production, while a few facilities are likely to encounter water shortage. As a result, ThaiBev has set up some measures to solve the problem of water scarcity and quality in the manufacturing process. Such measures include digging raw water wells, drilling groundwater wells as authorized by the government authority, paving the bottom of raw water wells with Polyethylene plastic at Sura Bangyikhan Co., Ltd., adding a water softener using groundwater (contingency plan in case of the dried up Ping River) at Thanapakdi Co., Ltd., constructing additional water wells for Sangsom facility in Kanchanaburi province. In addition, we also increased the potential in managing water resources systematically as Sangsom Co., Ltd., Sura Bangyikhan Co., Ltd., and Red Bull Distillery (1988) Co., Ltd. had participated in the Water Footprint Project organized by the National Food Institute under the Ministry of Industry of Thailand. Moreover, Fuengfuanant Co., Ltd. is one of the two companies in Thailand which was selected to be the pilot facility for the preparation and assessment under the Water Footprint Project held by the Water Institute for Sustainability of the Federation of Thailand Industrial. In the future, the spirits business will extend the Water Footprint Project to cover all 18 distilleries in the same way as the 3 breweries that previously participated in the Water Footprint Project in order to conduct detailed analysis of water usage throughout the supply chain.

In addition to the risk management of the Company’s water resources, ThaiBev also focuses on the risk management of

water resources among our major business partners with high transaction value and potential effects on the Company. On a yearly basis, the Company has utilized effective tools, namely, Global Water Tools by World Business Council for Sustainable Development (WBCSD) and Aqueduct by World Resources Institute (WRI) to conduct the risk assessment on water resources of major business partners so as to jointly find preventive measures and plan to mitigate risk possibly affecting the Company, especially regarding the delivery of raw materials and production of the Company. Based on the risk assessment, it was found that our major business partners were highly aware of and placed emphasis on managing risks associated with water resources, for instance, formulating plans to cope with flooding, adopting the wastewater treatment system, and controlling the quality and quantity of water used in the manufacturing process, etc.

#### 4.2 Climate Changes

Climate changes and global warming have had extensive impacts nationwide, regionwide and worldwide. These conditions incurred environmental risks in respect of fertility of resources, and natural disasters, which could have adverse effects on the business operations of ThaiBev, including severe and sudden drought and flooding that could impact the quantity and quality of water resources as well as agricultural products – the major raw materials for the production of beverages – and problems or difficulties in transportation, etc.

#### Preventive Measures and Solutions

The Production Unit of every business group has utilized the production technology as well as advanced and energy efficient machinery to reduce the consumption of resources and energy, especially non-renewable energy and electrical energy used within the facilities. This also contributes to reducing greenhouse gas emissions that affect climate and the environment. Over the past period, the Beer Production Group of the Company brought “Chang Classic” beer to participate in the Carbon Footprint Project that shows the total amount of carbon dioxide emissions throughout the product life cycle from the acquisition of raw materials to the delivery of finished goods to customers. In 2015, the Spirits Production Group had implemented the Carbon

Footprint Project at an organizational level in 4 facilities, including Kankwan Co., Ltd., United Winery and Distillery Co., Ltd., Simathurakij Co., Ltd., and Thanapakdi Co., Ltd. With regard to the Carbon Footprint Project of “Ruang Khao” and “Hong Thong” white spirits, there were 7 facilities, namely, Sura Bangyikhan Co., Ltd., Fuengfuanant Co., Ltd., Theparunothai Co., Ltd., Nateechai Co., Ltd., Sangsom Co., Ltd., United Winery and Distillery Co., Ltd., and Kankwan Co., Ltd. participating in the Project, and the Carbon Footprint scheme will be further extended at the organizational and product level to all 18 facilities. In addition, the distilleries have continuously implemented the projects for climate recovery, such as the oil palm plantation project in 9 facilities that was carried out in 2015. Based on the information of the oil palm plantation project for disposal of distillery slops during March–December 2015, it was found that the oil palm plantation project with the total area of 277 rai of land could help reduce the greenhouse gas emissions equivalent to reduce carbon dioxide emissions by 1,828 tons.

Also, the Production Unit of every business group adopted the 3Rs principle (Reduce, Reuse and Recycle), including designing the packaging for reduction of raw materials such as reshaping beverage cans and plastic bottles, modifying the size of the packaging, reducing the length of carton fillings without any impact on the product quality, reusing old glass bottles and carton fillings, as well as sorting waste materials, i.e., glass, paper, and boxes, for recycling purpose. Such waste materials are delivered to recycling plants so as to be further reused in various formats for the most effective use of resources.

#### 4.3 Industrial Waste and Pollution Emission

ThaiBev, which is in a manufacturing industry, needs to rely on the use of energy, machinery, and chemical substances. Industrial waste and pollution could affect the environment and nearby communities, as well as vastly impact the environment and ecological systems domestically, regionally, and globally. Thus, the management of waste and pollution from manufacturing processes, such as waste water, garbage or industrial waste, and air emissions from the facilities are greatly emphasized by ThaiBev.

### Preventive Measures and Solutions

All the facilities are investing in utilizing technologies for the management of industrial waste, waste water, and pollution from the production process to achieve the quality beyond the criteria as required by laws. Such technologies include effective wastewater treatment system, and air quality monitoring system to measure and affirm that air emissions from the facilities will not adversely affect the environment and surrounding communities. With regard to general and industrial waste, the disposal has been made by the legally registered company. To manage industrial waste and pollution from the production process, the Production Unit has continued to strictly follow the guidelines of the Environmental Management System (ISO 14001). Moreover, the 3Rs principle (Reduce, Reuse and Recycle) is applied to all facilities, with the aim of using resources as necessary and reusing resources, so as to minimize waste for final disposal.

#### 4.4 Health and Safety

ThaiBev gives priority to health and safety of all, especially consumers and employees. Thus, the Company is committed to produce and offer products with high quality and safety for consumption, which is a key factor directly affecting the customer's satisfaction as well as the Company's business operations. Moreover, the employees are the key success factor for the business accomplishment. However, there is the possibility for business operations to be exposed to accidents or other occupational health and safety incidents that adversely affect injured employees physically and mentally, damage ThaiBev's reputation, as well as result in the cost increase.

### Preventive Measures and Solutions

In relation to health and safety of consumers, the Production Unit of every business group has prepared and applied the quality and safety standards, such as Quality Management System (ISO 9001), Good Manufacturing Practice & Hazard Analysis and Critical Control Point (GMP & HACCP), Food Safety Management System (ISO 22000), Halal Food Standard which represents the certification of products that Muslims can consume, National Sanitation Foundation (NSF) for the drinking water quality certified by the United States

Food and Drug Administration (U.S. FDA), and food safety standard of the British Retail Consortium (BRC). This is to ensure the efficiency in the quality and safety management of products delivered to consumers.

Regarding health and safety of employees, ThaiBev, especially the Production Unit, gives priority on occupational health and safety of employees in compliance with the Occupational Safety, Health and Environment Act B.E. 2554. Responsible units which directly manage and monitor the occupational safety have continuously employed various management systems to prevent possible harms such as Occupational Health and Safety Management System (OHSAS 18001), 7S principle (clearing up, organizing, cleaning, standardizing, training & discipline, innovation and work improvement, and morality), Environmental Management System (ISO 14001), and the workplace safety manual, including training courses and workshops on occupational health and safety practices for employees, as well as the Safety Week held on a regular basis to stimulate and encourage employees to gain knowledge on occupational safety in compliance with the Occupational Safety, Health and Environment Act B.E. 2554. Also, physical and mental health of employees have been focused by evaluating 9 aspects of employees' happiness under the Happy Workplace project, namely, Happy Body, Happy Relaxation, Happy Heart, Happy Soul, Happy Family, Happy Society, Happy Brain, Happy Money, and Happy Work Life. The evaluation results of all 9 aspects would be analyzed, and then any aspects with low scores would be considered for further development of activities accordingly.

### 5. Risk on Compliance with Rules and Regulations

The government sector continues to strictly enforce laws governing alcoholic beverage businesses and consumption of alcoholic beverages. Different interpretations of laws between business operators and government agencies caused difficulties in implementing marketing activities for alcoholic beverages, such as advertisement, outdoor activities, and on-premise activities. The severity of such issue varied in different areas, depending upon the legal interpretation of

officials in each area. Currently, although there has been clear judgment of the Supreme Court regarding cases on the alcoholic beverage advertisement that could be a practice guideline for business operators, the government sector which is a law enforcer has not accepted this interpretation and their enforcement remains unchanged. As a result, this issue has not been eased as it should be.

#### **Preventive Measures and Solutions**

ThaiBev pays particular attention to the risk on compliance with rules and regulations since non-compliance or partial compliance might cause damages from legal disputes, which could affect the reputation of the Company, or incur punishment and penalties. To mitigate the risk on failure to comply with the alcoholic beverage control laws, the Company has established an internal regulation requiring endorsement of the Office of Legal Affairs on all advertisement materials prior to public release. Moreover, the discussion with the Office of Legal Affairs was required prior to the launch of any marketing activities so as to ensure they were carefully reviewed from the legal perspective prior to implementation. Knowledge and understanding were provided to executives, employees, and all groups of customers to prevent any offense. The Company was of an opinion that although the alcoholic beverage control laws caused more difficulties against operations of the sales and marketing teams of the Company, it was more difficult for new brands to enter the market as well.

### **6. Risk on Human Resources Preparation for International Business Expansion**

Since ThaiBev has enjoyed rapid growth at a rather high rate, especially from the international business expansion in ASEAN countries, personnel who are qualified to accommodate such expansion are quite essential to ensure that the international businesses run smoothly and continuously, without any impact from human resources shortage in our business operations.

#### **Preventive Measures and Solutions**

To achieve the goals of preparing human resources who are willing, capable, and ready to work abroad, the Office of Human Capital has continuously managed to recruit and

develop those who are competent and well-prepared. In 2015, the Company systematically evaluated and developed language skills for junior employees at the operational level, as well as prepared small groups of employees to travel to work for the Spirits Production Unit in the United Kingdom (UK). The first group is travelling to the UK in 2016. For employees at the management level, the Company has initiated the Supervisor Development Program and the Management Development Program. These programs provide the opportunity for eligible employees to join the program held in association with leading education institutes. A goal of the program is to send these employees to work abroad. In addition, the Company has a development program for senior executives in association with leading international education institutes under the Global Leadership Program, which focuses on raising the management competency at the regional and international levels so as to make employees familiarize with the international working atmosphere. The Company places emphasis on working with other regional subsidiary companies, as well as continues to encourage foreign executives to work with Thai staff, resulting in a lot of international working experiences, especially in the areas of marketing, finance, and project management, etc.

In addition, the Company has developed related policies to encourage employees to work abroad, such as compensation, and consideration on providing assistance and support to families of employees in case of long-term overseas working so as to enhance employee morale and work efficiency. A significant measure to be continuously taken is the recruitment of potential employees to work with the Company. Following the attempt over the past year, the Company was selected as one of the Top Graduate Employers, including both alcoholic and non-alcoholic beverage businesses. The Company will move forward to ensure that the recruitment and development in every position at all levels and in all countries be carried out smoothly so as to enable the Company to achieve business goals in a stable and sustainable manner.

# Our People... Our Success

*“Operating our business by building foundations for sustainable growth both in terms of the business and its people, so that our organization will be competitive at the global level and provide a sense of pride to our employees who are like our families. Even though we came from different backgrounds but our goals and aspirations are united as we move forward, sharing the same road, towards our vision that will create limitless opportunities in the future.”* are the words of the executives, illustrating the determination to drive business as well as provide value to the people which will eventually lead to a sustainable success of Vision 2020.

Based on the executives’ visions for the business and its people, plans have been designed to develop employees at different Job Levels and Job Families throughout the organization, especially those who has potential to be leaders in the future. In order to provide a sustainable and stable learning environment, programs to develop competencies in all areas have been designed, including those that improve managerial competency, functional competency, leadership, as well as transformation programs to build foundations to cope with changes in the future.

## **Holistic Development Journey for a Stable and Sustainable Future**

By comparing employee to water, much like how each droplet can come together as one powerful force, in 2015, ThaiBev Group had designed development programs to address employees at all level, which can be divided into 3 main groups:

- The Oceans: The senior executives, a powerful influencer who create a culture of excellence for the organization and sustain strong leadership able to drive organization capability to bring a greater success, lead organization towards Vision 2020 and lay foundations for growth, which will eventually drive the organization to proudly stand at the international level.
- The Rivers: the mid-level executives, an intermediary who pass through success, a competent leader and collaborator who is able to drive team to multiply value to the organization (Ensure people system, process and measure are in place for sustainable outstanding results). They are the channels in which success flows by developing themselves as well as others in their team in order to provide a sustainable future.

- The Springs & The Streams: The beginning of the water flow. They are value human capital at operation level who develop their competencies for individual growth and become part of the organization’s future. Highly capable individual, significantly contributes to the achievement of the group and motivates people within and across team to ensure seamless functioning for a high performance team.

Each group receives different kinds of development, including but not limited to developing their managerial, functional, and leadership competencies. Each development program can be practically applied to their works.

## **Focusing on continuous Development Programs and Follow-up sessions**

Because we believe that Human Capital is fundamental to drive the competitiveness and sustainability of the business, ThaiBev has been designing development plans, guidelines, and systems that lead to employee motivation for effectiveness and efficiency. Moreover, employees are encouraged to continuously learn at anytime and anywhere through various learning processes and tools such as Co-designed Development Programs, where different functions of the business cooperatively design a learning program in order to address their own needs and maximize practicality. Technology has also been utilized for E-learning, which allows employees to learn anywhere anytime. The subjects available online include those essential for every employee such as core values, code of conduct, rules and regulations, product knowledge and English language as well. Technical knowledge such as the Spirits and Beers production process. All of these can be combined with the knowledge gained from classroom training, where we select speakers and experts both local and international famous Institutions. Additionally, we have developed a knowledge sharing system in which different functions can gain access to the same information and ideas without trials and errors. An example of this would be TPM (Total Productivity Management) from the Spirits Production where knowledge is continually shared for the improvements of their working systems consistently.

The above mentioned internal development programs are essential to the sustainability of the business since they were designed based on real working experience which become a

case study to solve an existing problems or improve for an efficiency. However, follow-up programs have been more challenging to implement, largely because of the scale of the business. ThaiBev has its operations operated all over the country and it require more time to implement programs nationwide. Nevertheless, with supporting policy and current technology, companies under ThaiBev Group has jointly cooperated with famous educational institutions to develop practical educational program with tangible follow-up programs to ensure that employees will be developed and can practically applied to their job.

In addition, we have strategically designed an assessment system for more comprehensive and tangible performance management through 360 assessment. With this assessment, employees will know their room for improvement and strengths they can build upon. Thus, it will contribute to their determination and motivation to succeed, which will enhance their personal value. Overall employee will grow limitlessly with the organization's growth and expansion.

### **Developing Leaders to Build Foundations for a Sustainable Future**

Leadership development is not limited to senior executives, but also applies to employee at every level. The development and follow-up program has been designed based on the "5 Levels of Leadership", which addresses the five fundamental qualities of a leader — Responsibility: to be a responsible leader. Relationship: to have good communication and relationship with colleagues in order to foster positive change. Result: to be able to effectively achieve goals and objectives. Reproduction: to be able to develop others into leaders. Respect: to gain respect from performance and behavior. With such programs, employees will be developed to become future leaders who will contribute to the success and sustainability of the organization.

### **Talent Employee Development for Future Success of the Organization**

Aside from the development programs mentioned, higher education to groom potential leaders for the organization is vital in broadening our perspectives and exchanging experiences, visions, mindset, and ideas with people outside ThaiBev. It also prepares potential leaders for the challenges

in the future and their career. Thus, there are Master's Degree scholarships (English or Chinese programs) offered, where employees can attend prestigious universities both locally (5 scholarships awarded per year) and internationally (2 scholarships awarded per year) in countries such as the UK, the US, Australia, China, and Singapore.

In 2015, the organization has awarded altogether 5 scholarships: 3 scholarships at local universities including 1 Doctorate Degree (special case) in Biotechnology at Kasetsart University, and two Dual MBA and Master of Engineering (English program) at Sasin in cooperation with Sasin and the Faculty of Engineering, Chulalongkorn University. There were 2 scholarships at international universities including an MBA at Australia National University in Canberra and an MBA at the University of Edinburgh in Edinburgh, Scotland.

Besides awarding scholarships, the organization has been implementing programs to develop entry-level managers (Supervisory Development Program: SDP), which has been continuing for 3 consecutive years with full cooperation from ThaiBev and the Faculty of Commerce and Accountancy, Chulalongkorn University. The program is divided into two parts: Academic World and ThaiBev World. The Academic World is conducted through a series of development program by Professors from the Faculty of Commerce and Accountancy with emphasis on theories and new business concepts. The ThaiBev World is conducted by senior executives of the organization, and focuses on work processes and systems specific to ThaiBev.

There is also a Management Development Program (MDP) for managers that has been implemented since 2014 in cooperation with Sasin Chulalongkorn University. This program aims to foster knowledge in management, leadership, and prepare managers to work at the next executive level. Managers required to learn through action-learning projects and they present their projects to the executive committee and their professors.

All of the programs mentioned here are part of an ongoing and continuous development journey, and are crucial to prepare employees with global mindset for regional and international competition, which will eventually drive ThaiBev towards its goals and visions.

# Credit Ratings

On 5 October 2015, following its annual review of the credit worthiness of Thai Beverage Public Company Limited (“**ThaiBev**” or the “**Company**”), TRIS Rating Co., Ltd. (“**TRIS**”) upgraded the company rating of THBEV from “AA-” with “Stable” outlook to “AA” with “Stable” outlook.

ThaiBev has also engaged the services of Moody’s Investor Service, Inc. (“**Moody’s**”), a leading global credit rating agency, to obtain a more internationally-recognized credit rating that would enhance the Company’s standing in overseas financial markets and funding flexibility. Following its assessment of ThaiBev’s credit worthiness, Moody’s has affirmed ThaiBev a “Baa3”. At the same time, Moody’s has changed the outlook from “Stable” to “Positive” credit rating on 4 March 2016.

Note: Thailand is rated “AAA” and “Baa1” by TRIS and Moody’s, respectively.

The ratings are subject to revision or withdrawal by TRIS and Moody’s following their respective annual reviews of ThaiBev’s credit worthiness and/or when there are material changes to their opinions and/or rating methodologies.



# Corporate Governance Report

At ThaiBev, we adhere to good corporate governance principles, and we conduct our business in compliance with all applicable laws, rules, and regulations, including the SGX Listing Manual (“**Listing Manual**”), and the principles and guidelines of the Code of Corporate Governance 2012 (“**CG Code 2012**”). ThaiBev has sought to comply with the CG Code 2012 to the extent possible.

ThaiBev, which is a Thai company listed on the Main Board of Singapore Exchange Securities Trading Limited (“**SGX**”), has received the Most Transparent Company Award in the Foreign Listings Category from Securities Investors Association (Singapore) (SIAS) in 2009 and 2014 and received Runner-Up awards in 2010, 2012 and 2013.

## A. Board Matters

### Principle 1: The Board’s Conduct of Affairs

Our Board of Directors (“**Board**”) oversees the Company’s business and affairs in accordance with the resolutions of shareholders, the applicable laws and the Listing Manual. The Board must exercise good business judgment and act in good faith in the best interests of the Company.

The Board is responsible for the overall business leadership, strategic direction, performance objectives and long-term success of the ThaiBev group of companies, both domestic and overseas (“**ThaiBev Group of Companies**”). It also seeks to align the interests of the Board and Management with that of shareholders, and balance the interests of all stakeholders.

The Board comprises directors, namely:

|     |                                      |   |
|-----|--------------------------------------|---|
| 1.  | Mr. Charoen Sirivadhanabhakdi        | Chairman  |
| 2.  | Khunying Wanna Sirivadhanabhakdi     | Vice Chairman                                     |
| 3.  | Mr. Narong Srisa-an                  | Vice Chairman                                     |
| 4.  | Mr. Komen Tantiwiwatthanaphan        | Vice Chairman                                     |
| 5.  | Mr. Puchchong Chandhanakij           | Director  |
| 6.  | Ms. Kanoknart Rangsithienchai        | Director  |
| 7.  | Mr. Prasit Kovilaikool               | Independent Director and Audit Committee Chairman |
| 8.  | Prof. Kanung Luchai                  | Independent Director and Audit Committee Member   |
| 9.  | Mr. Manu Leopaibrote                 | Independent Director and Audit Committee Member   |
| 10. | Mr. Ng Tat Pun                       | Independent Director and Audit Committee Member   |
| 11. | Mr. Michael Lau Hwai Keong           | Independent Director                              |
| 12. | Dr. Sakthip Krairiksh                | Independent Director                              |
| 13. | Prof. Pornchai Matangkasombut        | Independent Director                              |
| 14. | Gen. Dr. Choo-Chat Kambhu Na Ayudhya | Independent Director                              |
| 15. | Mr. Vivat Tejapaibul                 | Director  |
| 16. | Mr. Panote Sirivadhanabhakdi         | Director  |

|                                   |                                       |
|-----------------------------------|---------------------------------------|
| 17. Mr. Thapana Sirivadhanabhakdi | President and CEO                     |
| 18. Mr. Ueychai Tantha-Obhas      | Director and Executive Vice President |
| 19. Mr. Sithichai Chaikriangkrai  | Director and Executive Vice President |
| 20. Dr. Pisanu Vichiensanth       | Director and Executive Vice President |

Ms. Vaewmanee Soponpinij is the Company Secretary and the Secretary to the Board of Directors and Ms. Nantika Ninvoraskul is the Assistant Secretary to the Board of Directors.

### Matters Requiring Board Approval

Our Board recognizes its utmost duty to administer the Company's business and oversee the Company's operations in the best interests of the Company. This includes the administration of the subsidiary companies to be in line with the Company's core business plans to ensure due compliance with the shareholders' resolutions, in good faith and due compliance with the laws, the Company's business objectives and Articles of Association ("AOA"). In addition, our Board ensures that the Company and its subsidiary companies comply with the Listing Manual of Singapore Stock Exchange and relevant stock exchange. Our Board is also responsible for the determination of visions and business strategies of the Company, the oversight of Management's performance of their duties according to the Company's policies, and the reporting of the financial statements and general information to shareholders and investors with accuracy and sufficiency.

According to the Thai Law, the Board is required to meet in person and not less than four times in each year. In 2015, a total of 4 Board meetings were held in order to consider matters proposed by Management.

### Training

All Directors have undergone and passed the Director Accreditation Program (DAP) of the Thai Institute of Directors. Certain Directors have also received accreditation under the Director Certification Program (DCP) of the same institution. We also provide training and information updates to the Directors to encourage and support their understanding of Singapore Law and the Listing Manual which are applicable to our Company. They also receive information updates as well as amendments made to the regulations on a regular basis. All Directors have received a clear explanation of their roles and responsibilities at the time of their proposed appointment to the Board.

In this regard, Directors and Executives of the Companies and its subsidiaries have received the manual comprising of the summary of relevant aspects of current Singapore laws and regulations, e.g., continuing listing obligations, dealing in securities, disclosure of interests, Code of Corporate Governance, in order to act as Board of Directors of the Company and executives appropriately.

### Delegation of Authority on Certain Board Matters

Various Board committees, including the Audit Committee, Nomination Committee, Remuneration Committee, and Risk Management Committee, have been constituted to assist the Board in the discharge of its specific responsibilities, and effectively discharge its oversight duties and functions. The Board has also established financial authorisation and approval limits for operating and capital expenditure, and the procurement of goods and services, and in order to optimise operational efficiency, has clearly delegated authority to the relevant Board Committees (including the Executive Committee and the Management Committee) to review and approve transactions which fall within the said limits. In addition to matters that specifically require the Board's approval, the Board is also responsible for the review and approval of annual budgets, financial plans, financial statements, business strategies and material transactions, such as major acquisitions, divestments, funding and investment proposals, and will also be responsible for reviewing and approving transactions exceeding certain threshold limits.

To address and manage possible conflicts of interest that may arise in relation to Directors' interests and ThaiBev Group of Companies, Directors are required to abstain from voting on any matter in which they are so interested or conflicted.

#### • Audit Committee

The Board established the Audit Committee (“AC”) and determined qualification of the members, authority and responsibility of the committee in the Audit Committee Charter. The AC comprises four independent directors, namely: Mr. Prasit Kovilaikool, Prof. Kanung Luchai, Mr. Manu Leopairote, and Mr. Ng Tat Pun. Mr. Prasit Kovilaikool is the Chairman of the AC and Mr. Somsak Sae-Kuay, Vice President of the Office of Internal Audit, is the Secretary to the AC.

The AC is not authorized by the Board to make decisions on the business operation of the Company, subsidiaries, affiliates or juristic persons which may have conflicts of interest. Mr. Ng Tat Pun was appointed by the Board to be the lead Independent Director for interested person transactions undertaken by the ThaiBev Group of Companies.

The AC is primarily responsible for reviewing the financial reporting process of the Company, the internal controls and the internal audit systems, compliance with laws relating to the business of the Company, connected transactions, interested person transactions or transactions which may give rise to conflicts of interest, and considering and selecting the Company’s external auditors, etc. The AC meets at least once a quarter or more as circumstances require. Please refer to the Audit Committee Report regarding performance of the duties and responsibilities of the AC in 2015.

#### • Nomination Committee

The Board established the Nomination Committee (“NC”). The NC consists of Mr. Prasit Kovilaikool, Mr. Manu Leopairote and Khunying Wanna Sirivadhanabhakdi. The Chairman of the NC is Mr. Prasit Kovilaikool. Mr. Thidi Suwanarat is the Secretary to the NC. In this regard, the majority of NC members including the NC Chairman are independent directors.

The NC is primarily responsible for the selection of suitable persons to be appointed as director and/or President and CEO, and setting the procedures and the guidelines for such selection, including reviewing nominations for re-appointment of director, and assisting the Board in the determination and reconsideration of independence of independent directors at least annually. For further details, please refer to Principle 2: Board Composition and Guidance of this report.

#### • Remuneration Committee

The Board established the Remuneration Committee (“RC”). The RC consists of three independent directors, namely, Mr. Prasit Kovilaikool, Prof. Kanung Luchai and Mr. Manu Leopairote. The Chairman of the RC is Mr. Prasit Kovilaikool. Mr. Thidi Suwanarat is the Secretary to the RC.

The RC is primarily responsible for setting the policies and the guidelines in the determination of remunerations of any kind including to consider and review the remuneration of the Directors and key executives, for recommending to the Board a framework and criteria of remuneration for the directors and key executives, and for recommending specific remuneration packages for each director and key executive and to perform any other act as delegated by the Board. For further details, please refer to Principle 9: Disclosure of Remuneration of this report.

#### • Risk Management Committee

The Board established the Risk Management Committee (“RMC”), which comprises Directors and top executives. The RMC Chairman is Mr. Narong Srisa-an. Mr. Somsak Sae-Kuay, Vice President of the Office of Internal Audit, is the Secretary to the RMC. Any executive who is appointed as a Senior Vice President is automatically appointed as an RMC member. In 2015, the RMC consists of 16 members, namely,

- the following Directors: Mr. Narong Srisa-an, Mr. Puchchong Chandhanakij, Ms. Kanoknart Rangsithienchai, Mr. Thapana Sirivadhanabhakdi, Mr. Ueychai Tantha-Obhas, Mr. Sithichai Chaikriangkrai and Dr. Pisanu Vichiensanth; and
- the following executives: Mr. Prapakon Thongthepairot, Mr. Marut Buranasetkul, Mr. Jean Lebreton, Mr. Kosit Suksingha, Mr. Vichate Tantiwanich, Ms. Vaewmanee Soponpinij, Dr. Agapol Na Songkhla, Mr. Mahin Kraivixien and Mr. Pramote Hassamontr.

On February 26, 2016, Mr. Vivek Chhabra, 1<sup>st</sup> Vice Chairman of Executive Committee / President of Thai Drinks Co., Ltd. and President of Sermasuk Public Company Limited was appointed as RMC member so that the RMC shall be included with the top executive who is in charge of the Non-Alcoholic Beverage business in Thailand.

According to the RMC Charter approved by the Board, the RMC is responsible for determining the ThaiBev Group risk management policy and levels of acceptable risk before proposing them to the Board for consideration and approval, as well as establishing the risk management framework, the strategy on the organization and resources used for the risk management in line with the risk management policy of ThaiBev Group. The RMC shall ensure that the established

risk management framework must enable the identification, analysis, evaluation, response and monitoring of all material risks of ThaiBev Group risk management in an effective and efficient manner. In addition, the RMC shall report the material risks, risk management strategy and activities to the Board after each RMC meeting to be held quarterly, and when the RMC deems necessary, in order to fulfill the RMC's duties and responsibilities.

#### • Executive Committee

The Board appointed an Executive Committee, which comprises Directors and top executives. In 2015, the Executive Committee had 17 members, namely,

|     |                                  |   |
|-----|----------------------------------|---|
| 1.  | Mr. Charoen Sirivadhanabhakdi    | Executive Chairman                      |
| 2.  | Khunying Wanna Sirivadhanabhakdi | 1 <sup>st</sup> Executive Vice Chairman |
| 3.  | Mr. Narong Srisa-an              | 2 <sup>nd</sup> Executive Vice Chairman |
| 4.  | Mr. Komen Tantiwiwatthanaphan    | 3 <sup>rd</sup> Executive Vice Chairman |
| 5.  | Mr. Puchchong Chandhanakij       | 4 <sup>th</sup> Executive Vice Chairman |
| 6.  | Ms. Kanoknart Rangsihienchai     | 5 <sup>th</sup> Executive Vice Chairman |
| 7.  | Mr. Thapana Sirivadhanabhakdi    | President and CEO                       |
| 8.  | Mr. Ueychai Tantha-Obhas         | Director and Executive Vice Chairman    |
| 9.  | Mr. Sithichai Chaikriangkrai     | Director and Executive Vice Chairman    |
| 10. | Dr. Pisanu Vichiensanth          | Director and Executive Vice Chairman    |
| 11. | Mr. Prapakon Thongtheppairot     | Senior Vice President                   |
| 12. | Mr. Marut Buranasetkul           | Senior Vice President                   |
| 13. | Mr. Jean Lebreton                | Senior Vice President                   |
| 14. | Mr. Kosit Suksingha              | Senior Vice President                   |
| 15. | Mr. Vichate Tantiwanich          | Senior Vice President                   |
| 16. | Ms. Vaewmanee Soponpinij         | Senior Vice President                   |
| 17. | Dr. Agapol Na Songkhla           | Senior Vice President                   |

Ms. Vaewmanee Soponpinij is the Secretary to the Executive Committee and Ms. Nantika Ninvoraskul is the Assistant Secretary to the Executive Committee.

To enhance Company business operation, the Board granted them the authority to perform their duties. In this regard, some of the Executive Committee members are assigned to oversee business units under the supervision of the President and CEO. The Executive Committee may appoint other sub-committees to support the Executive Committee and the Board in order to ensure the good corporate governance of the Company.

The Executive Committee's responsibilities are as follows:

- Prepare and propose business plans, targets, operational plans, business strategies and annual budgets of the Company and its subsidiary companies to the Board;
- Determine and propose business plans, budgets and management roles and responsibilities of the Company and its subsidiary companies to the Board for approval;
- Monitor the operations of the Company and its subsidiary companies to be in line with business policy, targets, operational plans, business strategies, budgets and management roles and responsibilities as approved by the Board for the efficiency of and to facilitate business conditions;
- Authorized to approve payments for investments or operations, borrowing or requesting for any facility from financial institutions, lending, including being a guarantor with respect to the normal business of the Company and its subsidiary companies as stipulated by the Board;
- Authorized to approve the annual budget for annual increase or adjustment of salary and annual incentive payment (bonus) for employees of the Company and its subsidiary companies;
- Authorized to approve payments as determined by Board;
- Propose the efficient organization and management structure of the Company and its subsidiary companies to the Board;
- Recruit, employ, terminate employment, promote, impose disciplinary penalty, transfer, adjust salary level, increase salary, adjust salary rate, and determine bonus, welfare and other benefits as well as consider all other remunerations for all levels of employees of the Company. The Executive Committee also has the authority to appoint the President and CEO or any appointee of the Company to be the authorized representative of the Company to sign related employment contracts within the budget approved by the Board;
- Approve the appointment of the Company's representatives to the Board of Directors and/or the sub-committee of its subsidiary companies in order to supervise all administrative matters as approved by the Company for the efficiency and best interest;
- Supervise and approve matters relating to the operation of the Company. It may appoint or authorize any one or more persons to engage in any act on behalf of the Executive Committee as it deems appropriate such as appointment of the sub-committee to consider salary increase and bonus of executive level employees ranking from Vice President to Executive Vice President, appointment of any of the sub-committees that have particular knowledge and expertise to manage and monitor before proposing to the Executive Committee, provided that the Executive Committee is entitled to repeal, change or modify the scope of the authorization; and
- Perform any other act as delegated by the Board.

However, the abovementioned approval does not grant power to the Executive Committee or the relevant authorized representative to approve any transaction in which the Executive Committee or said authorized representative, or any related person has an interest or may have any conflict of interest with the Company or its subsidiary companies (as defined in the Notification of the Securities and Exchange Commission). Any such matter must be proposed to the meeting of the Board and/or the meeting of shareholders, as the case may be, for approval, as stipulated in the AOA of the Company or its subsidiary companies, or any applicable laws.

In addition to the business conduction of ThaiBev, the Board also appoints certain Executive Committee members to hold directorships in both its domestic and overseas subsidiary companies and/or business units, to monitor and control the business administration at maximum efficiency according to the Company's policy and for the best interest of the Company.

The Executive Committee meets normally once a month to discuss the Company's business administration, except in case of urgency wherein the meeting will be held as deemed necessary.

#### • Management Committee

The Board established the Management Committee ("MC") and authorized the President and CEO to be in charge of all MC activities. The MC was formed in January 2008 and consists of the top executives of business and support units. The composition of the MC evolves during the year due to the changing appointments and responsibilities of the top executives during the year.

The MC consists of 11 members, namely, Mr. Thapana Sirivadhanabhakdi, Mr. Ueychai Tantha-Obhas, Mr. Sithichai Chaikriangkrai, Dr. Pisanu Vichiensanth, Mr. Prapakon Thongtheppairot, Mr. Marut Buranasetkul, Mr. Jean Lebreton, Mr. Kosit Suksingha, Mr. Vichate Tantiwanich, Ms. Vaewmanee Soponpinij, and Dr. Agapol Na Songkhla. The Chairman of the MC is Mr. Thapana Sirivadhanabhakdi, the President and CEO and Ms. Nantika Ninvoraskul is the Secretary to the MC. Executives from various business units may also be invited to join the MC meeting as circumstances require.

#### • Investment Committee

The Company is particularly cautious when considering investments for business expansion. In this regard, the Executive Committee established the Investment Committee ("IC") which consists of seven members from various units. Mr. Narong Srisa-an is the Chairman of the IC and Mr. Thapana Sirivadhanabhakdi is the Vice Chairman of the IC. Ms. Nantika Ninvoraskul is the Secretary to the IC. The IC is responsible for the consideration of and advises the Executive Committee on the acquisition/disposal of businesses, assets, including any merger of businesses, of the ThaiBev Group of Companies.

Following the business plan under the Vision 2020 of the President and CEO, the executive committees have been arranged to associate and strengthen the management capacity of each business group by establishing the Group Steering Committee and the Management Committee.

The Group Steering Committee ("GSC") consists of 9 executives from domestic and international business groups, namely, Mr. Thapana Sirivadhanabhakdi, Mr. Koh Poh Tiong, Mr. Somchai Bulsook, Mr. Ueychai Tantha-Obhas, Dato Jorgen Bornhoft, Mr. Sithichai Chaikriangkrai, Dr. Pisanu Vichiensanth, Mr. Prapakon Thongtheppairot, Mr. Lee Meng Tat, and Mr. Pramote Phornprapa. The Chairman of the GSC is Mr. Thapana Sirivadhanabhakdi and Ms. Nantika Ninvoraskul is the Secretary to the GSC.

In addition, there is the Thailand Management Committee to associate the business groups in Thailand consists of top executives from domestic businesses and support functions.

In 2015, the Company held the Board meetings, the Executive Committee meetings, including the other Board committee meetings, and the following table shows the details of the attendance of each director and each committee at these meetings:

| Name  | Board | AC  | NC  | RC  | RMC <sup>(2)</sup> | Executive Committee |
|---|-------|-----|-----|-----|--------------------|---------------------|
| 1. Mr. Charoen Sirivadhanabhakdi                | 4/4   | -   | -   | -   | -                  | 12/12               |
| 2. Khunging Wanna Sirivadhanabhakdi             | 4/4   | -   | 1/1 | -   | -                  | 8/12                |
| 3. Mr. Narong Srisa-an                          | 3/4   | -   | -   | -   | 3/4                | 7/12                |
| 4. Mr. Komen Tantiwawatthanaphan <sup>(1)</sup> | 0/4   | -   | -   | -   | -                  | 0/12                |
| 5. Mr. Puchchong Chandhanakij                   | 4/4   | -   | -   | -   | 3/4                | 12/12               |
| 6. Ms. Kanoknart Rangsihienchai                 | 4/4   | -   | -   | -   | 4/4                | 10/12               |
| 7. Mr. Prasit Kovilaikool                       | 4/4   | 5/5 | 1/1 | 1/1 | -                  | -                   |
| 8. Prof. Kanung Luchai                          | 4/4   | 5/5 | -   | 1/1 | -                  | -                   |
| 9. Mr. Manu Leopairote                          | 4/4   | 4/5 | 1/1 | 1/1 | -                  | -                   |
| 10. Mr. Ng Tat Pun                              | 4/4   | 5/5 | -   | -   | -                  | -                   |
| 11. Mr. Michael Lau Hwai Keong                  | 4/4   | -   | -   | -   | -                  | -                   |
| 12. Dr. Sakthip Krairiksh                       | 4/4   | -   | -   | -   | -                  | -                   |
| 13. Prof. Pornchai Matangkasombut               | 3/4   | -   | -   | -   | -                  | -                   |
| 14. Gen. Dr. Choo-Chat Kambhu Na Ayudhya        | 4/4   | -   | -   | -   | -                  | -                   |
| 15. Mr. Vivat Tejapaibul                        | 4/4   | -   | -   | -   | -                  | -                   |
| 16. Mr. Panote Sirivadhanabhakdi                | 4/4   | -   | -   | -   | -                  | -                   |
| 17. Mr. Thapana Sirivadhanabhakdi               | 4/4   | -   | -   | -   | 3/4                | 11/12               |
| 18. Mr. Ueychai Tantha-Obhas                    | 4/4   | -   | -   | -   | 4/4                | 12/12               |
| 19. Mr. Sithichai Chaikriangkrai                | 4/4   | -   | -   | -   | 3/4                | 11/12               |
| 20. Dr. Pisanu Vichiensanth                     | 4/4   | -   | -   | -   | 4/4                | 12/12               |
| 21. Mr. Prapakon Thongtheppairot                | -     | -   | -   | -   | 4/4                | 12/12               |
| 22. Mr. Marut Buranasetkul                      | -     | -   | -   | -   | 2/4                | 11/12               |
| 23. Mr. Jean Lebreton                           | -     | -   | -   | -   | 1/4                | 10/12               |
| 24. Mr. Kosit Suksingha                         | -     | -   | -   | -   | 3/4                | 12/12               |
| 25. Mr. Vichate Tantiwanich                     | -     | -   | -   | -   | 4/4                | 10/12               |
| 26. Ms. Vaewmanee Soponpinij                    | -     | -   | -   | -   | 4/4                | 12/12               |
| 27. Dr. Agapol Na Songkhla                      | -     | -   | -   | -   | 3/4                | 11/12               |

Remarks: (1) Mr. Komen Tantiwawatthanaphan, Vice Chairman and 3<sup>rd</sup> Executive Vice Chairman, did not attend the Board of Directors Meeting and the Executive Committee Meeting due to under wellness recovery.  
(2) Other two management who are members of RMC attending the RMC Meeting in 2015, Mr. Mahin Kraivixien attended all RMC Meeting and Mr. Pramote Hassamontr attended three times of RMC Meeting.

**Principle 2: Board Composition and Guidance****Board of Directors**

As at December 31, 2015, our Board consists of 20 directors, including 8 independent directors representing more than one-third of the total number of the Board members. All directors have long-term experience in business or attained honorary position.

The size and composition of the Board are reviewed from time to time by the NC, which seeks to ensure that the size of the Board is conducive to effective discussion and decision making, and that the Board has an appropriate number of independent directors. The NC also seeks to maintain diversity of expertise, skills, and attributes among the Directors, including relevant core competencies in areas such as accounting and finance, business and management, industry knowledge, strategic planning, and regional business expertise, as well as taking into account broader diversity considerations, such as gender, age, nationality, in making appointments. When a Board position becomes vacant or additional Directors are required, the NC will select and recommend candidates on the basis of their skills, experience, knowledge and diversity. Any potential conflicts of interest are also taken into consideration.

**Independent Director**

All directors exercise due diligence and independent judgment and make decisions objectively in the best interests of the Company. The qualifications of the independent director and the determination of the NC adhere to the requirements of Singapore's CG Code 2012. An independent director under the CG Code 2012 is one who has no relationships with the Company, its related corporations, its 10% shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgment with a view to the best interests of the Company, and such director should be independent both in character and judgment.

In addition, the Board notes Guideline 2.4 of CG Code 2012 which recommends that the independence of any director who has served on the Board beyond nine years, from the date of first appointment, be subject to particularly rigorous review.

In this regard, the Board is of the opinion with the concurrence of the NC that all Independent Directors consist of Prof. Kanung Luchai, Mr. Manu Leopaite, Mr. Ng Tat Pun, Mr. Michael Lau Hwai Keong, Dr. Sakthip Krairiksh, Prof. Pornchai Matangkasombut, and Gen. Dr. Choo-Chat Kambhu Na Ayudhya, totalling seven persons should each continue serving as Independent Directors of the Company, notwithstanding their tenures which exceed 9 consecutive years. The Board has considered and found each of them had actively expressed their independent opinions with regard to the Company's business operations and the recommendations of Management, and continued their ability to discharge their duties with independent business attitude with regard to the best interests of the Company, as well as illustrating their qualifications to be beneficial for the Board as a whole.

**Principle 3: Chairman and CEO**

Our Chairman encourages constructive relations among the Board, Executive Committee and Management. The Chairman approves the agenda to be considered at the Board meetings and the Executive Committee meetings (as he is the Chairman of the Executive Committee). The President and CEO supervises the disclosure of adequate and appropriate information to Management and to the Board for further consideration and actions at the appropriate time.

The Chairman and the President and CEO are each responsible for their roles in overseeing the business operation and administration in accordance with the policy of the Board according to the business plan under the Vision and structure of the organization of the Company.

Mr. Charoen Sirivadhanabhakdi is the Chairman of our Company and the father of Mr. Thapana Sirivadhanabhakdi who is the President and CEO of the Company. In this regard, the Board appointed Mr. Prasit Kovilaiikool as the Lead Independent Director. The Lead Independent Director acts as the principal liaison between the Independent Directors and the Chairman on sensitive issues, and also addresses shareholder concerns which could not have been resolved through the normal channels of the Chairman or the President and CEO, or for which such contact is inappropriate.



In the year 2015, the Lead Independent Director, Mr. Prasit Kovilaikool, requested to hold one meeting for Independent Directors to meet in May 2015. The Independent Directors have observed and exchanged contributive suggestions for the further improvement of the Company's business operation efficiency.

#### **Principle 4: Board Membership**

In order to ensure a transparent process for the appointment and re-appointment of the directors to the Board, the NC establishes and reviews the profile required of Board members and makes recommendations to the Board on the appointment, re-appointment and retirement of Directors. The NC also reviews all nominations for appointment of President and CEO, Executive Vice President, and Senior Vice President, and submits its recommendations for approval by the Board. The NC takes into account an appropriate mix of core competencies for the Board and Executives to fulfil its roles and responsibilities.

Directors must ensure that they are able to give sufficient time and attention to the affairs of ThaiBev and, as part of its review process, the NC decides whether or not a Director is able to do so and whether he/she has been adequately carrying out his/her duties as a Director of ThaiBev. Currently, the Company has not yet determined the maximum number of listed company board representations which a director may hold. The Company believes that each director has carefully considered that he/she will be able to devote sufficient time to manage the business of ThaiBev.

A Director must retire from office as per the provision of the AOA of ThaiBev. The following is a summary of the composition, appointment, removal or retirement from our Board of Directors set forth in the AOA of the Company:

1. The Board of Directors of the Company shall consist of at least five persons. Not less than one-half of the total number of directors shall reside within the Kingdom of Thailand. The directors of the Company shall have the qualifications as prescribed by the laws on public limited companies and securities and exchange.
2. The directors shall be elected by majority votes at the shareholders' meeting in accordance with the criteria and procedures as follows:
  - (1) Each shareholder shall have one vote for one share.
  - (2) A shareholder who wishes to exercise the right of election may use all the votes he/she has under (1) to elect one or several persons as director or directors; however, he or she may not split unequally between any persons in any number.
  - (3) The persons who receive the most votes shall be elected as directors, in the number of directors required or to be elected on the relevant occasion. In the event that votes of two or more nominees are equal in number, causing the number of directors required or to be elected on such relevant occasion to be exceeded, the chairman of the meeting shall have a casting vote.
3. At every annual ordinary shareholders' meeting, one-third of the directors, or, if the number of directors is not a multiple of three, then the number nearest to one-third shall retire from office.

The directors to retire during the first and second years following the registration of the Company shall be drawn by lots. In subsequent years, the directors who have remained in office for the longest time shall retire. A retiring director may be eligible for re-election.
4. Any director wishing to resign from office shall submit his/her resignation letter to the Company. Such resignation shall become effective on the date of receipt of the said letter of the Company.
5. The shareholders' meeting may pass a resolution to remove any director from office prior to rotation, by a vote of not less than three-fourth of the number of the shareholders attending the meeting and having the right to vote, whose shares represent a total of not less than one half of the number of shares held by the shareholders attending the meeting and having the right to vote.

In performing their roles, our NC adheres to the laws applicable to our Company and the Listing Manual. The NC also adopted a charter and proposed it to the Board for approval.

### **Principle 5: Board Performance**

In conducting the business of the Company, the Board performs its duties in good faith and due care according to the laws, shareholders' resolutions and to preserve the interests of the Company. Our Board will do the self-assessment of its performances and responsibilities.

Annually, the NC undertakes a process to assess the effectiveness of the Board and the Board committees. They include directors' attendance, participation and contribution during the meetings. Due consideration is also given to the factors set out in the Guidelines to Principle 5 of the CG Code 2012.

To encourage and support conducting the self-assessment of the Board and the Board committees, the NC has prepared a self-assessment form for the Board and the Board committees which includes the effectiveness of the Board structure and qualifications, the Board meetings, the duties and responsibilities of the Board, the relationship between the Board and management team, and the directors' self-development and training, including comments or recommendations. The NC is responsible for reviewing the self-assessment of the Board and the Board committees and report on overview of the assessment to the Board accordingly.

### **Principle 6: Access to Information**

We are committed to providing our Board members with adequate, complete, continuous and timely information before the Board meetings and an on-going basis so as to enable them to make informed decisions to discharge their duties and responsibilities.

The Board members have separate and independent access to the Company Secretary. The Company Secretary, in consultation and cooperation with the Office of Legal Affairs including the compliance advisor as the case may be, is responsible for advising the Board on private and public limited company laws including securities laws and relevant regulatory matters. In this respect, we set up a Compliance Unit, having a Compliance Manager responsible for this Unit under supervision of the Office of Corporate Secretariat and also supports the Company Secretary. This is to ensure compliance with the legal and regulatory requirements. The Board approves the appointment and the removal of the Company Secretary. In 2015, the Company Secretary attended all Board and Executive Committee meetings.

The Office of Corporate Secretariat plans a year in advance, a calendar of activities for the Board. For preparation of the meeting, the Office of Corporate Secretariat will deliver the Board papers, financial statements including management reports, agenda items and related materials, background or explanatory information relating to be brought are also dispatched beforehand on a timely basis to Directors, so that Directors have sufficient lead-time to peruse, review and consider the items tabled, and in order for discussions at Board and Board Committee meetings to be even more meaningful and productive. Senior Management is invited to attend the Board of Directors Meetings and other Board committee meetings in order to provide input and insight into matters being discussed, and to respond to any queries that the Directors may have. The Board members have separate and independent access to management to ensure that Board procedures are followed.

Where it is necessary for the efficacious discharge of their duties, the Directors and Board Committees, either individually or as a group, may seek and obtain independent professional advice at the Company's expense.

## B. Remuneration Matters

### Principle 7: Procedure for Developing Remuneration Policies

The main responsibility of the RC is to assist the Board in establishing a formal and transparent process for developing policies on executive remuneration and development. The RC will also review the terms of compensation and employment for executive directors and key management personnel (such as the President and CEO, and top executives) at the time of their respective employment or renewal (where applicable) including considering the Company's obligations in the event of termination of services.

The RC is authorized by the Board to determine the remuneration of directors and/or executives in consultation with the Chairman, who is authorized by the Board to allocate the remuneration as deemed appropriate, to propose for the approval of the shareholders' meetings. The RC has considered and reviewed the appropriate and reasonable amount of remuneration to be paid to each director and the top executives and proposed the recommendation of the said remuneration to the entire board for endorsement. All aspects of remuneration are considered by the RC, including director's fees, salaries, allowances, bonuses, and benefits-in-kind.

If a member of the RC has an interest in a matter under deliberation, he will abstain from participating in the review and approval process for that matter.

The RC may from time to time, and where necessary or required, consider engaging external consultants to assist in framing the remuneration policy and determining the level and mix of remuneration for Directors and Management.

### Principle 8: Level and Mix of Remuneration

The determination of level and band of remuneration of the Directors, Executive Directors, and top executives of the Company were based on corporate performance, duties, responsibilities and individual performance, having regard to due compliance with applicable laws and the recommendations of the CG Code 2012.

In this regard, the Company entered into a long-term employment agreement with Dr. Pisanu Vichiensanth, who is the director and the Managing Director of Beer Thai (1991) Public Company Limited and Managing Director of Cosmos Brewery (Thailand) Co., Ltd., and a Senior Master Brewer.

With the exception of the aforementioned, there are currently no long-term incentive schemes for Directors, Executive Directors, and key management personnel, or employee share schemes.

### Principle 9: Disclosure of Remuneration

#### 9.1 Remuneration of Directors

Details of remuneration of the directors (including those who are in an executive capacity) of the Company in the accounting year ended December 31, 2015 (assuming a foreign exchange rate of SGD 1 = Baht 25), together with a percentage breakdown into the following categories (1) directors' fees; (2) salaries; (3) bonuses as well as funds paid based on the operating results of the Company; (4) other benefits; and (5) compensation in the form of shares and long-term benefits, are set out in the tables below.

In respect of the directors who are in an executive capacity, the Company, having duly considered the highly competitive human resource environment of the industry and the confidential nature of staff remuneration matters, is of the view that full disclosure of their remuneration may be prejudicial to the interests of the Company and may hamper the Company's efforts to retain and nurture its talent pool. In the alternative, the Company has disclosed their remuneration in bands of SGD 250,000 or equivalent (as described below).

#### Remuneration bands:

- "A" refers to remuneration below SGD 250,000 or equivalent
- "B" refers to remuneration between SGD 250,000 and SGD 499,999 or equivalent
- "C" refers to remuneration between SGD 500,000 and SGD 749,999 or equivalent
- "D" refers to remuneration between SGD 750,000 and SGD 999,999 or equivalent
- "E" refers to remuneration between SGD 1,000,000 and SGD 1,249,999 or equivalent
- "F" refers to remuneration between SGD 1,250,000 and SGD 1,500,000 or equivalent

| Name of Directors<br>(executive capacity) | Remuneration<br>on band | Type of Remuneration      |                 |  |                          |  |
|---|-------------------------|---------------------------|-----------------|--|--------------------------|--|
|   |                         | Directors'<br>fees<br>(%) | Salaries<br>(%) | Bonuses<br>as well as<br>funds paid<br>based on the<br>operating<br>results of<br>the Company<br>(%) | Other<br>benefits<br>(%) | Compensation<br>in a form of<br>shares and<br>long-term<br>benefits<br>(%) |
| 1. Mr. Charoen Sirivadhanabhakdi          | D                       | ***                       | 80              | 20   | -                        | -  |
| 2. Khunying Wanna Sirivadhanabhakdi       | B                       | ***                       | 80              | 20   | -                        | -  |
| 3. Mr. Narong Srisa-an                    | F                       | ***                       | 48              | 52   | -                        | -  |
| 4. Mr. Komen Tantiwattthanaphan           | B                       | ***                       | 80              | 20   | -                        | -  |
| 5. Mr. Puchchong Chandhanakij             | B                       | ***                       | 74              | 26   | -                        | -  |
| 6. Ms. Kanoknart Rangsithienchai          | C                       | ***                       | 47              | 53   | -                        | -  |
| 7. Mr. Thapana Sirivadhanabhakdi          | F                       | ***                       | 53              | 47   | -                        | -  |
| 8. Mr. Ueychai Tantha-Obhas               | E                       | ***                       | 53              | 47   | -                        | -  |
| 9. Mr. Sithichai Chaikriangkrai           | D                       | ***                       | 51              | 49   | -                        | -  |
| 10. Dr. Pisanu Vichiensanth               | D                       | ***                       | 53              | 47   | -                        | -  |

\*\*\* In this regard, pursuant to the resolutions of the Board of Directors' Meeting No. 2/2004 held on May 21, 2004, Directors and/or Executive Committee Directors of ThaiBev and/or its subsidiaries who receive a monthly salary from the Company and/or any subsidiaries will not receive any directors' fees.

| Name of Directors<br>(non-executive capacity) | Total<br>Remuneration<br>(SGD) | Type of Remuneration      |                 |  |                          |  |
|---|--------------------------------|---------------------------|-----------------|--|--------------------------|--|
|   |                                | Directors'<br>fees<br>(%) | Salaries<br>(%) | Bonuses<br>as well as<br>funds paid<br>based on the<br>operating<br>results of<br>the Company<br>(%) | Other<br>benefits<br>(%) | Compensation<br>in a form of<br>shares and<br>long-term<br>benefits<br>(%) |
| 11. Mr. Prasit Kovilaiikool                   | 264,000                        | 54                        | -               | 46   | -                        | -  |
| 12. Prof. Kanung Luchai                       | 132,000                        | 54                        | -               | 46   | -                        | -  |
| 13. Mr. Manu Leopairote                       | 158,400                        | 54                        | -               | 46   | -                        | -  |
| 14. Mr. Ng Tat Pun                            | 105,000                        | 54                        | -               | 46   | -                        | -  |
| 15. Mr. Michael Lau Hwai Keong                | 61,000                         | 54                        | -               | 46   | -                        | -  |
| 16. Dr. Sakthip Krairiksh                     | 61,000                         | 54                        | -               | 46   | -                        | -  |
| 17. Prof. Pornchai Matangkasombut             | 61,000                         | 54                        | -               | 46   | -                        | -  |
| 18. Gen. Dr. Choo-Chat Kambhu Na Ayudhya      | 61,000                         | 54                        | -               | 46   | -                        | -  |
| 19. Mr. Vivat Tejapaibul                      | 61,000                         | 54                        | -               | 46   | -                        | -  |
| 20. Mr. Panote Sirivadhanabhakdi              | 61,000                         | 54                        | -               | 46   | -                        | -  |

## 9.2 Remuneration of Top Executives

Details of remuneration of the top seven executives (excluding persons who are directors or the CEO) of the Company in the accounting year ended December 31, 2015 (assuming a foreign exchange rate of SGD 1 = Baht 25), together with a percentage breakdown into the following categories: (1) salaries, (2) bonuses as well as funds paid based on the operating results of the Company, (3) other benefits, and (4) compensation in the form of shares and long-term benefits, are set out in the table below. Total remuneration has been disclosed in bands of SGD 250,000 or equivalent (as described above).

| Names of Top Executives         | Remuneration on band | Types of Remuneration |   |                  |   |
|---------------------------------|----------------------|-----------------------|---|------------------|---|
|                                 |                      | Salaries %            | Bonuses as well as funds paid based on the operating results of the Company % | Other benefits % | Compensation in a form of shares and long-term benefits % |
| 1. Mr. Prapakon Thongtheppairot | A                    | 73                    | 27  | -                | -   |
| 2. Mr. Marut Buranasetkul       | B                    | 62                    | 38  | -                | -   |
| 3. Mr. Jean Lebreton            | C                    | 58                    | 42  | -                | -   |
| 4. Mr. Kosit Suksingha          | B                    | 75                    | 25  | -                | -   |
| 5. Mr. Vichate Tantiwanich      | B                    | 67                    | 33  | -                | -   |
| 6. Ms. Vaewmanee Soponpinij     | B                    | 64                    | 36  | -                | -   |
| 7. Dr. Agapol Na Songkhla       | B                    | 75                    | 25  | -                | -   |

The aggregate amount of the total remuneration paid to the top seven executives (excluding persons who are directors or the CEO) for the accounting year ended December 31, 2015 is SGD 2,741,000.

During the financial year ended December 31, 2015, the Company did not compensate any termination, retirement and post-employment benefits to the directors, the CEO, and the top executives (who are not the directors and the top executives or the CEO).

Save for Mr. Thapana Sirivadhanabhakdi and Mr. Panote Sirivadhanabhakdi, who are the sons of our directors, Mr. Charoen Sirivadhanabhakdi and Khunying Wanna Sirivadhanabhakdi, and directors themselves, the following employees of ThaiBev and/or its subsidiaries who are immediate family of directors or CEO and whose remuneration exceeds SGD 50,000 for financial year ended December 31, 2015:

| Name of employee  | Position   | Remuneration Band (SGD) |
|---|--|-------------------------|
| 1. Dr. Karndee Leopairote, daughter of Mr. Manu Leopairote, Independent Director and Audit Committee Member   | Managing Director<br>C A C Co., Ltd. (subsidiary of ThaiBev)                               | 150,000 – 200,000       |
| 2. Ms. Nitaya Chaiakriangkrai, sister of Mr. Sithichai Chaiakriangkrai, Director and Executive Vice President | Manager of Accounting Office<br>Thai Beverage Recycle Co., Ltd.<br>(subsidiary of ThaiBev) | 50,000 – 100,000        |

In this regard, the remuneration of Mr. Charoen Sirivadhanabhakdi, Khunying Wanna Sirivadhanabhakdi, Mr. Thapana Sirivadhanabhakdi, and Mr. Panote Sirivadhanabhakdi has been disclosed in our 2015 Annual Report.

## C. Accountability and Audit

### Principle 10: Accountability

The Board is responsible for providing a balanced and understandable assessment of the performance, position and prospects of the ThaiBev Group of Companies, including through quarterly and annual financial reports. The financial statements for the first three quarters are released to shareholders within 45 days of the end of each quarter, and the annual results are released within 60 days of the end of each financial year, in each case primarily via SGXNET in line with the Listing Manual. Material price sensitive information is also disseminated to shareholders via SGXNET in compliance with the Listing Manual, as well as through press releases, the Company's website, and information briefings. In addition to such disclosures, our top executives also participate in quarterly results briefings and telephone conferences from time to time, with a view to providing a timely update and clarification to our investors.

### Principle 11: Risk Management and Internal Controls

#### Risk Management

The Board of Directors accepts overall responsibility for the governance of risk. The RMC, consisting of the directors and the top executives of each business unit, was appointed by the Board to assist the Board in discharging its responsibility in this regard to ensure that the ThaiBev Group of Companies has implemented an effective risk management framework. The RMC focuses on the identification and management of all material business risks, including but not limited to strategic, financial, operational, reputational, environmental, information technology, and compliance risks that may prevent the business from achieving its objectives.

In connection with its responsibilities, the RMC determined the Company's risk management policy, levels of acceptable risk and proposed them to the Board for approval, as well as determined the risk management framework. The RMC's further roles are to oversee Management who is responsible for managing risks in accordance with the approved policy and framework, designing, implementing and monitoring the risk management measures.

The RMC meets every quarter, or as often as the RMC members deem necessary, in order to fulfill the RMC's duties and responsibilities. In 2015, the RMC meetings were held four times. After each meeting, the RMC is required to quarterly report the progress and status of significant risk management to the Board. This enables the Board to provide advice necessary to strengthen the efficiency and effectiveness of risk management.

The Company's risk management processes can be summarized as follows:

- Stipulate the Company policy and framework on risk management and communicate them to the Company executives and employees by emphasizing on the importance of risk management and the practical implementation of such policy to ensure the achievement of the Company objectives.
- Identify material corporate risks, set risk assessment criteria and risk appetite to manage high level risks.
- Conduct risk assessment according to risk assessment criteria.
- Set risk treatment procedures for risks that exceed the Company risk assessment criteria and levels of acceptable risk.
- Monitor and review major risks and risk treatment procedures to ensure that risks are appropriately managed.

#### Internal Controls

The Board recognizes its responsibility to ensure a sound system of risk management and internal controls to safeguard the shareholders' investments and the Company's assets. In this regard, the Board established an Executive Committee, each member of which oversees different departments and business units to ensure the adequacy and effectiveness of financial, operational, compliance and information technology controls, including systematic risk management through

determining structure, strategy and risk owner, controlling and monitoring the results of risk management and reporting to the RMC.

In support of compliance with applicable laws and regulations, the Board also assigned the Office of Corporate Secretariat to oversee compliance with the private and public limited laws (including securities laws) which are applicable to the Company.

In addition to the relevant laws and regulations, the Board sets the tone on acceptable Business Ethics and has instructed that all directors, executives and employees comply with the same. As part of the Business Ethics, the Board instituted a policy for proper handling of information in order to prevent mishandling of information either for personal benefit or the benefit of other persons. It is the responsibility of the directors, executives and employees of the Company to prevent any access by unauthorized persons to, and/or disclosure of, non-public information that may affect the market price or value of the Company's shares and other financial instruments issued by the Company, before it has been received by the SGX, or before the information has been made public through SGXNET.

In addition, the Board of Directors has a policy for the Company, directors and executives on dealing in the Company's securities. The Company, directors and executives of the Company are prohibited from dealing in the Company's securities from the date commencing two weeks before the announcement of the Company financial statements for each of the first three quarters of the Company's financial year and one month before the announcement of the Company's full year financial statements, and from trading at any time on short-term considerations. Under the AOA of the Company and applicable law, the directors must also notify the Company and the SGX of the particulars of his/her shareholding interest in the Company at the time of his/her appointment and, for so long as he/she remains as a director, of any interest in, and all changes to, his/her shareholding in the Company within 2 business days of any such change. The Company Secretary immediately announces such notice through SGXNET and within 7 days provides a copy of the notice received to all other directors.

The AC, with the assistance of the internal and the external auditors, reviews and reports to the Board at least annually on the adequacy and effectiveness of the Company's internal controls, including financial, operational, compliance and information technology controls, all of which have been established and maintained by the management in order to ensure the Company's operational achievement towards its goals and objectives, ensure compliance with the applicable laws and regulations and safeguard its significant assets from misconduct or loss. The AC also oversees the accuracy and reliability of financial information and reporting.

In assessing the adequacy and effectiveness of the Company's internal controls, the AC has considered the results of audits by the internal and external auditors in conjunction with the evaluation result based on the "Assessment Form of Adequacy of Internal Control System" which was designed in accordance with the COSO (The Committee of Sponsoring Organizations of the Treadway Commission) Internal Control Framework which was recommended by the Securities and Exchange Commission of Thailand (SEC) for the Stock Exchange of Thailand's listed companies to use as a guideline to perform self-evaluation or review on the adequacy of their own internal controls. Based on the aforesaid considerations, the AC is of the opinion that in 2015, the Company had in place adequate and effective internal controls including financial, operational, compliance and information technology controls.

Additionally, the Board, with the assistance of the RMC and the AC, annually reviews the adequacy and effectiveness of the Company's risk management and overall internal controls systems. Based on the internal controls and the risk management processes established and maintained by the Company, the independent audits performed by the internal and external auditors, and the assurance from the President and CEO and the Chief Financial Officer that the financial records have been properly maintained and the consolidated financial statements of the ThaiBev Group of Companies for the financial year ended December 31, 2015 ("FY2015") give a true and fair view of the operations and finances of the Company and the ThaiBev Group of Companies, and that the ThaiBev Group of Companies has in place adequate and effective internal controls and risk management systems which consider relevant and material to the current ThaiBev Group of Companies' business and

operations, the Board, with the concurrence of the AC, is of the opinion that throughout FY2015 the ThaiBev Group of Companies had in place adequate and effective internal controls addressing financial, operational, compliance and information technology risks and risk management systems which consider relevant and material to the current ThaiBev Group of Companies' business operations.

The system of internal controls and risk management which was in place throughout FY2015 provides reasonable, but not absolute, assurance that the Company or the ThaiBev Group of Companies will not be adversely affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. In this regard, the Board also notes that no system of internal controls and risk management can provide absolute assurance against the occurrence of material errors, poor judgment on decision making, human error, losses, fraud or other irregularities.

### **Principle 12: Audit Committee**

The AC, appointed by the Board, comprised four independent directors: three Thais and one Singaporean. For the names of the AC Chairman and members, please refer to Principle 1: The Board's Conduct of Affairs. The AC responsibilities are clearly set forth in the Audit Committee Charter, for instance, reviewing the financial statements preparation process and information disclosures of the Company and its subsidiaries to ensure accuracy and reliability, overseeing the adequacy and effectiveness of the internal controls and the internal audits of the Company and its subsidiaries, reviewing the Company and its subsidiaries compliance with business related laws, reviewing interested persons transactions to prevent any occurrence of conflicts of interest, and considering and selecting the auditors of the Company and its subsidiaries. The AC is duly authorized to investigate any matter within its Charter; has full access to and co-operation from Management and full discretion to invite any Director or executive officer to attend its meetings, and has adequate resources to enable it to discharge its functions properly.

In carrying out the duty on the selection of the external auditors of the Company and its subsidiaries, the AC considers their competency, professional proficiency, recognized past performance and independence without having relationship or interest with the Company or its subsidiaries, including non-audit services that would affect the independence of the auditors to provide audit services before proposing its opinions on the appointment of the external auditors of the Company and its subsidiaries and their remuneration to the Board of Directors in order to propose to the Shareholders' Meeting for approval. At the 2015 Annual General Meeting of Shareholders held on April 22, 2015, the Shareholders appointed Mr. Nirand Lilamethwat (Certified Public Accountant No. 2316) or Ms. Nittaya Chetchotiros (Certified Public Accountant No. 4439) or Mrs. Wilai Buranakittisophon (Certified Public Accountant No. 3920) or Mr. Ekkasit Chuthamsatid (Certified Public Accountant No. 4195) of KPMG Phoomchai Audit Ltd. to be in charge of the audit of the Company's financial statements for the year ended December 31, 2015. This appointment is also in compliance with Rules 712 and 713(1) of the Listing Manual.

ThaiBev and its subsidiaries have appointed KPMG Phoomchai Audit Ltd. ("**KPMG Thailand**") and companies in the group of KPMG Thailand in various countries to provide audit services. The Company's significant subsidiaries, International Beverage Holdings Limited and InterBev Investment Limited, have appointed KPMG China to be their auditor. Although, in 2015, four overseas subsidiaries, namely, International Beverage Holdings Limited, USA Inc.; Best Spirits Co., Ltd.; InterBev Malaysia Sdn Bhd.; and InterBev (Cambodia) Co., Ltd. appointed different auditors from the Company, the AC and Board of Directors have considered and been satisfied that these different auditors are themselves suitable auditing firms for the respective subsidiaries and such appointments would not compromise the standard and effectiveness of the audit of the Company, in compliance with Rule 715 and 716 of the Listing Manual. The Company's significant associated companies, Fraser and Neave, Limited and Frasers Centrepoint Limited, both of which are listed on the SGX, have appointed Ernst & Young LLP to be their auditor.



According to the financial statements for the year ended December 31, 2015, ThaiBev Group of Companies consisting of ThaiBev and all subsidiaries paid fees for audit services provided by KPMG Thailand and other auditors at the amount of approximately Baht 59.41 million and Baht 8.8 million, respectively. In addition, fees for non-audit services which were paid to the KPMG Thailand and other auditors amounted to approximately Baht 5.43 million, and Baht 0.48 million, respectively.

In performing the duties on the review of financial information reporting, the internal control and internal audit systems, compliance with business related laws and connected transactions or transactions may give rise to conflicts of interest, the AC will meet on a quarterly basis or when deemed necessary by the AC, with the auditors, the personnel of the Office of Internal Audit and Management according to the relevant topics. In 2015, apart from the ordinary meetings, the AC held a meeting with the internal and the external auditors, without the presence of Management.

The Company's external auditor KPMG Thailand regularly briefs AC members at AC meetings on relevant changes to accounting standards and issues which have a direct impact on the Company's financial statements.

Though the Company has not yet instituted a formal whistle blowing policy, there are certain channels which enable employees to lodge complaints to the Management.

### **Principle 13: Internal Audit**

The Company established the Office of Internal Audit ("ThaiBev IA") as an independent unit to assist the Board of Directors through the AC by assessing and improving effectiveness of risk management, internal controls and governance processes. In this regard, the AC shall approve the appointment, demotion, transfer and dismissal of the Vice President of ThaiBev IA, including evaluate his/her performance. The compensation of the Vice President of the Office of Internal Audit is determined based on his/her competency and experience and in line with the Company's compensation policies with endorsement by the AC and approval by the President and CEO and the Chairman of the Board of Directors, respectively. In addition, the Vice President of ThaiBev IA shall be appointed by the AC as the Secretary to

the AC. ThaiBev IA reports directly to the AC and administratively to the President and CEO. With this organizational structure and reporting relationships, it enables ThaiBev IA to objectively and independently discharge the duties and responsibilities specified in its Internal Audit Charter approved by the AC. ThaiBev IA is authorized unrestricted access to all the Company's documents, records, properties and personnel pertinent to carrying out its duties, including access to the AC. ThaiBev IA is a corporate member of the Institute of Internal Auditors of Thailand (IIAT), guided by the Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors, and has incorporated these Standards into its audit practices. ThaiBev IA adopts a risk-based audit methodology to develop its audit plans to ensure that audit activities are aligned with key risks of ThaiBev Group of Companies. Based on risk assessments performed, greater focus and appropriate review intervals are set for high risk activities and material internal controls, including compliance with the Company's policies, procedures and regulatory responsibilities.

During the year, ThaiBev IA conducted its audits as detailed in the internal audit plan submitted to and approved by the AC. Findings and internal auditors' recommendations on areas of improvement were reported for management's implementation. Each quarter, ThaiBev IA submitted to the AC a report on the status of the audit plan and on audit findings and actions taken by Management. Key findings were highlighted at the AC meetings for discussion and follow-up action. The AC monitors the timely and proper implementation of required corrective, preventive or improvement measures undertaken by Management.

To ensure that the internal audits are effectively performed, ThaiBev IA recruits and employs suitably qualified staff with the requisite skills and experience. Such staff are also given relevant training and development opportunities to update their technical knowledge and auditing skills. In addition, they are promoted and supported the improvement of their expertise so as to become qualified as certified internal auditors or to attain other related professional certifications. The AC shall annually evaluate the performance of ThaiBev IA to ensure that ThaiBev IA has adequate resources and appropriate standing within the Company to perform its function effectively.

## D. Shareholders Rights and Responsibilities

### Principle 14: Shareholder Rights

The Company acknowledges and gives importance to the rights of the shareholders, who are the owners of the Company. The Company has ensured equal and fair treatment towards every shareholder through its accurate, transparent and timely disclosure of information via SGXNET. The Company pays great attention to the sufficiency of information disclosure so that the shareholders are able to make a well-informed decision at the shareholders' meeting, including casting their votes and expressing their opinions on significant changes and the election of Directors, based on information which is accurate, complete, transparent, and equally shared.

### Principle 15: Communication with Shareholders

Communication with shareholders is done not only through announcements via SGXNET but also through our Investor Relations Unit (currently is under supervision of the Office of Corporate Communication) who works closely with our top executives to ensure active communication with shareholders through announcements made via SGXNET in a timely manner. The unit arranges quarterly briefings following the disclosure of interim and full year results, so that investors may query Management about financial, marketing or strategic issues. In the interim, the Investor Relations Unit also regularly meets with investors to communicate the policies and strategies of the Company so that investors have a good understanding of the Company operation. The Investor Relations Unit also provides timely detailed information via the corporate website. The unit also reports to Management in relation to investors' comments and concerns. Contact information for the Investor Relations Unit is set out in section on Investor Information of this annual report and is also available in the investor relations section of our corporate website <http://www.thaibev.com/ir.html>.

### Principle 16: Conduct of Shareholder Meetings

Shareholders' meetings are held in accordance with the agenda mentioned in the relevant invitation to the shareholders' meeting. The Company sends a complete invitation to shareholders' meeting, including attachments, with sufficient information relevant to the meeting to the shareholders.

Moreover, the Company posts all information which is relevant to the meeting on SGXNET so that the shareholders will have sufficient time to carefully study this information. In addition, at least fourteen days prior to the date of the meeting, notice of a shareholders' meeting will be given by advertisement in a daily press in Singapore (for one day), and by the advertisement in the daily press in Thailand (for at least three consecutive days) in order to allow shareholders sufficient time to prepare for attending the shareholders' meeting as required by the related laws and regulations and the Listing Manual.

The Chairman of the Board, the Chairman of the Audit, Remuneration, and Nomination Committees, and Directors who are part of the management team are usually present and are available to address shareholders' queries at these meetings. Our external auditors from KPMG Thailand are also present to address shareholders' queries about the conduct of audit and the preparation and content of the auditor's report. Before the commencement of each meeting, the Chairman will give instructions on the voting and the counting methods as clearly prescribed. During the meeting, the Chairman allows the shareholders, equally, to make inquiries and express their opinions as well as to make recommendations.

In the 2015 Annual General Meeting of the Shareholders held on April 22, 2015, the Company invited the representatives from the Office of Internal Audit, the Office of Legal Affairs, and the Compliance Unit to be the vote-counting committee members and invited one representative of shareholders to witness the vote-counting and one representative from KPMG Thailand to be a scrutineer, in compliance with Rule 730A (3) and (4) of the Listing Manual.

The Chairman of the Meeting also answers questions and provides complete information as requested by the shareholders. After the meeting and before the commencement of the pre-opening session on the market day following the general meeting, the Company will immediately announce the resolutions of the shareholders' meeting on SGXNET. The Minutes of the shareholders' meeting must be accurately and completely recorded in a timely manner as required by law. Minutes of the shareholders' meeting are also available to shareholders for their inspection upon their request.

The Company encourages the shareholders to use ballots for voting on each agenda item. The ballots shall be kept in the meeting room for vote counting prior to the announcement of the voting results of the shareholders. For the purpose of transparency, the Company makes an announcement of the detailed results showing the number of votes cast for, against, and abstain from voting on each resolution and the respective percentages as well as keeps all ballots (bearing signatures of the shareholders or their proxy) for future reference.

For listing rules of the Listing Manual of SGX regarding the requirement of holding of general meetings in Singapore, namely, Rule 730A and Practice Note 7.5. Rule 730A(1) and Practice Note 7.5 require (unless exempted by the SGX) an issuer with a primary listing on the SGX to hold its general meetings in Singapore unless there are legal constraints preventing it from doing so, and such issuer should provide alternative modes of engagement such as webcast and information meetings so that public shareholders have access to the board and senior management.

In this connection, as announced on February 20, 2014, ThaiBev consulted with SGX on this matter, and the SGX advised that Rule 730A(1) of the Listing Manual is not applicable to ThaiBev. Consequently, ThaiBev will continue to hold its general meeting in Thailand but not Singapore. For the purpose of paragraph 2.4 of Practice Note 7.5, SGX advised that it has no objection to ThaiBev not providing video conference and webcast facility to enable Singapore-based shareholders to follow the proceedings during its shareholder meetings.

We would like to provide the key reasons to hold general meetings in Thailand as follows:

- Pursuant to Thai law, in respect of persons whose accounts with The Central Depository (Pte) Limited (“CDP”) have been credited with ThaiBev shares, CDP is the only holder on record of such shares and therefore the only recognised shareholder of ThaiBev to attend and to vote at ThaiBev’s general meetings. Depositors in Singapore whose shares are held through CDP (the “Depositors”) are not permitted by Thai law to attend and to vote in person at ThaiBev’s general meetings, even if such shareholder meetings are held in Singapore.
- ThaiBev has also been advised by our legal advisor that the Public Limited Companies Act (the “PLCA”) and the AOA of the Company do not address the issue of whether non-shareholders are permitted to watch a shareholders’ meeting from a place outside the meeting room. In addition, the power of the chairman of a general meeting of a Thai company to grant non-shareholders permission to watch a shareholders’ meeting from a place outside the meeting room is also limited by the PLCA and the AOA of the Company.

Notwithstanding the legal restrictions described above, in 2015, the Company held an annual information meeting on May 22, 2015 in order to provide a forum for interaction between ThaiBev and Depositors in Singapore. The Investor Relations Unit of the Company plans to hold an annual information meeting in Singapore soon after its annual general meeting is held in Thailand, to enable as even a level of access to information as possible at the time of such meeting. Attendees will be given the opportunity to share their views and to ask our Directors and top executives relevant questions relating to the Company and its business, operations and performance.

It should also be noted that to be in line with our current practice, Depositors (and Depository Agents) with shares standing to the credit of their securities accounts with CDP, may direct CDP to exercise the voting rights in respect of the number of shares credited to their CDP securities accounts by completing the Voting Instruction Form(s). The Voting Instruction Form(s) will be dispatched to them by CDP and they may return complete forms to CDP on the specific date. The said Voting Instruction Form(s) will set out the resolutions to be considered at the shareholders meeting same as appeared in the invitation to the shareholders meeting. In consequence, it indicates that the shareholders who are the said Depositors could fully exercise their rights.

# Audit Committee Report

To Shareholders of Thai Beverage Public Company Limited

As appointed by the Board of Directors, the Audit Committee comprises four independent directors, led by Mr. Prasit Kovilaikool as Chairman, and three Committee Members, namely, Prof. Kanung Luchai, Mr. Manu Leopairrote, and Mr. Ng Tat Pun, who are competent and qualified to independently discharge their duties assigned by the Board of Directors and specified in the Audit Committee Charter. The duties include the review of financial reporting, interested person transactions and internal controls, the oversight of the internal audit function, compliance with applicable laws and regulations, and nomination of the external auditor, as well as its fees.

For the fiscal year 2015, the Audit Committee held five meetings which the attendance of each committee member is presented in the Corporate Government Report in Annual Report. The performance of the Audit Committee in its essence can be summarized as follows:

**1. Review of Financial Reporting:** The Audit Committee reviewed essential information of the Company's 2015 quarterly and annual financial statements and consolidated financial statements, which were prepared in accordance with Thai Financial Reporting Standards (TFRS) in conformance with International Financial Reporting Standards (IFRS), jointly with the external auditors, senior management and Vice President of the Office of Internal Audit. The review results concluded that the Company had prepared its financial reporting comprehensively and credibly in conformance with legal requirements and financial reporting standards, and with adequate information disclosure. These aforementioned financial statements were reviewed and audited by the external auditors with unqualified review and opinion given.

In addition, the Audit Committee held a meeting with the external auditors and the internal auditors without the presence of the management to freely discuss the scope of audits, material data for preparation of the financial statements and information disclosure, and major obstacles encountered during the audits, which were reported that they had no material observation, difficulty, limitation including significant disagreements with the Management.

**2. Review of Interested Person Transactions:** The Audit Committee reviewed interested person transactions that the Company entered into with interested persons and transactions that may lead to conflict of interests. The review result noted the Company's compliance with the Company Shareholders' Mandate for the interested person transactions. The interested person transactions were undertaken on an arm's length basis, reasonable, on normal commercial terms and for the best interest of the Company with appropriate approval procedures, including disclosed information sufficiently, accurately and completely.

**3. Review of Internal Control System:** The Audit Committee quarterly reviewed the internal control system based on the audit results reported by the Office of Internal Audit and annually assessed the internal controls by using the assessment form of adequacy and effectiveness of internal control system guided by the internal control framework of the Committee of Sponsoring Organizations of the Treadway Commission (COSO). The results indicated that the internal controls were adequate, effective and appropriate to the Company's business operations, corresponding to the views of the external auditors in similar assessment on the Company's internal controls relating to the financial reporting preparation that no material findings or deficiencies were found.

**4. Supervision of Internal Audit:** The Audit Committee oversees the Company's internal audits including approval of annual audit plan, evaluation of internal audit performance, oversight of the Office of Internal Audit to independently perform the duties by having it report directly to the Audit Committee and provision of advice on its performance to be in accordance with the International Standards for the Professional Practice of Internal Auditing (the "Standards") and the approved audit plan. The Audit Committee found that the internal audits had achieved the established goals and plans.

In addition, the Audit Committee had reviewed and approved the revision of the Charter of the Office of Internal Audit to be appropriate in accordance with the Standards and applicable regulations, including considered and endorsed the revision of the Charter of the Audit Committee before submission to the Board of Directors for approval.

**5. Review of Compliance with Applicable Laws and Regulations:** The Audit Committee reviewed and supervised the Company's operations in strict compliance with legislation related to securities and stock exchange, including regulations and requirements related to business operations. In 2015, no violation had been found.

**6. Nomination of the External Auditor and Determination of the Audit Fee for 2016:** In selecting the external auditor, the Audit Committee reviewed the external auditor's performance, insight and competencies, proficiencies, independence, previous year's audit fees and non-audit fees before recommending the Board of Directors to propose to the Shareholders at the Annual General Meeting for approval on the appointment of KPMG Phoomchai Audit Ltd. as the Company's external auditor for the year 2016 and the auditor's remuneration amounting to Baht 7.91 million. In addition, the Audit Committee endorsed four indirect overseas subsidiaries to appoint their external auditors for the fiscal year 2015 different from the Company's. The Audit Committee considered that the appointment would not compromise the standard and effectiveness of the audit of the Company, in compliance with the Rule of the Singapore Exchange.

In summary of 2015, the Audit Committee exercised its competency and adequate independence in overseeing the Company's operation according to the duties and responsibilities determined in its charter, and was of the opinion that the Company had prepared essential and credible financial reporting in accordance with the financial reporting standards; that interested person transactions or transactions that may give rise to conflict of interest were reasonably conducted for the best interest of the Company and adequately disclosed; that it commanded good corporate governance, and adequate, appropriate and effective internal control system; and that it had fully complied with all relevant legislation and regulations for its businesses.



**Mr. Prasit Kovilaikool**  
Chairman of the Audit Committee  
February 26, 2016

# Independent Auditor's Report

To the Shareholders of Thai Beverage Public Company Limited

I have audited the accompanying consolidated and separate financial statements of Thai Beverage Public Company Limited and its subsidiaries (the "Group") and of Thai Beverage Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2015, the consolidated and separate statements of income and comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

## Management's Responsibility for the Consolidated and Separate Financial Statements

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

## Auditor's Responsibility

My responsibility is to express an opinion on these consolidated and separate financial statements based on my audit. I conducted my audit in accordance with Thai Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated and separate financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

## Opinion

In my opinion, the consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and Company, respectively, as at 31 December 2015 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.



**(Nittaya Chetchotiros)**

Certified Public Accountant  
Registration No. 4439

KPMG Phoomchai Audit Ltd.  
Bangkok  
26 February 2016

# Statements of financial position

Thai Beverage Public Company Limited and its Subsidiaries

|   | Note | Consolidated<br>financial statements |                     | Separate<br>financial statements |                     |
|---|------|--------------------------------------|---------------------|----------------------------------|---------------------|
|   |      | 31 December<br>2015                  | 31 December<br>2014 | 31 December<br>2015              | 31 December<br>2014 |
| <i>(in thousand Baht)</i>                 |      |                                      |                     |                                  |                     |
| <b>Assets</b>                             |      |                                      |                     |                                  |                     |
| <b>Current assets</b>                     |      |                                      |                     |                                  |                     |
| Cash and cash equivalents                 | 5    | 3,489,986                            | 2,230,079           | 594,577                          | 37,082              |
| Current investments                       |      | 3,962                                | 299                 | -                                | -                   |
| Trade accounts receivable                 | 4, 6 | 3,906,403                            | 3,668,298           | 2,440,775                        | 399,002             |
| Other receivables                         |      | 594,138                              | 622,990             | 17,312                           | 27,509              |
| Short-term loans to and other receivables |      |                                      |                     |                                  |                     |
| from related parties                      | 4    | 792,972                              | 452,521             | 7,055,502                        | 12,263,771          |
| Inventories                               | 7    | 35,204,112                           | 34,084,240          | -                                | -                   |
| Other current assets                      | 8    | 4,136,088                            | 3,719,144           | 21,767                           | 17,759              |
| Assets classified as held for sale        | 9    | -                                    | 1,290,505           | -                                | -                   |
| <b>Total current assets</b>               |      | <b>48,127,661</b>                    | <b>46,068,076</b>   | <b>10,129,933</b>                | <b>12,745,123</b>   |
| <b>Non-current assets</b>                 |      |                                      |                     |                                  |                     |
| Investments in associates                 | 10   | 75,736,975                           | 67,614,203          | -                                | -                   |
| Investments in subsidiaries               | 11   | -                                    | -                   | 142,490,266                      | 101,829,893         |
| Other long-term investments               |      | 266,946                              | 270,525             | -                                | -                   |
| Long-term loans to and other receivables  |      |                                      |                     |                                  |                     |
| from related parties                      | 4    | 88,273                               | 77,533              | 12,987                           | 3,730,394           |
| Investment properties                     | 13   | 1,261,244                            | 1,114,390           | -                                | -                   |
| Property, plant and equipment             | 14   | 46,921,247                           | 47,250,779          | 78,292                           | 64,188              |
| Goodwill                                  | 15   | 7,050,851                            | 7,043,748           | -                                | -                   |
| Other intangible assets                   |      | 177,140                              | 150,053             | 34,971                           | 26,580              |
| Leasehold rights                          |      | 151,238                              | 157,808             | -                                | -                   |
| Deferred tax assets                       | 16   | 417,448                              | 387,296             | 36,875                           | 33,235              |
| Other non-current assets                  | 17   | 1,817,759                            | 1,852,918           | 268,059                          | 277,437             |
| <b>Total non-current assets</b>           |      | <b>133,889,121</b>                   | <b>125,919,253</b>  | <b>142,921,450</b>               | <b>105,961,727</b>  |
| <b>Total assets</b>                       |      | <b>182,016,782</b>                   | <b>171,987,329</b>  | <b>153,051,383</b>               | <b>118,706,850</b>  |

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

# Statements of financial position

Thai Beverage Public Company Limited and its Subsidiaries

|   |       | Consolidated<br>financial statements |                     | Separate<br>financial statements |                     |
|---|-------|--------------------------------------|---------------------|----------------------------------|---------------------|
|   | Note  | 31 December<br>2015                  | 31 December<br>2014 | 31 December<br>2015              | 31 December<br>2014 |
| <i>(in thousand Baht)</i>                   |       |                                      |                     |                                  |                     |
| <b>Liabilities and equity</b>               |       |                                      |                     |                                  |                     |
| <b>Current liabilities</b>                  |       |                                      |                     |                                  |                     |
| Bank overdrafts and short-term loans from   |       |                                      |                     |                                  |                     |
| financial institutions                      | 18    | <b>7,842,092</b>                     | 8,536,490           | <b>5,629,479</b>                 | 5,300,000           |
| Trade accounts payable                      | 4, 19 | <b>4,850,977</b>                     | 4,802,887           | -                                | -                   |
| Other payables                              | 20    | <b>5,003,271</b>                     | 4,378,141           | <b>184,108</b>                   | 214,213             |
| Current portion of debentures               | 18    | <b>1,000,000</b>                     | -                   | -                                | -                   |
| Current portion of long-term loans and bill |       |                                      |                     |                                  |                     |
| of exchanges from financial institutions    | 18    | <b>9,532,044</b>                     | 13,410,950          | <b>8,878,541</b>                 | 2,500,000           |
| Short-term loans from and other payables    |       |                                      |                     |                                  |                     |
| to related parties                          | 4, 18 | <b>271,282</b>                       | 269,702             | <b>32,370,750</b>                | 7,793,493           |
| Income tax payable                          |       | <b>2,266,910</b>                     | 2,631,142           | <b>1,799</b>                     | 50,759              |
| Short-term provisions                       |       | <b>32,628</b>                        | 34,829              | -                                | -                   |
| Other current liabilities                   | 21    | <b>2,291,075</b>                     | 1,972,088           | <b>79,342</b>                    | 56,720              |
| <b>Total current liabilities</b>            |       | <b>33,090,279</b>                    | 36,036,229          | <b>47,144,019</b>                | 15,915,185          |
| <b>Non-current liabilities</b>              |       |                                      |                     |                                  |                     |
| Long-term loans from and other payables     |       |                                      |                     |                                  |                     |
| to related parties                          | 4, 18 | <b>104</b>                           | 104                 | <b>1,316,504</b>                 | 12,568,700          |
| Debentures                                  | 18    | <b>1,000,000</b>                     | 1,000,000           | -                                | -                   |
| Long-term loans and bill of exchanges       |       |                                      |                     |                                  |                     |
| from financial institutions                 | 18    | <b>24,883,036</b>                    | 26,554,794          | <b>23,955,008</b>                | 4,000,000           |
| Deferred tax liabilities                    | 16    | <b>820,008</b>                       | 964,948             | -                                | -                   |
| Employee benefit obligations                | 22    | <b>2,817,220</b>                     | 2,576,745           | <b>200,109</b>                   | 173,354             |
| Other non-current liabilities               |       | <b>140,622</b>                       | 178,196             | <b>122</b>                       | 77                  |
| <b>Total non-current liabilities</b>        |       | <b>29,660,990</b>                    | 31,274,787          | <b>25,471,743</b>                | 16,742,131          |
| <b>Total liabilities</b>                    |       | <b>62,751,269</b>                    | 67,311,016          | <b>72,615,762</b>                | 32,657,316          |

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

# Statements of financial position

Thai Beverage Public Company Limited and its Subsidiaries

|   | Note | Consolidated<br>financial statements |                     | Separate<br>financial statements |                     |
|---|------|--------------------------------------|---------------------|----------------------------------|---------------------|
|   |      | 31 December<br>2015                  | 31 December<br>2014 | 31 December<br>2015              | 31 December<br>2014 |
| <i>(in thousand Baht)</i>                               |      |                                      |                     |                                  |                     |
| <b>Equity</b>   |      |                                      |                     |                                  |                     |
| Share capital:  | 23   |                                      |                     |                                  |                     |
| Authorised share capital                                |      | <b>29,000,000</b>                    | 29,000,000          | <b>29,000,000</b>                | 29,000,000          |
| Issued and paid-up share capital                        |      | <b>25,110,025</b>                    | 25,110,025          | <b>25,110,025</b>                | 25,110,025          |
| Difference arising from common<br>control transactions  |      | <b>(19,718,440)</b>                  | (19,718,440)        | <b>31,035</b>                    | 31,035              |
| Premium on ordinary shares                              | 23   | <b>17,215,737</b>                    | 17,215,737          | <b>17,215,737</b>                | 17,215,737          |
| Retained earnings:                                      |      |                                      |                     |                                  |                     |
| Appropriated – legal reserve                            | 24   | <b>2,900,000</b>                     | 2,900,000           | <b>2,900,000</b>                 | 2,900,000           |
| Unappropriated  |      | <b>84,385,026</b>                    | 73,290,094          | <b>35,178,824</b>                | 40,792,737          |
| Other components of equity                              | 24   | <b>5,992,932</b>                     | 2,465,223           | -                                | -                   |
| <b>Equity attributable to owners of<br/>the Company</b> |      |                                      |                     |                                  |                     |
|   |      | <b>115,885,280</b>                   | 101,262,639         | <b>80,435,621</b>                | 86,049,534          |
| Non-controlling interests                               |      | <b>3,380,233</b>                     | 3,413,674           | -                                | -                   |
| <b>Total equity</b>                                     |      | <b>119,265,513</b>                   | 104,676,313         | <b>80,435,621</b>                | 86,049,534          |
| <b>Total liabilities and equity</b>                     |      | <b>182,016,782</b>                   | 171,987,329         | <b>153,051,383</b>               | 118,706,850         |

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



# Statements of income

Thai Beverage Public Company Limited and its Subsidiaries

|  | Note  | Consolidated<br>financial statements |                    | Separate<br>financial statements  |                   |
|--|-------|--------------------------------------|--------------------|-----------------------------------|-------------------|
|  |       | For the year ended<br>31 December    |                    | For the year ended<br>31 December |                   |
|  |       | 2015                                 | 2014               | 2015                              | 2014              |
| <i>(in thousand Baht)</i>  |       |                                      |                    |                                   |                   |
| <b>Income</b>  | 25    |                                      |                    |                                   |                   |
| Revenue from sale of goods   | 4, 33 | 172,049,209                          | 162,039,998        | -                                 | -                 |
| Management fees  | 4     | -                                    | -                  | 3,867,285                         | 3,329,259         |
| Dividend income  | 4, 11 | 2,901                                | 4,059              | 9,583,848                         | 28,283,063        |
| Interest income  |       | 18,880                               | 105,726            | 768,580                           | 884,111           |
| Net gain on foreign exchange   |       | 189,417                              | 66,841             | -                                 | 22,352            |
| Other income   | 4, 26 | 1,159,083                            | 595,787            | 13,120                            | 48,217            |
| <b>Total income</b>  |       | <b>173,419,490</b>                   | <b>162,812,411</b> | <b>14,232,833</b>                 | <b>32,567,002</b> |
| <b>Expenses</b>  | 25    |                                      |                    |                                   |                   |
| Cost of sale of goods  | 4, 7  | 121,830,030                          | 114,710,097        | -                                 | -                 |
| Cost of rendering of services  | 4     | -                                    | -                  | 1,626,240                         | 1,559,295         |
| Selling expenses   | 27    | 15,552,968                           | 13,188,635         | -                                 | -                 |
| Administrative expenses  | 28    | 11,475,266                           | 10,764,671         | 512,237                           | 433,654           |
| Net loss on foreign exchange   |       | -                                    | -                  | 96,920                            | -                 |
| Finance costs  | 31    | 1,363,086                            | 1,553,184          | 2,217,706                         | 1,478,903         |
| <b>Total expenses</b>  |       | <b>150,221,350</b>                   | <b>140,216,587</b> | <b>4,453,103</b>                  | <b>3,471,852</b>  |
| Share of profit from disposal of interest in<br>associate, net of income tax | 4, 10 | 3,847,973                            | -                  | -                                 | -                 |
| Share of profit of investment in associates,<br>net of income tax            | 4, 10 | 3,925,609                            | 3,388,626          | -                                 | -                 |
| <b>Profit before income tax expense</b>                                      |       | <b>30,971,722</b>                    | <b>25,984,450</b>  | <b>9,779,730</b>                  | <b>29,095,150</b> |
| Income tax expense   | 32    | (4,508,084)                          | (4,551,619)        | (64,444)                          | (184,442)         |
| <b>Profit for the year</b>   |       | <b>26,463,638</b>                    | <b>21,432,831</b>  | <b>9,715,286</b>                  | <b>28,910,708</b> |
| <b>Profit attributable to:</b>   |       |                                      |                    |                                   |                   |
| Owners of the Company  |       | 26,463,319                           | 21,693,536         | 9,715,286                         | 28,910,708        |
| Non-controlling interests  |       | 319                                  | (260,705)          | -                                 | -                 |
| <b>Profit for the year</b>   |       | <b>26,463,638</b>                    | <b>21,432,831</b>  | <b>9,715,286</b>                  | <b>28,910,708</b> |
| <b>Basic earnings per share (Baht)</b>                                       | 34    | <b>1.05</b>                          | <b>0.86</b>        | <b>0.39</b>                       | <b>1.15</b>       |

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

# Statements of comprehensive income

Thai Beverage Public Company Limited and its Subsidiaries

|  | Note  | Consolidated<br>financial statements |             | Separate<br>financial statements  |                    |
|--|-------|--------------------------------------|-------------|-----------------------------------|--------------------|
|  |       | For the year ended<br>31 December    |             | For the year ended<br>31 December |                    |
|  |       | 2015                                 | 2014        | 2015                              | 2014               |
|  |       |                                      |             |                                   | (in thousand Baht) |
| <b>Profit for the year</b>                                     |       | <b>26,463,638</b>                    | 21,432,831  | <b>9,715,286</b>                  | 28,910,708         |
| <b>Other comprehensive income</b>                              |       |                                      |             |                                   |                    |
| <b>Items that will never be reclassified to profit or loss</b> |       |                                      |             |                                   |                    |
| Defined benefit plan actuarial losses                          | 22    | <b>(109,384)</b>                     | (129,289)   | <b>(15,107)</b>                   | (9,392)            |
| Income tax on other comprehensive income                       | 32    | <b>24,519</b>                        | 24,683      | <b>3,023</b>                      | 1,879              |
|  |       | <b>(84,865)</b>                      | (104,606)   | <b>(12,084)</b>                   | (7,513)            |
| <b>Items that are or may be reclassified to profit or loss</b> |       |                                      |             |                                   |                    |
| Share of other comprehensive income of                         |       |                                      |             |                                   |                    |
| investment in associates                                       | 4, 10 | <b>1,147,720</b>                     | (2,242,603) | -                                 | -                  |
| Foreign currency translation differences                       |       |                                      |             |                                   |                    |
| for foreign operations   |       | <b>2,401,154</b>                     | (1,055,438) | -                                 | -                  |
| Net change in fair value of available-for-sale                 |       |                                      |             |                                   |                    |
| investments  |       | -                                    | (3,173)     | -                                 | -                  |
| Income tax on other comprehensive income                       | 32    | <b>20,340</b>                        | 3,985       | -                                 | -                  |
|  |       | <b>3,569,214</b>                     | (3,297,229) | -                                 | -                  |
| <b>Other comprehensive income for the year,</b>                |       |                                      |             |                                   |                    |
| <b>net of income tax</b>                                       |       | <b>3,484,349</b>                     | (3,401,835) | <b>(12,084)</b>                   | (7,513)            |
| <b>Total comprehensive income for the year</b>                 |       | <b>29,947,987</b>                    | 18,030,996  | <b>9,703,202</b>                  | 28,903,195         |
| <b>Total comprehensive income attributable to:</b>             |       |                                      |             |                                   |                    |
| Owners of the Company  |       | <b>29,939,756</b>                    | 18,276,030  | <b>9,703,202</b>                  | 28,903,195         |
| Non-controlling interests                                      |       | <b>8,231</b>                         | (245,034)   | -                                 | -                  |
| <b>Total comprehensive income for the year</b>                 |       | <b>29,947,987</b>                    | 18,030,996  | <b>9,703,202</b>                  | 28,903,195         |

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

# Statement of changes in equity

Thai Beverage Public Company Limited and its Subsidiaries

|  | Consolidated financial statements |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
|--|-----------------------------------|----------------------------------|---------------------|--|---|----------------------------------|---------------------------------------|---------------------------|-------------|--------------------|--------------|-----------|--------------|
|  | Retained earnings                 | Other components of equity       |                     |  | Equity  |                                  |                                       | Non-controlling interests |             |                    | Total equity |           |              |
|  | Unappropriated                    | Currency translation differences | Revaluation surplus | Fair value changes in investments available-for-sale | Share of other comprehensive income of associates | Total other components of equity | attributable to owners of the Company | Non-controlling interests |             |                    |              |           |              |
|  | Legal reserve                     |                                  |                     |  |   |                                  |                                       |                           |             | (in thousand Baht) |              |           |              |
| <b>Year ended 31 December 2014</b>                                 |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| <b>Balance at 1 January 2014</b>                                   | 25,110,025                        | (19,718,440)                     | 17,215,737          | 2,900,000  | 63,010,734  | (695,599)                        | 3,999,380                             | 8,721                     | 2,455,562   | 5,768,064          | 94,286,120   | 3,706,970 | 97,993,090   |
| <b>Transactions with owners, recorded directly in equity</b>       |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| <b>Distributions to owners of the Company</b>                      |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| Dividends to owners of the Company                                 | 35                                | -                                | -                   | -  | (11,299,511)                                      | -                                | -                                     | -                         | -           | -                  | (11,299,511) | (59,905)  | (11,359,416) |
| <b>Total distributions to owners of the Company</b>                |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| Acquisition of non-controlling interest                            | -                                 | -                                | -                   | -  | -   | -                                | -                                     | -                         | -           | -                  | -            | 11,643    | 11,643       |
| <b>Total transactions with owners, recorded directly in equity</b> |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| <b>Comprehensive income for the year</b>                           |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| Profit or loss   | -                                 | -                                | -                   | -  | 21,693,536  | -                                | -                                     | -                         | -           | -                  | 21,693,536   | (260,705) | 21,432,831   |
| Other comprehensive income   | -                                 | -                                | -                   | -  | (114,665)   | (1,061,948)                      | 3,352                                 | (1,642)                   | (2,242,603) | (3,302,841)        | (3,417,506)  | 15,671    | (3,401,835)  |
| <b>Total comprehensive income for the year</b>                     |                                   |                                  |                     |  |   |                                  |                                       |                           |             |                    |              |           |              |
| Balance at 31 December 2014  | 25,110,025                        | (19,718,440)                     | 17,215,737          | 2,900,000  | 73,290,094  | (1,757,547)                      | 4,002,732                             | 7,079                     | 212,959     | 2,465,223          | 101,262,639  | 3,413,674 | 104,676,313  |

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

# Statement of changes in equity

Thai Beverage Public Company Limited and its Subsidiaries

|  | Retained earnings |                                  |   |                            |               |                |                                  | Other components of equity |                                |   |                                  | Consolidated financial statements            |                           |              |
|--|-------------------|----------------------------------|---|----------------------------|---------------|----------------|----------------------------------|----------------------------|--------------------------------|---|----------------------------------|--|---------------------------|--------------|
|  | Note              | Issued and paid-up share capital | Difference arising from common control transactions | Premium on ordinary shares | Legal reserve | Unappropriated | Currency translation differences | Revaluation surplus        | available-for-sale investments | Share of other comprehensive income of associates | Total other components of equity | Equity attributable to owners of the Company | Non-controlling interests | Total equity |
| <b>Year ended 31 December 2015</b>                                 |                   |                                  |   |                            |               |                |                                  |                            |                                |   |                                  |  |                           |              |
| <b>Balance at 1 January 2015</b>                                   |                   | 25,110,025                       | (19,718,440)  | 17,215,737                 | 2,900,000     | 73,290,094     | (1,757,547)                      | 4,002,732                  | 7,079                          | 212,959   | 2,465,223                        | 101,262,639                                  | 3,413,674                 | 104,676,313  |
| <b>Transactions with owners, recorded directly in equity</b>       |                   |                                  |   |                            |               |                |                                  |                            |                                |   |                                  |  |                           |              |
| <b>Distributions to owners of the Company</b>                      |                   |                                  |   |                            |               |                |                                  |                            |                                |   |                                  |  |                           |              |
| Dividends to owners of the Company                                 | 35                | -                                | -   | -                          | -             | (15,317,115)   | -                                | -                          | -                              | -   | -                                | (15,317,115)                                 | (61,184)                  | (15,378,299) |
| <b>Total distributions to owners of the Company</b>                |                   | -                                | -   | -                          | -             | (15,317,115)   | -                                | -                          | -                              | -   | -                                | (15,317,115)                                 | (61,184)                  | (15,378,299) |
| <b>Acquisition of non-controlling interest</b>                     |                   | -                                | -   | -                          | -             | -              | -                                | -                          | -                              | -   | -                                | -  | 19,512                    | 19,512       |
| <b>Total transactions with owners, recorded directly in equity</b> |                   | -                                | -   | -                          | -             | (15,317,115)   | -                                | -                          | -                              | -   | -                                | (15,317,115)                                 | (41,672)                  | (15,358,787) |
| <b>Comprehensive income for the year</b>                           |                   |                                  |   |                            |               |                |                                  |                            |                                |   |                                  |  |                           |              |
| Profit   |                   | -                                | -   | -                          | -             | 26,463,319     | -                                | -                          | -                              | -   | -                                | 26,463,319                                   | 319                       | 26,463,638   |
| Other comprehensive income   |                   | -                                | -   | -                          | -             | (51,272)       | 2,421,411                        | (41,422)                   | 1,147,720                      | 3,527,709   | 3,476,437                        | 7,912  | 3,484,349                 |              |
| <b>Total comprehensive income for the year</b>                     |                   | -                                | -   | -                          | -             | 26,412,047     | 2,421,411                        | (41,422)                   | 1,147,720                      | 3,527,709   | 29,939,756                       | 8,231  | 29,947,987                |              |
| <b>Balance at 31 December 2015</b>                                 |                   | 25,110,025                       | (19,718,440)  | 17,215,737                 | 2,900,000     | 84,385,026     | 663,864                          | 3,961,310                  | 7,079                          | 1,360,679   | 5,992,932                        | 115,885,280                                  | 3,380,233                 | 119,265,513  |

(in thousand Baht)

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

# Statement of changes in equity

Thai Beverage Public Company Limited and its Subsidiaries

|  | Note | Issued and paid-up share capital | Difference arising from common control transactions | Premium on ordinary shares | Separate financial statements |                     | Total equity        |
|--|------|----------------------------------|---|----------------------------|-------------------------------|---------------------|---------------------|
|  |      |                                  |   |                            | Legal reserve                 | Retained earnings   |                     |
| <b>Year ended 31 December 2014</b>                                 |      |                                  |   |                            |                               |                     |                     |
| <b>Balance at 1 January 2014</b>                                   |      | <b>25,110,025</b>                | <b>31,035</b>                                       | <b>17,215,737</b>          | <b>2,900,000</b>              | <b>23,189,053</b>   | <b>68,445,850</b>   |
| <b>Transactions with owners, recorded directly in equity</b>       |      |                                  |   |                            |                               |                     |                     |
| Dividends to owners of the Company                                 | 35   | -                                | -   | -                          | -                             | (11,299,511)        | (11,299,511)        |
| <b>Total transactions with owners, recorded directly in equity</b> |      | <b>-</b>                         | <b>-</b>  | <b>-</b>                   | <b>-</b>                      | <b>(11,299,511)</b> | <b>(11,299,511)</b> |
| <b>Comprehensive income for the year</b>                           |      |                                  |   |                            |                               |                     |                     |
| Profit   |      | -                                | -   | -                          | -                             | 28,910,708          | 28,910,708          |
| Other comprehensive income   |      | -                                | -   | -                          | -                             | (7,513)             | (7,513)             |
| <b>Total comprehensive income for the year</b>                     |      | <b>-</b>                         | <b>-</b>  | <b>-</b>                   | <b>-</b>                      | <b>28,903,195</b>   | <b>28,903,195</b>   |
| <b>Balance at 31 December 2014</b>                                 |      | <b>25,110,025</b>                | <b>31,035</b>                                       | <b>17,215,737</b>          | <b>2,900,000</b>              | <b>40,792,737</b>   | <b>86,049,534</b>   |

(in thousand Baht)

# Statement of changes in equity

Thai Beverage Public Company Limited and its Subsidiaries

|  | Note | Issued and paid-up share capital | Difference arising from common control transactions | Premium on ordinary shares | Separate financial statements |                     | Total equity        |
|--|------|----------------------------------|---|----------------------------|-------------------------------|---------------------|---------------------|
|  |      |                                  |   |                            | Legal reserve                 | Retained earnings   |                     |
| <b>Year ended 31 December 2015</b>                                 |      |                                  |   |                            |                               |                     |                     |
| <b>Balance at 1 January 2015</b>                                   |      | <b>25,110,025</b>                | <b>31,035</b>                                       | <b>17,215,737</b>          | <b>2,900,000</b>              | <b>40,792,737</b>   | <b>86,049,534</b>   |
| <b>Transactions with owners, recorded directly in equity</b>       |      |                                  |   |                            |                               |                     |                     |
| Dividends to owners of the Company                                 | 35   | -                                | -   | -                          | -                             | (15,317,115)        | (15,317,115)        |
| <b>Total transactions with owners, recorded directly in equity</b> |      | <b>-</b>                         | <b>-</b>  | <b>-</b>                   | <b>-</b>                      | <b>(15,317,115)</b> | <b>(15,317,115)</b> |
| <b>Comprehensive income for the year</b>                           |      |                                  |   |                            |                               |                     |                     |
| Profit   |      | -                                | -   | -                          | -                             | 9,715,286           | 9,715,286           |
| Other comprehensive income   |      | -                                | -   | -                          | -                             | (12,084)            | (12,084)            |
| <b>Total comprehensive income for the year</b>                     |      | <b>-</b>                         | <b>-</b>  | <b>-</b>                   | <b>-</b>                      | <b>9,703,202</b>    | <b>9,703,202</b>    |
| <b>Balance at 31 December 2015</b>                                 |      | <b>25,110,025</b>                | <b>31,035</b>                                       | <b>17,215,737</b>          | <b>2,900,000</b>              | <b>35,178,824</b>   | <b>80,435,621</b>   |

(in thousand Baht)

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

# Statements of cash flows

Thai Beverage Public Company Limited and its Subsidiaries

|   | Note  | Consolidated<br>financial statements |                   | Separate<br>financial statements  |                  |
|---|-------|--------------------------------------|-------------------|-----------------------------------|------------------|
|   |       | For the year ended<br>31 December    |                   | For the year ended<br>31 December |                  |
|   |       | 2015                                 | 2014              | 2015                              | 2014             |
| <i>(in thousand Baht)</i>                               |       |                                      |                   |                                   |                  |
| <b>Cash flows from operating activities</b>             |       |                                      |                   |                                   |                  |
| Profit for the year                                     |       | 26,463,638                           | 21,432,831        | 9,715,286                         | 28,910,708       |
| <i>Adjustments for</i>                                  |       |                                      |                   |                                   |                  |
| Depreciation and amortisation                           |       | 4,400,333                            | 3,986,477         | 22,968                            | 22,884           |
| Interest income   |       | (18,880)                             | (105,726)         | (768,580)                         | (884,111)        |
| Finance costs   |       | 1,363,086                            | 1,553,184         | 2,217,706                         | 1,478,903        |
| Unrealised (gain) loss on exchange                      |       | (130,959)                            | (59,200)          | 101,722                           | (59)             |
| Bad and doubtful debts expenses                         | 6     | 14,256                               | 14,185            | -                                 | -                |
| Amortisation of advance payments to a specialist        |       | 50,000                               | 50,000            | 9,375                             | 9,375            |
| Write-off allowance for decline in                      |       |                                      |                   |                                   |                  |
| value of inventories                                    |       | 485                                  | 136,670           | -                                 | -                |
| Reversal of impairment loss on investment properties    |       | -                                    | (105,208)         | -                                 | -                |
| Gain on disposal of assets classified as held for sale  |       | (445,766)                            | -                 | -                                 | -                |
| Gain on disposal and write-off of property, plant       |       |                                      |                   |                                   |                  |
| and equipment and intangible assets                     |       | (11,035)                             | (135,663)         | (18)                              | (256)            |
| (Reversal of) impairment loss on property, plant        |       |                                      |                   |                                   |                  |
| and equipment   |       | 65,010                               | (175)             | -                                 | -                |
| Dividend income   |       | (2,901)                              | (4,059)           | (9,583,848)                       | (28,283,063)     |
| Employee benefit expenses                               |       | 240,422                              | 229,782           | 18,394                            | 16,966           |
| Share of profit from disposal of interest in associate, |       |                                      |                   |                                   |                  |
| net of income tax                                       | 4, 10 | (3,847,973)                          | -                 | -                                 | -                |
| Share of profit of associates, net of income tax        | 4, 10 | (3,925,609)                          | (3,388,626)       | -                                 | -                |
| Income tax expense                                      | 32    | 4,508,084                            | 4,551,619         | 64,444                            | 184,442          |
|   |       | 28,722,191                           | 28,156,091        | 1,797,449                         | 1,455,789        |
| <i>Changes in operating assets and liabilities</i>      |       |                                      |                   |                                   |                  |
| Trade accounts receivable                               |       | (248,260)                            | 207,839           | (2,041,773)                       | -                |
| Other receivables from related parties                  |       | (351,098)                            | (207,808)         | (67,736)                          | 93,652           |
| Inventories   |       | (1,136,370)                          | (384,084)         | -                                 | -                |
| Other current assets                                    |       | (374,032)                            | 1,294,214         | 6,188                             | (10,970)         |
| Trade accounts payable                                  |       | 47,179                               | (394,225)         | -                                 | -                |
| Other payables to related parties                       |       | 137,915                              | 31,132            | 3,593                             | 34,542           |
| Other current liabilities                               |       | 823,125                              | 677,448           | (99,190)                          | 88,039           |
| Other non-current liabilities                           |       | (18,474)                             | (3,544)           | 45                                | 61               |
| Employee benefit paid                                   |       | (115,590)                            | (86,186)          | (584)                             | (7,976)          |
| Cash generated from (used in) operating activities      |       | 27,486,586                           | 29,290,877        | (402,008)                         | 1,653,137        |
| Income tax paid   |       | (5,002,548)                          | (4,884,210)       | (114,021)                         | (623,749)        |
| <b>Net cash from (used in) operating activities</b>     |       | <b>22,484,038</b>                    | <b>24,406,667</b> | <b>(516,029)</b>                  | <b>1,029,388</b> |

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

# Statements of cash flows

Thai Beverage Public Company Limited and its Subsidiaries

|  | Note | Consolidated<br>financial statements |                  | Separate<br>financial statements  |                   |
|--|------|--------------------------------------|------------------|-----------------------------------|-------------------|
|  |      | For the year ended<br>31 December    |                  | For the year ended<br>31 December |                   |
|  |      | 2015                                 | 2014             | 2015                              | 2014              |
| <i>(in thousand Baht)</i>                              |      |                                      |                  |                                   |                   |
| <b>Cash flows from investing activities</b>            |      |                                      |                  |                                   |                   |
| Interest received                                      |      | 18,934                               | 106,614          | 767,826                           | 885,299           |
| Dividends received                                     |      | 2,275,873                            | 2,438,284        | 9,583,848                         | 28,283,063        |
| (Increase) decrease in current investments             |      | (3)                                  | 6,495            | -                                 | -                 |
| Increase in loans to related parties                   |      | -                                    | -                | (19,813,312)                      | (3,544,300)       |
| Decrease in loans to related parties                   |      | -                                    | -                | 28,812,512                        | 4,262,100         |
| Decrease in other long-term loans                      |      | -                                    | 2,004            | -                                 | -                 |
| Cash inflow on disposal of investments in subsidiaries |      | -                                    | -                | 74,200                            | -                 |
| Cash outflow on investments in subsidiaries            |      | -                                    | -                | (40,734,573)                      | (16,383,290)      |
| Cash inflow on investments in indirect subsidiary      |      | 19,512                               | 11,643           | -                                 | -                 |
| Cash received from capital reduction of associate      |      | -                                    | 4,464,928        | -                                 | -                 |
| Sale of assets classified as held for sale             |      | 1,736,271                            | -                | -                                 | -                 |
| Purchase of investment properties                      |      | (154,405)                            | -                | -                                 | -                 |
| Purchase of property, plant and equipment              |      | (4,064,668)                          | (4,762,875)      | (32,084)                          | (28,726)          |
| Sale of property, plant and equipment                  |      | 119,072                              | 192,910          | 26                                | 261               |
| Purchase of intangible assets                          |      | (57,120)                             | (32,380)         | (12,224)                          | (7,769)           |
| Sale of intangible assets                              |      | 3,955                                | 942              | -                                 | -                 |
| Increase in leasehold rights                           |      | (500)                                | -                | -                                 | -                 |
| (Increase) decrease in other non-current assets        |      | (14,841)                             | 178,731          | 2                                 | 24                |
| <b>Net cash from (used in) investing activities</b>    |      | <b>(117,920)</b>                     | <b>2,607,296</b> | <b>(21,353,779)</b>               | <b>13,466,662</b> |

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



# Statements of cash flows

Thai Beverage Public Company Limited and its Subsidiaries

|   | Note | Consolidated<br>financial statements |                     | Separate<br>financial statements  |                     |
|---|------|--------------------------------------|---------------------|-----------------------------------|---------------------|
|   |      | For the year ended<br>31 December    |                     | For the year ended<br>31 December |                     |
|   |      | 2015                                 | 2014                | 2015                              | 2014                |
| <i>(in thousand Baht)</i>                           |      |                                      |                     |                                   |                     |
| <b>Cash flows from financing activities</b>         |      |                                      |                     |                                   |                     |
| Interest paid                                       |      | (1,377,630)                          | (1,258,619)         | (2,360,786)                       | (1,500,630)         |
| Dividends paid to owners of the Company             |      | (15,317,115)                         | (11,299,511)        | (15,317,115)                      | (11,299,511)        |
| Dividends paid to non-controlling interests         |      | (61,184)                             | (59,905)            | -                                 | -                   |
| Bank overdrafts                                     |      | 84,292                               | (40,345)            | -                                 | (353)               |
| Proceeds from short-term loans                      |      |                                      |                     |                                   |                     |
| from financial institutions                         |      | 104,294,829                          | 31,654,000          | 85,480,000                        | 18,600,000          |
| Repayment of short-term loans                       |      |                                      |                     |                                   |                     |
| from financial institutions                         |      | (105,053,000)                        | (25,244,000)        | (85,130,000)                      | (13,300,000)        |
| Proceeds from loans from related parties            |      | -                                    | -                   | 59,193,204                        | 4,514,200           |
| Repayment of loans from related parties             |      | -                                    | -                   | (45,938,000)                      | (9,568,870)         |
| Proceeds from long-term loans from financial        |      |                                      |                     |                                   |                     |
| institutions and debentures                         |      | 30,500,000                           | 511,497             | 29,000,000                        | -                   |
| Repayment of long-term loans from financial         |      |                                      |                     |                                   |                     |
| institutions  |      | (33,554,525)                         | (24,083,558)        | (2,500,000)                       | (2,667,000)         |
| <b>Net cash from (used in) financing activities</b> |      | <b>(20,484,333)</b>                  | <b>(29,820,441)</b> | <b>22,427,303</b>                 | <b>(15,222,164)</b> |
| <b>Net increase (decrease) in cash and</b>          |      |                                      |                     |                                   |                     |
| <b>cash equivalents</b>                             |      | <b>1,881,785</b>                     | <b>(2,806,478)</b>  | <b>557,495</b>                    | <b>(726,114)</b>    |
| Cash and cash equivalents at 1 January              |      | 2,230,079                            | 5,101,568           | 37,082                            | 763,196             |
| Foreign currency translation differences for        |      |                                      |                     |                                   |                     |
| foreign operations                                  |      | (621,878)                            | (65,011)            | -                                 | -                   |
| <b>Cash and cash equivalents at 31 December</b>     | 5    | <b>3,489,986</b>                     | 2,230,079           | <b>594,577</b>                    | 37,082              |
| <b>Non-cash items</b>                               |      |                                      |                     |                                   |                     |
| Payable for acquisition of assets                   |      | 601,174                              | 557,776             | 8,886                             | 7,725               |
| Reclassify from long-term to short-term loan        |      |                                      |                     |                                   |                     |
| from related parties                                |      | -                                    | -                   | 12,569,000                        | -                   |
| Reclassify from long-term to short-term loan        |      |                                      |                     |                                   |                     |
| to related parties                                  |      | -                                    | -                   | 3,719                             | -                   |

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

# Notes to the financial statements

Thai Beverage Public Company Limited and its Subsidiaries

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These notes form an integral part of the financial statements.

The financial statements were approved and authorised for issue by the Board of Directors on 26 February 2016.

## 1. General information

Thai Beverage Public Company Limited, the "Company", is incorporated in Thailand and has its registered office at 14 Vibhavadi Rangsit Road, Kwang Chomphon, Khet Chatuchak, Bangkok, Thailand.

The Company was listed on the Singapore Exchange Securities Trading Limited (SGX-ST) in May 2006.

The principal businesses of the Company are investment and management services. The principal businesses of Thai Beverage Public Company Limited and its subsidiaries, the "Group", are the production and distribution of alcoholic and non-alcoholic beverages, and the operation of Japanese restaurants. Details of the Company's subsidiaries and associates as at 31 December 2015 and 2014 were as follows:

| Name of the entity                         | Type of business   | Country of incorporation | Ownership interest (%) |        |
|--|--|--------------------------|------------------------|--------|
|  |  |                          | 2015                   | 2014   |
| <b>Direct subsidiaries</b>                 |  |                          |                        |        |
| 1. Beer Thai (1991) Plc.                   | Beer brewery and production of drinking water and soda water | Thailand                 | 100.00                 | 100.00 |
| 2. Beer Thip Brewery (1991) Co., Ltd.      | Beer brewery and production of drinking water and soda water | Thailand                 | 100.00                 | 100.00 |
| 3. Cosmos Brewery (Thailand) Co., Ltd.     | Beer brewery and production of drinking water and soda water | Thailand                 | 100.00                 | 100.00 |
| 4. Sangsom Co., Ltd.                       | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 5. Fuengfuanant Co., Ltd.                  | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 6. Mongkolsamai Co., Ltd.                  | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 7. Thanapakdi Co., Ltd.                    | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 8. Kanchanasingkorn Co., Ltd.              | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 9. Sura Bangyikhan Co., Ltd.               | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 10. Athimart Co., Ltd.                     | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 11. S.S. Karnsura Co., Ltd.                | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 12. Kankwan Co., Ltd.                      | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 13. Theparunothai Co., Ltd.                | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 14. Red Bull Distillery (1988) Co., Ltd.   | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 15. United Winery and Distillery Co., Ltd. | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 16. Simathurakij Co., Ltd.                 | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 17. Nateechai Co., Ltd.                    | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 18. Luckchai Liquor Trading Co., Ltd.      | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 19. Sura Piset Thipparat Co., Ltd.         | Spirits distillery   | Thailand                 | 100.00                 | 100.00 |
| 20. Modern Trade Management Co., Ltd.      | Beer, spirits and non-alcoholic beverages distributor        | Thailand                 | 100.00                 | 100.00 |
| 21. Horeca Management Co., Ltd.            | Beer, spirits and non-alcoholic beverages distributor        | Thailand                 | 100.00                 | 100.00 |
| 22. Pomkit Co., Ltd.                       | Beer distributor   | Thailand                 | 100.00                 | 100.00 |

| Name of the entity                         | Type of business                                    | Country of incorporation | Ownership interest (%) |        |
|--|---|--------------------------|------------------------|--------|
|  |   |                          | 2015                   | 2014   |
| <b>Direct subsidiaries (continued)</b>     |   |                          |                        |        |
| 23. Pomklung Co., Ltd.                     | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 24. Pomchok Co., Ltd.                      | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 25. Pomcharoen Co., Ltd.                   | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 26. Pomburapa Co., Ltd.                    | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 27. Pompalang Co., Ltd.                    | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 28. Pomnakorn Co., Ltd.                    | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 29. Pomthip (2012) Co., Ltd.               | Beer distributor                                    | Thailand                 | 100.00                 | 100.00 |
| 30. Num Yuk Co., Ltd.                      | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 31. Num Kijjakarn Co., Ltd.                | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 32. Num Palang Co., Ltd.                   | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 33. Num Muang Co., Ltd.                    | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 34. Num Nakorn Co., Ltd.                   | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 35. Num Thurakij Co., Ltd.                 | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 36. Numrungrad Co., Ltd.                   | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 37. Numthip Co., Ltd.                      | Spirits and non-alcoholic<br>beverages distributor  | Thailand                 | 100.00                 | 100.00 |
| 38. Thipchalothorn Co., Ltd.               | Beer, spirits and non-alcoholic<br>beverages agency | Thailand                 | 100.00                 | 100.00 |
| 39. Krittayabun Co., Ltd.                  | Beer, spirits and non-alcoholic<br>beverages agency | Thailand                 | 100.00                 | 100.00 |
| 40. Surathip Co., Ltd.                     | Beer, spirits and non-alcoholic<br>beverages agency | Thailand                 | 100.00                 | 100.00 |
| 41. Sunthronpirom Co., Ltd.                | Beer, spirits and non-alcoholic<br>beverages agency | Thailand                 | 100.00                 | 100.00 |
| 42. Piromsurang Co., Ltd.                  | Beer, spirits and non-alcoholic<br>beverages agency | Thailand                 | 100.00                 | 100.00 |
| 43. Thai Beverage Energy Co., Ltd.         | Trading of biogas                                   | Thailand                 | 100.00                 | 100.00 |
| 44. Thai Molasses Co., Ltd.                | Trading of molasses                                 | Thailand                 | 99.72                  | 99.72  |
| 45. Feed Addition Co., Ltd.                | Trading of feeds and fertilizer                     | Thailand                 | 100.00                 | 100.00 |
| 46. Pan International (Thailand) Co., Ltd. | Trading of supplies and procurement                 | Thailand                 | 100.00                 | 100.00 |
| 47. Charun Business 52 Co., Ltd.           | Brick producer and<br>distribution of spirits       | Thailand                 | 100.00                 | 100.00 |
| 48. Thai Cooperage Co., Ltd.               | Oak barrel producer                                 | Thailand                 | 100.00                 | 100.00 |
| 49. Thai Beverage Recycle Co., Ltd.        | Trading of bottles                                  | Thailand                 | 100.00                 | 100.00 |

| Name of the entity   | Type of business   | Country of incorporation | Ownership interest (%) |        |
|--|--|--------------------------|------------------------|--------|
|  |  |                          | 2015                   | 2014   |
| <b>Direct subsidiaries (continued)</b>                           |  |                          |                        |        |
| 50. Thai Beverage Logistics Co., Ltd.                            | Transportation and distribution                              | Thailand                 | 100.00                 | 100.00 |
| 51. Thai Beverage Marketing Co., Ltd.                            | Advertising and marketing promotion                          | Thailand                 | 100.00                 | 100.00 |
| 52. Dhospaak Co., Ltd.   | Advertising agency   | Thailand                 | 100.00                 | 100.00 |
| 53. Thai Beverage Training Co., Ltd.                             | Training   | Thailand                 | 100.00                 | 100.00 |
| 54. International Beverage Holdings Limited                      | Holding company  | Hong Kong                | 100.00                 | 100.00 |
| 55. Thai Beverage Brands Co., Ltd.                               | Trademark holding  | Thailand                 | 100.00                 | 100.00 |
| 56. Beer Chang Co., Ltd.   | Trademark holding and production of beer concentrate         | Thailand                 | 100.00                 | 100.00 |
| 57. Archa Beer Co., Ltd.   | Trademark holding and production of beer concentrate         | Thailand                 | 100.00                 | 100.00 |
| 58. Sura Piset Phatra Lanna Co., Ltd.                            | Holding company  | Thailand                 | 100.00                 | 100.00 |
| 59. United Products Co., Ltd.                                    | Production and distribution of spirits                       | Thailand                 | 100.00                 | 100.00 |
| 60. Oishi Group Plc.   | Japanese restaurants and distribution of foods and beverages | Thailand                 | 79.66                  | 79.66  |
| 61. C A C Co., Ltd.  | Management of the ASEAN Economic Community (AEC) centre      | Thailand                 | 100.00                 | 100.00 |
| 62. Chang International Co., Ltd.                                | Advertising and marketing services                           | Thailand                 | 100.00                 | 100.00 |
| 63. Cash Van Management Co., Ltd.                                | Beer, spirits and non-alcoholic beverages distributor        | Thailand                 | 100.00                 | -      |
| 64. Food of Asia Co., Ltd.                                       | Restaurant business  | Thailand                 | 100.00                 | -      |
| 65. BevCo Limited  | Holding company  | Thailand                 | 100.00 <sup>4</sup>    | -      |
| 66. Chang Corporation Company Limited                            | Holding company  | Thailand                 | 100.00 <sup>4</sup>    | -      |
| <b>Indirect subsidiaries</b>                                     |  |                          |                        |        |
| 67. Thai Thum Distillery Co., Ltd. <sup>5</sup>                  | Production and distribution of spirits                       | Thailand                 | 99.90                  | 99.90  |
| 68. Sura Piset Sahasan Co., Ltd. <sup>5</sup>                    | Trading of spirits   | Thailand                 | 100.00                 | 100.00 |
| 69. Sura Piset Sampan Co., Ltd. <sup>5</sup>                     | Trading of spirits   | Thailand                 | 100.00                 | 100.00 |
| 70. InterBev (Singapore) Limited <sup>1</sup>                    | Trading of alcoholic beverages                               | Singapore                | 100.00                 | 100.00 |
| 71. InterBev (Cambodia) Co., Ltd. <sup>1</sup>                   | Trading of alcoholic beverages                               | Cambodia                 | 100.00                 | 100.00 |
| 72. InterBev Malaysia Sdn. Bhd. <sup>1</sup>                     | Trading of alcoholic beverages                               | Malaysia                 | 100.00                 | 100.00 |
| 73. Best Spirits Company Limited <sup>1</sup>                    | Trading of alcoholic beverages                               | Hong Kong                | 100.00                 | 100.00 |
| 74. International Beverage Holdings (UK) Limited <sup>1</sup>    | Holding company  | United Kingdom           | 100.00                 | 100.00 |
| 75. International Beverage Holdings (China) Limited <sup>1</sup> | Holding company  | Hong Kong                | 100.00                 | 100.00 |
| 76. Oishi Trading Co., Ltd. <sup>2</sup>                         | Production and distribution of food and beverage             | Thailand                 | 79.66                  | 79.66  |
| 77. Oishi Ramen Co., Ltd. <sup>2</sup>                           | Japanese ramen restaurants                                   | Thailand                 | 79.66                  | 79.66  |
| 78. Oishi International Holdings Limited <sup>2</sup>            | International distribution of beverage                       | Hong Kong                | 79.66                  | 79.66  |
| 79. Chang Beer International Co., Ltd. <sup>5</sup>              | Dormant  | Thailand                 | 100.00                 | 100.00 |

| Name of the entity   | Type of business  | Country of incorporation   | Ownership interest (%) |        |
|--|---|----------------------------|------------------------|--------|
|  |   |                            | 2015                   | 2014   |
| 80. Maekhong Distillery Limited                                    | Consultancy service   | Thailand                   | 100.00                 | 100.00 |
| 81. Chang Corp Co., Ltd.   | Advertising and marketing services                              | Thailand                   | 100.00                 | 100.00 |
| 82. Beer Chang International Limited <sup>1</sup>                  | Production and trading of alcoholic and non-alcoholic beverages | Singapore                  | 100.00                 | 100.00 |
| 83. International Beverage Trading Limited <sup>1</sup>            | Trading of alcoholic beverages                                  | Bermuda                    | 100.00                 | 100.00 |
| 84. InterBev Investment Limited <sup>1</sup>                       | Holding company   | Hong Kong                  | 100.00                 | 100.00 |
| 85. InterBev Trading (Hong Kong) Limited <sup>1</sup>              | Distribution and marketing of food and beverage products        | Hong Kong                  | 100.00                 | 100.00 |
| 86. Oishi Snack Co., Ltd. <sup>2</sup>                             | Distribution of snack   | Thailand                   | 79.66                  | 79.66  |
| 87. BeerCo Limited <sup>1</sup>                                    | Holding company   | Hong Kong                  | 100.00                 | -      |
| 88. Wellwater Limited <sup>1</sup>                                 | Holding company   | Hong Kong                  | 100.00                 | -      |
| <b>Subsidiaries of indirect subsidiaries</b>                       |   |                            |                        |        |
| 89. International Beverage Holdings Limited USA, Inc. <sup>1</sup> | Trading of alcoholic beverages                                  | United States of America   | 100.00                 | 100.00 |
| 90. Super Brands Company Pte. Ltd. <sup>1</sup>                    | Trademark holding   | Singapore                  | 100.00                 | 100.00 |
| 91. Blairmhor Limited <sup>1,5</sup>                               | Holding company   | United Kingdom             | 100.00                 | 100.00 |
| 92. Inver House Distillers Limited <sup>1</sup>                    | Production and distribution of spirits                          | United Kingdom             | 100.00                 | 100.00 |
| 93. InterBev Trading (China) Limited <sup>1</sup>                  | Trading of alcoholic beverages                                  | People's Republic of China | 100.00                 | 100.00 |
| 94. Yunnan Yulinquan Liquor Co., Ltd. <sup>1</sup>                 | Spirits distillery  | People's Republic of China | 100.00                 | 100.00 |
| 95. Blairmhor Distillers Limited <sup>1,5</sup>                    | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 96. Wee Beastie Limited <sup>1,5</sup>                             | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 97. Moffat & Towers Limited <sup>1,5</sup>                         | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 98. Glen Calder Blenders Limited <sup>1,5</sup>                    | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 99. Hankey Bannister & Company Limited <sup>1,5</sup>              | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 100. R. Carmichael & Sons Limited <sup>1,5</sup>                   | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 101. J MacArthur Junior & Company Limited <sup>1,5</sup>           | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 102. Mason & Summers Limited <sup>1,5</sup>                        | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 103. James Catto & Company Limited <sup>1,5</sup>                  | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 104. The Knockdhu Distillery Co., Ltd. <sup>1,5</sup>              | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 105. Speyburn-Glenlivet Distillery Co., Ltd. <sup>1,5</sup>        | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 106. The Pulteney Distillery Co., Ltd. <sup>1,5</sup>              | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 107. The Balblair Distillery Co., Ltd. <sup>1,5</sup>              | Dormant   | United Kingdom             | 100.00                 | 100.00 |
| 108. Sermsuk Plc. <sup>1</sup>                                     | Production and distribution of beverages                        | Thailand                   | 64.66                  | 64.66  |
| 109. Sermsuk Holdings Co., Ltd. <sup>1</sup>                       | Holding company   | Thailand                   | 64.66                  | 64.66  |
| 110. Serm Suk Beverage Co., Ltd. <sup>1</sup>                      | Production and distribution of beverages                        | Thailand                   | 64.66                  | 64.66  |

| Name of the entity                                       | Type of business   | Country of incorporation           | Ownership interest (%) |        |
|--|--|------------------------------------|------------------------|--------|
|  |  |                                    | 2015                   | 2014   |
| <b>Subsidiaries of indirect subsidiaries (continued)</b> |  |                                    |                        |        |
| 111. Sermasuk Training Co., Ltd. <sup>1</sup>            | Human resources and organisation development services                              | Thailand                           | <b>64.66</b>           | 64.66  |
| 112. Great Brands Limited <sup>1</sup>                   | Brands management  | Hong Kong                          | <b>64.66</b>           | 64.66  |
| 113. Wrangyer Beverage (2008) Co., Ltd. <sup>1</sup>     | Production and distribution of energy drink  | Thailand                           | <b>64.66</b>           | 64.66  |
| 114. Interbev Timor, Unipessoal Lda <sup>1</sup>         | Production of beverages and distribution of food and beverages                     | Democratic Republic of Timor-Leste | <b>100.00</b>          | -      |
| 115. Oishi F&B (Singapore) Pte. Ltd. <sup>2</sup>        | Brands management and consulting services  | Singapore                          | <b>79.66</b>           | 79.66  |
| 116. Oishi Myanmar Limited <sup>2</sup>                  | Restaurant business  | Union of Myanmar                   | <b>43.81</b>           | 43.81  |
| 117. Oishi Group Limited Liability Company <sup>2</sup>  | Marketing management consulting services   | Socialist Republic of Vietnam      | <b>79.66</b>           | -      |
| 118. Thai Drinks Co., Ltd. <sup>1</sup>                  | Distribution of beverages  | Thailand                           | <b>100.00</b>          | 100.00 |
| 119. S.P.M. Foods & Beverages Co., Ltd. <sup>1</sup>     | Production and distribution of drinking water and energy drinks and spirits agency | Thailand                           | <b>99.84</b>           | 99.84  |
| 120. Chang Beer Co., Ltd. <sup>1</sup>                   | Holding company  | Thailand                           | <b>100.00</b>          | -      |
| 121. So Water Company Limited <sup>1</sup>               | Holding company  | Thailand                           | <b>100.00</b>          | -      |
| <b>Associates of indirect subsidiaries</b>               |  |                                    |                        |        |
| 122. Petform (Thailand) Co., Ltd. <sup>3</sup>           | Manufacture and distribution of plastic packaging                                  | Thailand                           | <b>25.86</b>           | 25.86  |
| 123. Fraser and Neave, Limited <sup>3</sup>              | Manufacture and distribution of food and beverage and publishing and printing      | Singapore                          | <b>28.53</b>           | 28.54  |
| 124. Frasers Centrepoint Limited <sup>3</sup>            | Development and investment in property   | Singapore                          | <b>28.44</b>           | 28.49  |
| <b>Associates of subsidiary of indirect subsidiaries</b> |  |                                    |                        |        |
| 125. Liquorland Limited <sup>3</sup>                     | Licences   | United Kingdom                     | <b>49.49</b>           | 49.49  |

<sup>1</sup> Direct or indirect subsidiaries of International Beverage Holdings Limited

<sup>2</sup> Direct or indirect subsidiaries of Oishi Group Plc.

<sup>3</sup> Indirect associated of International Beverage Holding Limited

<sup>4</sup> 51% direct and 49% indirect holding by the Company

<sup>5</sup> These are currently not doing the operation.

At the Board of Directors' meeting of InterBev Investment Limited ("IBIL") held on 23 March 2015, and the Board of Directors' meeting of InterBev (Singapore) Limited ("IBS") and Super Brands Company Pte. Ltd. ("SB") held on 30 March 2015, the Board of Directors unanimously approved for IBIL, IBS and SB, the Company's indirect subsidiaries, to increase their authorised and paid-up share capital amounting to SGD 1,229.66 million, SGD 5.49 million and SGD 5.49 million, respectively. In this regard,

IBL increased its authorised and paid-up share capital from SGD 817.96 million (817.96 million ordinary shares with a SGD 1 par value) to be SGD 2,047.62 million (2,047.62 million ordinary shares with a SGD 1 par value), IBS increased its authorised and paid-up share capital from SGD 61.25 million (61.25 million ordinary shares with a SGD 1 par value) to be SGD 66.74 million (66.74 million ordinary shares with a SGD 1 par value) and SB increased its authorised and paid up share capital from SGD 60.46 million (60.46 million ordinary shares with a SGD 1 par value) to be SGD 65.95 million (65.95 million ordinary shares with a SGD 1 par value).

At the Board of Directors' meeting of the Company held on 12 November 2015, the Board of Directors unanimously approved to invest in:

- 1) BeerCo Limited ("BeerCo"), an indirect subsidiary of the Company, was incorporated in Hong Kong. BeerCo has a registered capital of Baht 24,950 million (24,950 million ordinary shares with a Baht 1 par value).
- 2) Wellwater Limited ("Wellwater"), an indirect subsidiary of the Company, was incorporated in Hong Kong. Wellwater has a registered capital of Baht 7,950 million (7,950 million ordinary shares with a Baht 1 par value).
- 3) Chang Corporation Company Limited ("Chang Corporation"), a direct subsidiary of the Company, was incorporated in Thailand. Chang Corporation has a registered capital of Baht 1 million (0.1 million ordinary shares with a Baht 10 par value).
- 4) Chang Beer Company Limited ("Chang Beer"), a subsidiary of an indirect subsidiary of the Company, was incorporated in Thailand. Chang Beer has a registered capital of Baht 1 million (0.1 million ordinary share with a Baht 10 par value).
- 5) BevCo Limited ("BevCo"), a direct subsidiary of the Company, was incorporated in Thailand. BevCo has a registered capital of Baht 1 million (0.1 million ordinary shares with a Baht 10 par value).
- 6) So Water Company Limited ("So Water"), a subsidiary of an indirect subsidiary of the Company, was incorporated in Thailand. So Water has a registered capital of Baht 1 million (0.1 million ordinary shares with a Baht 10 par value).

At the Extraordinary General Meeting of the shareholders of BevCo Limited and So Water Company Limited held on 11 December 2015, the shareholders unanimously approved to:

- 1) increase in the registered capital of BevCo from Baht 1 million (0.1 million ordinary shares with a Baht 10 par value) to be Baht 5,480 million (548 million ordinary shares with a Baht 10 par value) call for paid-up share capital of Baht 5,436 million; and
- 2) increase in the registered capital of So Water from Baht 1 million (0.1 million ordinary shares with a Baht 10 par value) to be Baht 10,740 million (1,074 million ordinary shares with a Baht 10 par value) call for paid-up share capital of Baht 10,654 million.

At the Board of Directors' meeting of So Water, held on 26 November 2015, the Board of Directors unanimously approve to purchase in 46.38%, 64.66% and 99.84% of the issued and paid-up share capital of Thai Drink Co., Ltd., Sermasuk Plc, and SPM Foods & Beverages Co., Ltd., direct and indirect subsidiaries of the Company, for a consideration of Baht 74.2 million, Baht 9,971.5 million and Baht 605.3 million, respectively.

## 2. Basis of preparation of the financial statements

### (a) Statement of compliance

The financial statements are prepared in accordance with Thai Financial Reporting Standards (TFRS); guidelines promulgated by the Federation of Accounting Professions ("FAP"); and applicable rules and regulations of the related Securities and Exchange Commission.

The FAP has issued the new and revised TFRS effective for annual accounting periods beginning on or after 1 January 2015. The initial application of these new and revised TFRS has resulted in changes in certain of the Group's accounting policies. These changes have no material effect on the financial statements.

In addition to the above new and revised TFRS, the FAP has issued a number of other new and revised TFRS which are effective for annual financial periods beginning on or after 1 January 2016 and have not been adopted in the preparation of these financial statements. These new and revised TFRS that are relevant to the Group's operations are disclosed in Note 39.



**(b) Basis of measurement**

The financial statements have been prepared on the historical cost basis except for the following items, which are measured on an alternative basis on each reporting date.

| <i>Items</i>                        | <i>Measurement bases</i>   |
|-------------------------------------|--|
| Available-for-sale financial assets | Fair value   |
| Land                                | Fair value   |
| Employee benefit obligations        | Present value of the defined benefit obligation,<br>as explained in Note 3 (p) |

**(c) Functional and presentation currency**

The financial statements are presented in Thai Baht, which is the Company's functional currency. All financial information presented in Thai Baht has been rounded in the financial statements and in the notes to the financial statements to the nearest million unless otherwise stated.

**(d) Use of judgements and estimates**

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

*Assumptions and estimation uncertainties*

Information about significant areas of estimation uncertainty that have a significant risk of resulting in a material adjustments to the amounts recognised in the financial statements is included in the following notes:

|            |  |
|------------|--|
| Note 3 (v) | Current and deferred taxation  |
| Note 14    | Valuation of the recoverable amount of property, plant and equipment |
| Note 15    | Valuation of the recoverable amount of goodwill                      |
| Note 16    | Utilisation of tax losses  |
| Note 22    | Measurement of employee benefit obligations                          |
| Note 36    | Valuation of financial instruments                                   |

*Measurement of fair values*

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Finance Officer.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of TFRS, including the level in the fair value hierarchy in which such valuations should be classified.

Significant valuation issues are reported to the Group Audit Committee.

When measuring the fair value of an asset or a liability, the Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognised transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 13 Investment properties
- Note 14 Property, plant and equipment

### 3. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

#### (a) Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the "Group") and the Group's interests in associates.

##### *Business combinations*

The Group applies the acquisition method for all business combinations when control is transferred to the Group other than those with entities under common control.

Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that currently are exercisable. The acquisition date is the date on which control is transferred to the acquirer. Judgement is applied in determining the acquisition date and determining whether control is transferred from one party to another.

Goodwill is measured as the fair value of the consideration transferred including the recognised amount of any non-controlling interest in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, and equity interests issued by the Group. Consideration transferred also includes the fair value of any contingent consideration and share-based payment awards of the acquiree that are replaced mandatorily in the business combination. If a business combination results in the termination of pre-existing relationships between the Group and the acquiree, then the lower of the termination amount, as contained in the agreement, and the value of the off-market element is deducted from the consideration transferred and recognised in other expenses.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

The Group measures any non-controlling interest (NCI) at its proportionate interest in the identifiable net assets of the acquiree.

Transaction costs that the Group incurs in connection with a business combination, such as legal fees, and other professional and consulting fees are expensed as incurred.

*Acquisitions from entities under common control*

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose comparatives are revised. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the Group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within the Group's equity except that any share capital of the acquired entities is recognised as part of share premium. Any cash paid for the acquisition is recognised directly in equity.

*Subsidiaries*

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

*Loss of control*

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

*Interests in equity-accounted investees*

The Group's interests in equity-accounted investees comprise interests in associates.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Interests in associates are accounted for using the equity method. They are recognised initially at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity-accounted investees, until the date on which significant influence or joint control ceases.

*Transactions eliminated on consolidation*

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investee are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

**(b) Foreign currencies**

*Foreign currency transactions*

Transactions in foreign currencies are translated to the respective functional currencies of the Group entities at exchange rate at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rates at the reporting date.

Non-monetary assets and liabilities measured at cost in foreign currencies are translated to the functional currency at the exchange rates at the dates of the transactions.

Foreign currency differences are generally recognised in profit or loss.

*Foreign operations*

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Thai Baht at the exchange rates at the reporting date.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are stated at exchange rates at the reporting date.

The revenues and expenses of foreign operations are translated to Thai Baht at rates approximating the exchange rates at the dates of the transactions.

Foreign exchange differences are recognised in other comprehensive income and accumulated in the translation reserve, except to extent that the translation difference is allocated to non-controlling interest.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of an associate while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and presented in the foreign currency translation reserve in equity until disposal of the investment.

**(c) Derivative financial instruments**

Derivative financial instruments are used to manage exposure to foreign exchange and commodity price risks arising from operational, financing and investment activities. Derivative financial instruments are not used for trading purposes.

Forward exchange contracts and forward commodity price contracts are treated as off-statements of financial position items and accounted for on a cash settlement basis.

**(d) Cash and cash equivalents**

Cash and cash equivalents in the statements of cash flows comprise cash balances, call deposits and highly liquid short-term investments. Bank overdrafts that are repayable on demand are a component of financing activities for the purpose of the statement of cash flows.

**(e) Trade and other accounts receivable**

Trade and other accounts receivable are stated at their invoice value less allowance for doubtful accounts.

The allowance for doubtful accounts is assessed primarily on analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

**(f) Inventories**

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

Cost is calculated using the weighted average cost principle, and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity and is calculated using standard cost adjusted to approximate average cost.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

**(g) Non-current assets held for sale**

Non-current assets (or disposal groups comprising assets and liabilities) that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale. The assets (or disposal group) are measured at the lower of their carrying value and fair value less cost to sell. Any impairment loss on a disposal group is first allocated to goodwill, and then to remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets and investment properties. Impairment losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

**(h) Investments**

*Investments in associates and subsidiaries*

Investments in associates and subsidiaries in the separate financial statements of the Company are accounted for using the cost method. Investments in associates in the consolidated financial statements are accounted for using the equity method.

*Investments in other debt and equity securities*

Debt securities that the Group has the positive intent and ability to hold to maturity are classified as held-to-maturity investments. Held-to-maturity investments are stated at amortised cost, less any impairment losses. The difference between the acquisition cost and redemption value of such debt securities is amortised using the effective interest rate method over the period to maturity.

Marketable equity securities are classified as available-for-sale investments. Available-for-sale investments are, subsequent to initial recognition, stated at fair value, and changes therein, other than impairment losses and foreign currency differences on available-for-sale monetary items, are recognised directly in equity. Impairment losses and foreign exchange differences are recognised in profit or loss. When these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in profit or loss. Where these investments are interest-bearing, interest calculated using the effective interest method is recognised in profit or loss.

Equity securities which are not marketable are stated at cost less any impairment losses.

The fair value of available-for-sale is determined as the quoted bid price at the reporting date.

*Disposal of investments*

On disposal of an investment, the difference between net disposal proceeds and the carrying amount together with the associated cumulative gain or loss that was reported in equity is recognised in profit or loss.

If the Group disposes of part of its holding of a particular investment, the deemed cost of the part sold is determined using the weighted average method applied to the carrying value of the total holding of the investment.

**(i) Investment properties**

Investment properties are properties which are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment properties are stated at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, and other costs directly attributable to bringing the investment property to a working condition for its intended use and capitalised borrowing costs.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each property. The estimated useful lives are as follow:

Buildings and constructions 20 years

**(j) Property, plant and equipment***Recognition and measurement**Owned assets*

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses except for land which is stated at its revalued amount. The revalued amount is the fair value determined on the basis of the property's existing use at the date of revaluation less any subsequent impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and capitalised borrowing costs. Cost also may include transfers from other comprehensive income of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income in profit or loss. When revalued assets are sold, the amounts included in the revaluation reserve are transferred to retained earnings.

*Leased assets*

Leases in terms of which the Group substantially assumes all the risk and rewards of ownership are classified as finance leases. Property, plant and equipment acquired by way of finance leases is capitalised at the lower of its fair value and the present value of the minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss.

*Revalued assets*

Revaluations are performed by independent professional valuers with sufficient regularity. The Group's policy requires an appraisal to be conducted every three to five years or when there are factors that might materially impact the value of the land, to ensure that the carrying amount of these assets does not differ materially from that which would be determined using fair values at the reporting date.

Any increase in value, on revaluation, is recognised in other comprehensive income and presented in the revaluation reserve in equity unless it offsets a previous decrease in value recognised in profit or loss in respect of the same asset. A decrease in value is recognised in profit or loss to the extent it exceeds an increase previously recognised in other comprehensive income in respect of the same asset. Upon disposal of a revalued asset, any related revaluation surplus is transferred directly to retained earnings and is not taken into account in calculating the gain or loss on disposal.

*Subsequent costs*

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

*Depreciation*

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. The estimated useful lives are as follows:

|  |          |       |
|--|----------|-------|
| Land improvement                         | 5 to 30  | years |
| Buildings and constructions              | 5 to 40  | years |
| Building improvements                    | 2 to 33  | years |
| Machinery and equipment                  | 3 to 40  | years |
| Oak barrels                              | 10 to 20 | years |
| Furniture, fixtures and office equipment | 3 to 10  | years |
| Vehicles                                 | 3 to 10  | years |

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

#### **(k) Intangible assets**

##### *Goodwill*

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets. The measurement of goodwill at initial recognition is described in Note 3(a). Subsequent to initial recognition, goodwill is measured at cost less accumulated impairment losses. In respect of equity-accounted investees, the carrying amount of goodwill is included in the carrying amount of the investment, and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity-accounted investee.

##### *Research and development*

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in profit or loss as incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use, and capitalised borrowing costs. Other development expenditure is recognised in profit or loss as incurred.

Capitalised development expenditure is measured at cost less accumulated amortisation and accumulated impairment losses.

##### *Other intangible assets*

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

##### *Subsequent expenditure*

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

##### *Amortisation*

Amortisation is based on the cost of the asset, or other amount substituted for cost, less its residual value.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives for the current and comparative periods are as follows:

|                   |          |       |
|-------------------|----------|-------|
| Computer software | 3 to 10  | years |
| Trademarks        | 10 to 20 | years |
| Licences          | 10       | years |
| Rights            | 10       | years |

Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

#### **(l) Leasehold rights**

Leasehold rights are stated at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised in profit or loss on a straight-line basis over the agreement period.

#### **(m) Impairment**

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated. For goodwill and intangible assets that have indefinite useful lives or are not yet available for use, the recoverable amount is estimated each year at the same time.

An impairment loss is recognised if the carrying amount of an asset exceeds its recoverable amount. The impairment loss is recognised in profit or loss unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

When a decline in the fair value of an available-for-sale financial asset has been recognised directly in equity and there is objective evidence that the value of the asset is impaired, the cumulative loss that had been recognised directly in equity is recognised in profit or loss even though the financial asset has not been derecognised. The amount of the cumulative loss that is recognised in profit or loss is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss.

#### *Calculation of recoverable amount*

The recoverable amount of available-for-sale financial assets is calculated by reference to the fair value.

The recoverable amount of a non-financial asset is the greater of the asset's value in use and fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

#### *Reversals of impairment*

An impairment loss in respect of a financial asset is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised in profit or loss. For financial assets carried at amortised cost, the reversal is recognised in profit or loss. For available-for-sale financial assets that are equity securities, the reversal is recognised in other comprehensive income.

An impairment loss in respect of goodwill is not reversed. Impairment losses recognised in prior periods in respect of other non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### **(n) Interest-bearing liabilities**

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowings on an effective interest basis.



**(o) Trade and other accounts payable**

Trade and other accounts payable are stated at cost.

**(p) Employee benefits**

*Defined contribution plans*

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

*Defined benefit plans*

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any application minimum funding requirements.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in other comprehensive income. The Group determines the interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

*Other long-term employee benefits*

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognised in profit or loss in the period in which they arise.

*Termination benefits*

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

*Short-term employee benefits*

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(q) Provisions**

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

**(r) Difference arising from common control transactions**

Difference arising from common control transactions relates to the restructuring of businesses under the common control of the ultimate majority equity holder of the Group and arises from the difference between the cost of the combination and the carrying amounts of net identifiable assets at the date of combination (except for businesses acquired that are not under common control,

net identifiable assets are measured at the fair value). The Group recognises the difference arising from common control transactions under equity until disposal of the investment.

#### **(s) Revenue**

Revenue excludes value added taxes and is arrived at after deduction of trade discounts and volume rebates.

##### *Sale of goods and services rendered*

Revenue is recognised in profit or loss when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognised if there is continuing management involvement with the goods or there are significant uncertainties regarding recovery of the consideration due, associated costs or the probable return of goods. Service income is recognised as services are provided.

##### *Commissions*

When the Group acts in the capacity of an agent rather than as the principal in a transaction, the revenue recognised is the net amount of commission made by the Group.

##### *Investments*

Revenue from investments comprises rental income from investment properties and dividend and interest income from investments and bank deposits.

##### *Rental income*

Rental income from investment property is recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income over the term of lease. Contingent rentals are recognised as income in the accounting period in which they are earned.

##### *Interest and dividend income*

Interest income is recognised in profit or loss as it accrues. Dividend income is recognised in profit or loss on the date the Group's right to receive payments is established.

#### **(t) Finance costs**

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and contingent consideration, losses on disposal of available-for-sale financial assets, fair value losses on financial assets at fair value through profit or loss, and impairment losses recognised on financial assets (other than trade receivables) that are recognised in profit or loss.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

#### **(u) Lease payments**

Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease.

Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

##### *Determining whether an arrangement contains a lease*

At inception of an arrangement, the Group determines whether such an arrangement is or contains a lease. A specific asset is the subject of a lease if fulfillment of the arrangement is dependent on the use of that specified asset. An arrangement conveys the right to use the asset if the arrangement conveys to the Group the right to control the use of the underlying asset.

At inception or upon reassessment of the arrangement, the Group separates payments and other consideration required by such an arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Group concludes for a finance lease that it is impracticable to separate the payments reliably, an asset and a liability are recognised

at an amount equal to the fair value of the underlying asset. Subsequently the liability is reduced as payments are made and an imputed finance charge on the liability is recognised using the Group's incremental borrowing rate.

**(v) Income tax**

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

**(w) Earnings per share**

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.

**(x) Segment reporting**

Segment results that are reported to the Group's CEO (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly net foreign exchange gain or loss, parts of loans and related finance costs and some items of investments.

#### 4. Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with related parties other than direct subsidiaries, indirect subsidiaries, subsidiaries of indirect subsidiaries, associates of indirect subsidiaries and associates of subsidiary of indirect subsidiaries (as presented in Note 1) were as follows:

| Name of entities                           | Country of incorporation/nationality | Nature of relationships   |
|--|--------------------------------------|---|
| 1. Thai Alcohol Plc.                       | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 2. Sint Ek Panich Co., Ltd.                | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 3. Banglen Agriculture Co., Ltd.           | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 4. Pisetkij Co., Ltd.                      | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 5. Thip Sugar Kamphaengphet Co., Ltd.      | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 6. The Chonburi Sugar Co., Ltd.            | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 7. Thai Agro Products Co., Ltd.            | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 8. Thip Sugar Sukhothai Co., Ltd.          | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 9. The Suphanburi Sugar Industry Co., Ltd. | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 10. The Southeast Insurance Plc.           | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 11. The Southeast Life Insurance Plc.      | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 12. Southeast Capital Co., Ltd.            | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 13. T.C.C. Technology Co., Ltd.            | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 14. Thai Glass Industries Plc.             | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 15. Bang-Na Glass Co., Ltd.                | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |
| 16. TCC Hotel Collection Co., Ltd.         | Thailand                             | Directors and controlling equity holders hold substantial shares indirectly |

| Name of entities                           | Country of incorporation/<br>nationality | Nature of relationships   |
|--|--|---|
| 17. Terragro Bio-Tech Co., Ltd.            | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 18. BJC Industrial and Trading Co., Ltd.   | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 19. North Park Real Estate Co., Ltd.       | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 20. TCC PD 11 Co., Ltd.                    | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 21. Thippatana Arcade Co., Ltd.            | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 22. Siam Food Products Plc.                | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 23. BJC Healthcare Co., Ltd.               | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 24. Wattanapat Trading Co., Ltd.           | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 25. Silvercord Capital (Singapore) Limited | Singapore                                | Directors and controlling equity holders hold substantial shares indirectly   |
| 26. Plantheon Trading Co., Ltd.            | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 27. Eastern Chemical Co., Ltd.             | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 28. New Noble Property and Loan Fund       | Thailand                                 | Directors and controlling equity holders are the indirect principal unit holder of this real estate investment fund |
| 29. Lertrattakarn Co., Ltd.                | Thailand                                 | Directors hold substantial shares indirectly  |
| 30. Thai Malaya Glass Co., Ltd.            | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 31. Berli Jucker Foods Co., Ltd.           | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 32. Dhanasindhi Co., Ltd.                  | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 33. Business Process Outsourcing Co., Ltd. | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 34. Dynamic Assets Property and Loan Fund  | Thailand                                 | Directors and controlling equity holders are the indirect principal unit holder of this real estate investment fund |
| 35. Best Fortune Property and Loan Fund    | Thailand                                 | Directors and controlling equity holders are the indirect principal unit holder of this real estate investment fund |

| Name of entities   | Country of incorporation/<br>nationality | Nature of relationships   |
|--|--|---|
| 36. Regent Gold Property Fund                              | Thailand                                 | Directors and controlling equity holders are the indirect principal unit holder of this real estate investment fund |
| 37. Thai Commercial Investment Freehold and Leasehold Fund | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 38. Berli Jucker Plc.                                      | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 39. Plaza Athenee Hotel (Thailand) Co., Ltd.               | Thailand                                 | Directors and controlling equity holders are the directors and hold substantial shares indirectly                   |
| 40. North Park Golf And Sports Club Co., Ltd.              | Thailand                                 | Directors and controlling equity holders are the directors and hold substantial shares indirectly                   |
| 41. Thai Beverage Can Co., Ltd.                            | Thailand                                 | Directors and controlling equity holders hold 50% shares indirectly   |
| 42. PS Recycle Co., Ltd.                                   | Thailand                                 | Directors and controlling equity holders are relatives of controlling person  |
| 43. Gaew Grung Thai Co., Ltd.                              | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 44. T.C.C. International Limited                           | Hong Kong                                | Controlling equity holders hold substantial shares indirectly   |
| 45. Best Wishes Co., Ltd.                                  | Hong Kong                                | Controlling equity holders hold substantial shares indirectly   |
| 46. Bangkok Glass Co., Ltd.                                | Thailand                                 | A subsidiary holds shares   |
| 47. The Pet Co., Ltd.                                      | Thailand                                 | A subsidiary holds shares   |
| 48. Crown Seal Plc.  | Thailand                                 | A subsidiary holds shares   |
| 49. Petpak Co., Ltd.                                       | Thailand                                 | A subsidiary holds shares   |
| 50. TCC Holding Co., Ltd.                                  | Thailand                                 | Having common controlling equity holders  |
| 51. TCC Assets Ltd.  | British Virgin Islands                   | Directors and controlling equity holders hold substantial shares directly   |
| 52. N.C.C. Management and Development Co., Ltd.            | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 53. InterContinental Singapore                             | Singapore                                | Directors and controlling equity holders hold substantial shares indirectly   |
| 54. TCC Hotel Asset Management Co., Ltd.                   | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 55. TCC Logistics & Warehouse Co., Ltd.                    | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 56. Riverside Homes Development Co., Ltd.                  | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 57. SMJC Real Estate Co., Ltd.                             | Thailand                                 | Directors and controlling equity holders hold substantial shares indirectly   |
| 58. Golden Land Property Development Public Co., Ltd.      | Thailand                                 | Directors hold substantial shares indirectly  |

| Name of entities                               | Country of incorporation/<br>nationality | Nature of relationships  |
|--|--|--|
| 59. F&N Group and related parties of F&N Group | Singapore                                | An indirect subsidiary holds 28.53% shares in Fraser and Neave, Limited  |
| 60. FCL Group and related parties of FCL Group | Singapore                                | An indirect subsidiary holds 28.44% shares in Frasers Centrepoint Limited  |
| 61. Key management personnel                   | Thailand                                 | Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group/ Company. |

The pricing policies for transactions with related parties are explained further below:

**Transactions**

Revenue from sale of goods  
 Revenue from rendering of services  
 Purchase of goods/raw materials  
 Receiving of services  
 Purchase and sale of property, plant and equipment  
 Purchase and sale of investments  
 Interest income and interest expense

**Pricing policies**

Agreed prices which approximate market prices  
 Contractual prices  
 Agreed prices which approximate market prices  
 Contractual prices  
 Contractual prices  
 Contractual prices  
 Rate as mutually agreed with reference interest rates quoted by financial institutions

Significant transactions for the years ended 31 December with related parties were as follows:

| Year ended 31 December  | Note | Consolidated<br>financial statements |         | Separate<br>financial statements |        |
|---|------|--------------------------------------|---------|----------------------------------|--------|
|   |      | 2015                                 | 2014    | 2015                             | 2014   |
| <i>(in million Baht)</i>  |      |                                      |         |                                  |        |
| <b>Subsidiaries</b>   |      |                                      |         |                                  |        |
| Management fees   |      | -                                    | -       | 3,867                            | 3,329  |
| Cost of rendering of services   |      | -                                    | -       | 373                              | 369    |
| Dividend income   | 11   | -                                    | -       | 9,584                            | 28,283 |
| Interest income   |      | -                                    | -       | 765                              | 818    |
| Interest expense  |      | -                                    | -       | 1,334                            | 1,200  |
| Other income  |      | -                                    | -       | 6                                | 46     |
| Administrative expenses   |      | -                                    | -       | 20                               | 16     |
| Increase in share capital of subsidiary                                   | 11   | -                                    | -       | 37,941                           | 16,375 |
| Acquisitions of subsidiaries  | 11   | -                                    | -       | 2,793                            | 8      |
| Disposals of subsidiaries   | 11   | -                                    | -       | 74                               | -      |
| <b>Associates</b>   |      |                                      |         |                                  |        |
|   | 10   |                                      |         |                                  |        |
| Share of profit from disposal of interest in associate, net of income tax |      | 3,848                                | -       | -                                | -      |
| Share of profit of investment in associates, net of income tax            |      | 3,926                                | 3,389   | -                                | -      |
| Share of other comprehensive income of investment in associates           |      | 1,148                                | (2,243) | -                                | -      |
| Dividend income   |      | 2,273                                | 2,434   | -                                | -      |
| Cash received from capital reduction of associate                         |      | -                                    | 4,465   | -                                | -      |
| <b>Key management personnel</b>   |      |                                      |         |                                  |        |
| Key management personnel compensation                                     |      |                                      |         |                                  |        |
| Short-term employee benefits  |      | 437                                  | 387     | 411                              | 360    |
| Post-employment benefits  |      | 16                                   | 9       | 16                               | 9      |
| Total key management personnel compensation                               |      | 453                                  | 396     | 427                              | 369    |
| <b>Other related parties</b>  |      |                                      |         |                                  |        |
| Revenue from sale of goods  |      | 770                                  | 549     | -                                | -      |
| Purchases of raw materials and packaging                                  |      | 9,331                                | 9,129   | -                                | -      |
| Overhead costs  |      | 211                                  | 219     | -                                | -      |
| Cost of rendering of services   |      | -                                    | -       | 186                              | 141    |
| Dividend income   |      | 3                                    | 4       | -                                | -      |
| Other income  |      | 383                                  | 45      | 2                                | 2      |
| Selling and administrative expenses                                       |      | 1,031                                | 832     | 10                               | 6      |
| Purchases of plant and equipment  |      | 719                                  | 185     | -                                | -      |
| Sales of plant and equipment  |      | 2                                    | -       | -                                | -      |
| Sales of assets classified as held for sale                               | 9    | 1,810                                | -       | -                                | -      |



Balances as at 31 December with related parties were as follows:

| <i>Trade accounts receivable from related parties</i> | Consolidated<br>financial statements |           | Separate<br>financial statements |            |
|---|--------------------------------------|-----------|----------------------------------|------------|
|   | 2015                                 | 2014      | 2015                             | 2014       |
|   |                                      |           | <i>(in million Baht)</i>         |            |
| Subsidiaries  | -                                    | -         | 2,441                            | 399        |
| Associates  | 43                                   | 24        | -                                | -          |
| Other related parties                                 | 58                                   | 29        | -                                | -          |
| <b>Total</b>  | <b>101</b>                           | <b>53</b> | <b>2,441</b>                     | <b>399</b> |

**Short-term loans to and other receivables from related parties**

|                       | Consolidated financial statements |                   |                                 |                   | Separate financial statements   |                   |                                 |                   |
|-----------------------|-----------------------------------|-------------------|---------------------------------|-------------------|---------------------------------|-------------------|---------------------------------|-------------------|
|                       | 2015                              |                   | 2014                            |                   | 2015                            |                   | 2014                            |                   |
|                       | Short-term loans to receivables   | Other receivables | Short-term loans to receivables | Other receivables | Short-term loans to receivables | Other receivables | Short-term loans to receivables | Other receivables |
| Subsidiaries          | -                                 | -                 | -                               | -                 | 6,902                           | 73                | 12,182                          | 82                |
| Associates            | -                                 | 268               | -                               | 2                 | -                               | -                 | -                               | -                 |
| Other related parties | -                                 | 525               | -                               | 451               | -                               | 81                | -                               | -                 |
| <b>Total</b>          | -                                 | 793               | -                               | 453               | 6,902                           | 154               | 12,182                          | 82                |

(in million Baht)

**Long-term loans to and other receivables from related parties**

|                       | Consolidated financial statements |                   |                                |                   | Separate financial statements  |                   |                                |                   |
|-----------------------|-----------------------------------|-------------------|--------------------------------|-------------------|--------------------------------|-------------------|--------------------------------|-------------------|
|                       | 2015                              |                   | 2014                           |                   | 2015                           |                   | 2014                           |                   |
|                       | Long-term loans to receivables    | Other receivables | Long-term loans to receivables | Other receivables | Long-term loans to receivables | Other receivables | Long-term loans to receivables | Other receivables |
| Subsidiaries          | -                                 | -                 | -                              | -                 | -                              | 1                 | 3,719                          | 1                 |
| Other related parties | -                                 | 88                | -                              | 78                | -                              | 12                | -                              | 10                |
| <b>Total</b>          | -                                 | 88                | -                              | 78                | -                              | 13                | 3,719                          | 11                |

(in million Baht)

**Summary of loans to related parties**

|                  | Consolidated<br>financial statements |      | Separate<br>financial statements |                   |
|------------------|--------------------------------------|------|----------------------------------|-------------------|
|                  | 2015                                 | 2014 | 2015                             | 2014              |
|                  |                                      |      |                                  | (in million Baht) |
| Short-term loans | -                                    | -    | 6,902                            | 12,182            |
| Long-term loans  | -                                    | -    | -                                | 3,719             |
| <b>Total</b>     | -                                    | -    | <b>6,902</b>                     | <b>15,901</b>     |

Movements during the years ended 31 December of loans to related parties were as follows:

**Loans to related parties**

|                                 | Consolidated<br>financial statements |      | Separate<br>financial statements |                   |
|---------------------------------|--------------------------------------|------|----------------------------------|-------------------|
|                                 | 2015                                 | 2014 | 2015                             | 2014              |
|                                 |                                      |      |                                  | (in million Baht) |
| <b>Short-term loans</b>         |                                      |      |                                  |                   |
| <b>Subsidiaries</b>             |                                      |      |                                  |                   |
| At 1 January                    | -                                    | -    | 12,182                           | 14,422            |
| Reclassify from long-term loans | -                                    | -    | 3,719                            | -                 |
| Increase                        | -                                    | -    | 19,813                           | 1,333             |
| Decrease                        | -                                    | -    | (28,812)                         | (3,573)           |
| <b>At 31 December</b>           | -                                    | -    | <b>6,902</b>                     | <b>12,182</b>     |
| <b>Long-term loans</b>          |                                      |      |                                  |                   |
| <b>Subsidiaries</b>             |                                      |      |                                  |                   |
| At 1 January                    | -                                    | -    | 3,719                            | 2,197             |
| Reclassify to short-term loans  | -                                    | -    | (3,719)                          | -                 |
| Increase                        | -                                    | -    | -                                | 2,211             |
| Decrease                        | -                                    | -    | -                                | (689)             |
| <b>At 31 December</b>           | -                                    | -    | -                                | <b>3,719</b>      |

The currency denomination of loans to and other receivables from related parties as at 31 December 2015 and 2014 was as follows:

|  | Consolidated<br>financial statements |            | Separate<br>financial statements |                   |
|--|--------------------------------------|------------|----------------------------------|-------------------|
|  | 2015                                 | 2014       | 2015                             | 2014              |
|  |                                      |            |                                  | (in million Baht) |
| Thai Baht (THB) and other functional<br>currencies of subsidiaries | 876                                  | 531        | 7,069                            | 15,994            |
| Singapore Dollars (SGD)  | 5                                    | -          | -                                | -                 |
| <b>Total</b>   | <b>881</b>                           | <b>531</b> | <b>7,069</b>                     | <b>15,994</b>     |

**Trade accounts payable to related parties**

|                       | Consolidated<br>financial statements |              | Separate<br>financial statements |                   |
|-----------------------|--------------------------------------|--------------|----------------------------------|-------------------|
|                       | 2015                                 | 2014         | 2015                             | 2014              |
|                       |                                      |              |                                  | (in million Baht) |
| Associates            | 257                                  | 241          | -                                | -                 |
| Other related parties | 1,307                                | 1,298        | -                                | -                 |
| <b>Total</b>          | <b>1,564</b>                         | <b>1,539</b> | -                                | -                 |

**Short-term loans from and other payables to related parties**

|                       | Consolidated financial statements |                |       |                       |                |       | Separate financial statements |                |        |       |                   |       |
|-----------------------|-----------------------------------|----------------|-------|-----------------------|----------------|-------|-------------------------------|----------------|--------|-------|-------------------|-------|
|                       | 2015                              |                |       | 2014                  |                |       | 2015                          |                | 2014   |       | (in million Baht) |       |
|                       | Short-term loans from             | Other payables | Total | Short-term loans from | Other payables | Total | Short-term loans from         | Other payables | Total  |       |                   |       |
| Subsidiaries          | -                                 | -              | -     | -                     | -              | -     | 32,025                        | 315            | 32,340 | 7,517 | 238               | 7,755 |
| Associates            | -                                 | 37             | 37    | -                     | 60             | 60    | -                             | -              | -      | -     | -                 | -     |
| Other related parties | -                                 | 234            | 234   | -                     | 210            | 210   | -                             | 31             | 31     | -     | 38                | 38    |
| <b>Total</b>          | -                                 | 271            | 271   | -                     | 270            | 270   | 32,025                        | 346            | 32,371 | 7,517 | 276               | 7,793 |

**Long-term loans from and other payables to related parties**

|              | Consolidated financial statements |                |       |                      |                |       | Separate financial statements |                |       |        |                   |        |
|--------------|-----------------------------------|----------------|-------|----------------------|----------------|-------|-------------------------------|----------------|-------|--------|-------------------|--------|
|              | 2015                              |                |       | 2014                 |                |       | 2015                          |                | 2014  |        | (in million Baht) |        |
|              | Long-term loans from              | Other payables | Total | Long-term loans from | Other payables | Total | Long-term loans from          | Other payables | Total |        |                   |        |
| Subsidiaries | -                                 | -              | -     | -                    | -              | -     | 1,317                         | -              | 1,317 | 12,569 | -                 | 12,569 |

**Summary of loans from related parties**

|                  | Consolidated<br>financial statements |      | Separate<br>financial statements |                   |
|------------------|--------------------------------------|------|----------------------------------|-------------------|
|                  | 2015                                 | 2014 | 2015                             | 2014              |
|                  |                                      |      |                                  | (in million Baht) |
| Short-term loans | -                                    | -    | 32,025                           | 7,517             |
| Long-term loans  | -                                    | -    | 1,317                            | 12,569            |
| <b>Total</b>     | -                                    | -    | <b>33,342</b>                    | 20,086            |

Movements during the year ended 31 December of loans from related parties were as follows:

**Loans from related parties**

|                                 | Consolidated<br>financial statements |      | Separate<br>financial statements |                   |
|---------------------------------|--------------------------------------|------|----------------------------------|-------------------|
|                                 | 2015                                 | 2014 | 2015                             | 2014              |
|                                 |                                      |      |                                  | (in million Baht) |
| <b>Short-term loans</b>         |                                      |      |                                  |                   |
| <b>Subsidiaries</b>             |                                      |      |                                  |                   |
| At 1 January                    | -                                    | -    | 7,517                            | 7,371             |
| Reclassify from long-term loans | -                                    | -    | 12,569                           | -                 |
| Increase                        | -                                    | -    | 57,877                           | 2,765             |
| Decrease                        | -                                    | -    | (45,938)                         | (2,619)           |
| <b>At 31 December</b>           | -                                    | -    | <b>32,025</b>                    | 7,517             |
| <b>Long-term loans</b>          |                                      |      |                                  |                   |
| <b>Subsidiaries</b>             |                                      |      |                                  |                   |
| At 1 January                    | -                                    | -    | 12,569                           | 17,770            |
| Reclassify to short-term loans  | -                                    | -    | (12,569)                         | -                 |
| Increase                        | -                                    | -    | 1,317                            | 1,749             |
| Decrease                        | -                                    | -    | -                                | (6,950)           |
| <b>At 31 December</b>           | -                                    | -    | <b>1,317</b>                     | 12,569            |

The currency denomination of loans from and other payables to related parties as at 31 December 2015 and 2014 was as follows:

|   | Consolidated<br>financial statements |      | Separate<br>financial statements |                   |
|---|--------------------------------------|------|----------------------------------|-------------------|
|   | 2015                                 | 2014 | 2015                             | 2014              |
|   |                                      |      |                                  | (in million Baht) |
| Thai Baht (THB) and other functional currencies |                                      |      |                                  |                   |
| of subsidiaries                                 | 247                                  | 212  | 32,358                           | 20,362            |
| Singapore Dollars (SGD)                         | 17                                   | 41   | 12                               | -                 |
| Malaysian Ringgit (MYR)                         | 3                                    | 17   | -                                | -                 |
| United States Dollars (USD)                     | 3                                    | -    | 1                                | -                 |
| Pound Sterling (GBP)                            | 1                                    | -    | -                                | -                 |
| Hong Kong Dollars (HKD)                         | -                                    | -    | 1,317                            | -                 |
| <b>Total</b>                                    | <b>271</b>                           | 270  | <b>33,688</b>                    | 20,362            |

**Significant agreements with related parties***Supporting service agreements*

The Company entered into supporting service agreements with subsidiaries for supporting service such as human resource, administration, accounting, finance, public relations, public co-ordination, technology, law, secretary and share register and internal audit for a period of one year from 1 January 2004 to 31 December 2004. Unless there are notifications to terminate the agreement not later than 30 days prior to the expiry date, this agreement continues to be in effect for the successive one year term. The subsidiaries are committed to pay a service fee at the rate of 1%-1.6% of their principal revenue.

*Application service provisioning agreement*

The Company entered into the application service provisioning agreement with T.C.C. Technology Co., Ltd., a related company, for the provision of ongoing maintenance and development of the application. The Company is committed to pay the rental fee of system, computer hardware, software license and service fee on a monthly basis throughout the contract period for five years, effective from 31 May 2006, under the fees and conditions stipulated in the agreement. Subsequently, the Company entered into additional agreements according to the additional number of users, which will be ended on 31 March 2016.

*Molasses purchase and sale agreements*

Thai Molasses Co., Ltd., the Company's subsidiary, entered into molasses purchase and sale agreements with various related companies in order to sell molasses to other subsidiaries within the Group, under the prices and conditions stipulated in the agreements.

*Glass bottle purchase and sale agreement*

Thai Beverage Recycle Co., Ltd., the Company's subsidiary, entered into the glass bottle purchase and sale agreement with Berli Jucker Plc., a related company, in order to sell glass bottle to other subsidiaries within the Group, for a period of three years, effective from 1 January 2016 to 31 December 2019, under the prices and conditions stipulated in the agreement.

*Revolving loan agreement*

In June 2011, the Company entered into revolving loan agreement with subsidiaries for lending the loans with joint credit limit not exceeding Baht 10,000 million, bearing interest at the rate of 5% per annum and repayable at call. Subsequently in September 2011, the Company entered into revolving loan agreement with a subsidiary to lend loans with credit limit of Baht 15,000 million, bearing interest at the rate of 5% per annum and repayable at call.

In 2011, the Company entered into revolving loan agreements with subsidiaries for lending the loans with total credit limit of Baht 55,900 million, bearing interest at the rate of 5% per annum and repayable at call. Subsequently in 2013, the Company extended the credit limit and entered into the additional loan agreements with subsidiaries. As at 31 December 2015, the total credit limit was Baht 88,400 million.

*Term loan facility agreement*

In July 2012, the Company entered into term loan facility agreement with a subsidiary to lend a loan facility to finance the investment up to the amount of SGD 1,000 million which is repayable after one year from the drawdown date or other date which the Company would agree to extend. In March 2015, the aforesaid subsidiary fully repaid the remaining balance of loan prior to the maturity date.

In June 2015, the Company entered into a term loan facility agreement with a subsidiary to provide a loan facility for working capital up to the amount of HKD 400 million. As at 31 December 2015, the Company has utilised facility of HKD 280 million.

**Commitments with related parties**

|  | Consolidated<br>financial statements |              | Separate<br>financial statements |           |
|--|--------------------------------------|--------------|----------------------------------|-----------|
|  | 2015                                 | 2014         | 2015                             | 2014      |
|  | <i>(in million Baht)</i>             |              |                                  |           |
| <b>Capital commitments</b>                         |                                      |              |                                  |           |
| Machinery and equipment                            | 4                                    | 21           | -                                | -         |
| Buildings and other constructions                  | 3                                    | 5            | -                                | -         |
| Land   | -                                    | 424          | -                                | -         |
| <b>Total</b>                                       | <b>7</b>                             | <b>450</b>   | <b>-</b>                         | <b>-</b>  |
| <b>Non-cancellable operating lease commitments</b> |                                      |              |                                  |           |
| Within one year                                    | 380                                  | 258          | 43                               | 44        |
| After one year but within five years               | 700                                  | 276          | 37                               | 34        |
| <b>Total</b>                                       | <b>1,080</b>                         | <b>534</b>   | <b>80</b>                        | <b>78</b> |
| <b>Other commitments</b>                           |                                      |              |                                  |           |
| Purchase of molasses agreements                    | 760                                  | 833          | -                                | -         |
| Purchase of raw material agreements                | 149                                  | 3            | -                                | -         |
| Sale of molasses agreements                        | 101                                  | 31           | -                                | -         |
| Application service provisioning agreements        | 32                                   | 32           | 32                               | 32        |
| Brewing supervision agreement                      | 18                                   | 20           | -                                | -         |
| Other service agreements                           | 140                                  | 83           | 91                               | 56        |
| <b>Total</b>                                       | <b>1,200</b>                         | <b>1,002</b> | <b>123</b>                       | <b>88</b> |

**5. Cash and cash equivalents**

|                                      | Consolidated<br>financial statements |              | Separate<br>financial statements |           |
|--------------------------------------|--------------------------------------|--------------|----------------------------------|-----------|
|                                      | 2015                                 | 2014         | 2015                             | 2014      |
|                                      | <i>(in million Baht)</i>             |              |                                  |           |
| Cash on hand                         | 84                                   | 73           | -                                | -         |
| Cash at banks – current accounts     | 1,174                                | 979          | 4                                | 2         |
| Cash at banks – savings accounts     | 2,138                                | 1,035        | 591                              | 35        |
| Highly liquid short-term investments | 94                                   | 143          | -                                | -         |
| <b>Total</b>                         | <b>3,490</b>                         | <b>2,230</b> | <b>595</b>                       | <b>37</b> |

The currency denomination of cash and cash equivalents as at 31 December was as follows:

|  | Consolidated<br>financial statements |              | Separate<br>financial statements |           |
|--|--------------------------------------|--------------|----------------------------------|-----------|
|  | 2015                                 | 2014         | 2015                             | 2014      |
|  | <i>(in million Baht)</i>             |              |                                  |           |
| Thai Baht (THB) and other functional<br>currencies of subsidiaries | 3,368                                | 1,737        | 595                              | 37        |
| United States Dollars (USD)  | 44                                   | 129          | -                                | -         |
| Hong Kong Dollars (HKD)  | 35                                   | 1            | -                                | -         |
| Singapore Dollars (SGD)  | 31                                   | 2            | -                                | -         |
| Myanmar Kyat (MMK)   | 5                                    | -            | -                                | -         |
| Pound Sterling (GBP)   | 4                                    | 358          | -                                | -         |
| Vietnamese Dong (VND)  | 2                                    | -            | -                                | -         |
| Canada Dollars (CAD)   | 1                                    | 2            | -                                | -         |
| Euro (EUR)   | -                                    | 1            | -                                | -         |
| <b>Total</b>   | <b>3,490</b>                         | <b>2,230</b> | <b>595</b>                       | <b>37</b> |

## 6. Trade accounts receivable

|                                      | Note | Consolidated<br>financial statements |              | Separate<br>financial statements |            |
|--------------------------------------|------|--------------------------------------|--------------|----------------------------------|------------|
|                                      |      | 2015                                 | 2014         | 2015                             | 2014       |
|                                      |      | <i>(in million Baht)</i>             |              |                                  |            |
| Related parties                      | 4    | 101                                  | 53           | 2,441                            | 399        |
| Other parties                        |      | 3,891                                | 3,692        | -                                | -          |
| <b>Total</b>                         |      | <b>3,992</b>                         | <b>3,745</b> | <b>2,441</b>                     | <b>399</b> |
| Less allowance for doubtful accounts |      | (86)                                 | (77)         | -                                | -          |
| <b>Net</b>                           |      | <b>3,906</b>                         | <b>3,668</b> | <b>2,441</b>                     | <b>399</b> |
| Bad and doubtful debts expenses      |      |                                      |              |                                  |            |
| for the year                         |      | 11                                   | 14           | -                                | -          |



Aging analyses for trade accounts receivable were as follows:

|   | Consolidated<br>financial statements |       | Separate<br>financial statements |      |
|---|--------------------------------------|-------|----------------------------------|------|
|   | 2015                                 | 2014  | 2015                             | 2014 |
|   | <i>(in million Baht)</i>             |       |                                  |      |
| <b>Related parties</b>                      |                                      |       |                                  |      |
| Within credit terms                         | 71                                   | 45    | 2,254                            | 399  |
| Overdue:                                    |                                      |       |                                  |      |
| Less than 3 months                          | 30                                   | 7     | -                                | -    |
| 3-6 months                                  | -                                    | 1     | 187                              | -    |
|   | 101                                  | 53    | 2,441                            | 399  |
| <b>Other parties</b>                        |                                      |       |                                  |      |
| Within credit terms                         | 3,135                                | 2,956 | -                                | -    |
| Overdue:                                    |                                      |       |                                  |      |
| Less than 3 months                          | 687                                  | 634   | -                                | -    |
| 3-6 months                                  | 27                                   | 30    | -                                | -    |
| 6-12 months                                 | 31                                   | 40    | -                                | -    |
| Over 12 months                              | 11                                   | 32    | -                                | -    |
|   | 3,891                                | 3,692 | -                                | -    |
| <i>Less allowance for doubtful accounts</i> | <b>(86)</b>                          | (77)  | -                                | -    |
|   | 3,805                                | 3,615 | -                                | -    |
| <b>Net</b>                                  | <b>3,906</b>                         | 3,668 | <b>2,441</b>                     | 399  |

The normal credit term granted by the Group ranges from 7 days to 150 days.

The currency denomination of trade accounts receivable as at 31 December was as follows:

|  | Consolidated<br>financial statements |       | Separate<br>financial statements |      |
|--|--------------------------------------|-------|----------------------------------|------|
|  | 2015                                 | 2014  | 2015                             | 2014 |
|  | <i>(in million Baht)</i>             |       |                                  |      |
| Thai Baht (THB) and other functional<br>currencies of subsidiaries | 3,783                                | 3,614 | 2,441                            | 399  |
| United States Dollars (USD)  | 68                                   | -     | -                                | -    |
| Euro (EUR)   | 36                                   | 34    | -                                | -    |
| Canada Dollars (CAD)   | 9                                    | 4     | -                                | -    |
| Malaysian Ringgit (MYR)  | 6                                    | 16    | -                                | -    |
| Singapore Dollars (SGD)  | 4                                    | -     | -                                | -    |
| <b>Total</b>   | <b>3,906</b>                         | 3,668 | <b>2,441</b>                     | 399  |

## 7. Inventories

|   | Consolidated<br>financial statements |         | Separate<br>financial statements |      |
|---|--------------------------------------|---------|----------------------------------|------|
|   | 2015                                 | 2014    | 2015                             | 2014 |
|   |                                      |         | <i>(in million Baht)</i>         |      |
| Finished goods  | 11,041                               | 11,785  | -                                | -    |
| Maturing spirits  | 13,649                               | 12,466  | -                                | -    |
| Work in progress  | 5,187                                | 5,295   | -                                | -    |
| Raw materials   | 2,865                                | 1,624   | -                                | -    |
| Packaging materials   | 1,719                                | 2,103   | -                                | -    |
| Spare parts   | 518                                  | 505     | -                                | -    |
| Others  | 580                                  | 645     | -                                | -    |
|   | <b>35,559</b>                        | 34,423  | -                                | -    |
| Less allowance for decline in value                                 | (355)                                | (339)   | -                                | -    |
| <b>Net</b>  | <b>35,204</b>                        | 34,084  | -                                | -    |
| Inventories recognised as an expense in<br>'Cost of sale of goods': |                                      |         |                                  |      |
| - Cost  | 121,814                              | 114,573 | -                                | -    |
| - Write-down to net realisable value                                | 209                                  | 309     | -                                | -    |
| - Reversal of write-down  | (193)                                | (172)   | -                                | -    |
| <b>Net</b>  | <b>121,830</b>                       | 114,710 | -                                | -    |

## 8. Other current assets

|                            | Consolidated<br>financial statements |       | Separate<br>financial statements |      |
|----------------------------|--------------------------------------|-------|----------------------------------|------|
|                            | 2015                                 | 2014  | 2015                             | 2014 |
|                            |                                      |       | <i>(in million Baht)</i>         |      |
| Prepaid excise tax         | 1,832                                | 1,433 | -                                | -    |
| Deposits                   | 1,091                                | 1,230 | 1                                | -    |
| Refundable value added tax | 612                                  | 573   | 21                               | 18   |
| Refundable excise tax      | 72                                   | 102   | -                                | -    |
| Others                     | 529                                  | 381   | -                                | -    |
| <b>Total</b>               | <b>4,136</b>                         | 3,719 | <b>22</b>                        | 18   |

## 9. Assets classified as held for sale

On 17 April 2015, Sermsuk Public Company Limited ("Sermsuk"), an indirect subsidiary of the Company, had entered into sale agreement of the land and buildings and transferred ownership of the said land and buildings to a related company. Sermsuk had proceeds from sale of such land and building, recorded as assets classified as held for sale as at 31 December 2014, of Baht 1,810 million (net of expenditure attributable to the sale, of Baht 1,736 million) and gain on sale of Baht 446 million presented as a part of other income in the consolidated statements of income.

## 10. Investments in associates

|   | Consolidated<br>financial statements |         |
|---|--------------------------------------|---------|
|   | 2015                                 | 2014    |
|   | <i>(in million Baht)</i>             |         |
| At 1 January  | <b>67,614</b>                        | 75,558  |
| Share of net profit of investment in associates                 | <b>3,926</b>                         | 3,389   |
| Share of other comprehensive income of investment in associates | <b>1,148</b>                         | (2,243) |
| Share of profit from disposal of interest in associate          | <b>3,848</b>                         | -       |
| Dividend income from associates                                 | <b>(2,273)</b>                       | (2,434) |
| Capital reduction of associate                                  | -                                    | (4,465) |
| Translation differences on consolidation                        | <b>1,474</b>                         | (2,191) |
| <b>At 31 December</b>   | <b>75,737</b>                        | 67,614  |

During 2013, Fraser and Neave, Limited ("F&N") received a letter from the lawyers of Myanmar Economic Holdings Limited ("MEHL"), F&N's joint venture partner in Myanmar Brewery Limited ("MBL"), stating MEHL's intention to issue a notice of arbitration in respect of a potential claim relating to F&N's 55% stake in MBL ("the F&N's MBL Stake"). On 9 September 2013, the lawyers representing MEHL sent F&N a document entitled Notice of Arbitration. F&N and MEHL have submitted their claims to the Arbitral Tribunal in Singapore. Subsequently on 31 October 2014, the Arbitral Tribunal has ruled that MEHL is entitled to buy the F&N's MBL Stake at fair value to be determined by an independent valuer ("the Valuer") to be jointly appointed by both parties.

Subsequently on 22 July 2015, F&N received the valuation report from the Valuer who determined that the estimated fair value of the F&N's MBL Stake is Myanmar Kyat (MMK) 500 billion or USD 560 million based on the exchange rate applied by the Valuer. Both MEHL and F&N have agreed that the sale of the F&N's MBL stake shall be completed at USD 560 million. The said sale transaction has been completed on 19 August 2015. The Group recognised a profit sharing from gain on disposal of MBL of approximately Baht 3,848 million in the consolidated statement of income.

On 21 January 2015, Sinomax International Pte. Ltd. ("Sinomax"), an indirect wholly-owned subsidiary of FCL, has entered into an agreement to sell its entire shareholding interest in Beijing Sin Hua Yan Real Estate Development Co., Ltd. ("BJSHY") to Beijing Haina Junan Investment Co., Ltd. The consideration for the sale of Sinomax's entire shareholding interest in BJSHY is approximately RMB 357.4 million (approximately Baht 1,894.13 million), and was settled in cash. The said transaction has been completed in March 2015.

At the annual general meeting of the shareholders of Fraser and Neave, Limited ("F&N") and Fraser Centrepoint Limited ("FCL"), associates of an indirect subsidiary of the Company, held on 30 January 2015, the shareholders approved the dividend payment of SGD 0.03 per share and SGD 0.062 per share, respectively. The dividend was paid on 16 February 2015. The Company's indirect subsidiary received the said dividend of approximately Baht 295 million and Baht 1,221 million, respectively.

On 9 March 2015, FCL Treasury Pte. Ltd., a subsidiary of FCL, has issued SGD 700 million subordinated perpetual securities, with interest rate of 5% per annum and has no fixed final redemption date, under the SGD 3,000 million Multicurrency Debt Issuance Programme which is guaranteed by FCL.

At the Board of Directors' meeting of F&N and FCL, held on 7 May 2015 and 11 May 2015, respectively, the Board of Directors of F&N and FCL approved the interim dividend payment of SGD 0.02 and SGD 0.024 per share, respectively. The interim dividend was paid on 11 June 2015. The Company's indirect subsidiary received the said dividend of approximately Baht 207 million and Baht 496 million respectively.

On 22 May 2015, FCL Treasury Pte. Ltd., a subsidiary of FCL, has issued up to SGD 500 million in aggregate principal amount of bonds, with interest rate of 3.65% per annum due in 2022 in Singapore, which is guaranteed by FCL.

On 17 June 2015, Frasers Hospitality UK Holdings Limited, a subsidiary of FCL, has executed a sale and purchase agreement with MHDV Holdings II Sarl to purchase all of the ordinary shares constituting the entire issued share capital of MHDV Holdings (UK) Limited. The consideration for the transaction was £363.4 million (equivalent to approximately SGD 759.5 million).

On 6 July 2015, Frasers Hospitality Trust ("FHT"), a subsidiary of FCL, issued of 150 million new stapled securities at an issue price of SGD 0.82 per stapled securities. FHT received gross proceeds of SGD 123 million and used to partially fund the acquisition of the 75-year leasehold interest in Sofitel Sydney Wentworth in the amount of SGD 120 million.

On 24 July 2015, Frasers Commercial Trust ("FCOT"), a subsidiary of FCL, issued of 96 million units of a private placement ("the Private Placement") at an issue price of SGD 1.48 per unit, totalling SGD 142.1 million. FCL Trust Holdings (Commercial) Pte. Ltd., a wholly-owned subsidiary of FCOT, had undertaken to subscribe for 23.1 million units of the Private Placement. FCOT will use of SGD 140.2 million to be partial finance of the acquisition of the building in Australia and for the working capital purposes.

At the Board of Directors' meeting held on 9 November 2015 of FCL, the Board of Directors has approved an investment in Golden Land Property Development Public Company Limited, a related company, ("the Proposed Transaction"). The aggregated consideration of the Proposed Transaction is Baht 4,971 million (equivalent to approximately SGD 196 million) for the subscription of the new ordinary shares in Golden Land Property Development Public Company Limited, at a subscription price of Baht 7.25 (equivalent to approximately SGD 0.29) per share. Subsequently on 14 January 2016, the transaction has been completed. Therefore, the FCL Group holds 29.5% of the issued share capital of Golden Land Property Development Public Company Limited.

During 2015, Malmaison and Hotel du Vin Property Holdings Limited, a subsidiary of FCL, has entered into a share purchase agreement to acquire 100% of the issued and paid-up share capital of Golden Tent Limited. The consideration for the acquisition is approximately Baht 1,945 million.

Investments in associates as at 31 December 2015 and 2014, and dividend income from those investments for the years then ended were as follows:

| <b>Consolidated financial statements</b>    |                    |                 |               |            |               |               |                   |              |              |
|---|--------------------|-----------------|---------------|------------|---------------|---------------|-------------------|--------------|--------------|
|   | Ownership interest | Paid-up capital | Cost          | Impairment | At cost – net | Equity        | Dividend income   |              |              |
|   | 2015               | 2015            | 2014          | 2015       | 2014          | 2015          | 2015              | 2014         | 2014         |
|   | (%)                | Baht 75         | Baht 75       |            |               |               | (in million Baht) |              |              |
|   |                    | million         | million       |            |               |               |                   |              |              |
| <b>Associates</b>                           |                    |                 |               |            |               |               |                   |              |              |
| <i>Held by indirect subsidiaries</i>        |                    |                 |               |            |               |               |                   |              |              |
| Petform (Thailand) Co., Ltd.                | 25.86              | 25.86           | 30            | -          | 30            | 30            | 377               | 54           | 58           |
|   |                    | SGD             | SGD           |            |               |               |                   |              |              |
|   |                    | 849             | 845           |            |               |               |                   |              |              |
| Fraser and Neave, Limited                   | 28.53              | 28.54           | 17,108        | -          | 17,108        | 16,372        | 29,118            | 502          | 1,491        |
|   |                    | SGD             | SGD           |            |               |               |                   |              |              |
|   |                    | 1,767           | 1,760         |            |               |               |                   |              |              |
| Fraser Centrepoint Limited                  | 28.44              | 28.49           | 36,153        | -          | 36,153        | 34,605        | 37,985            | 1,717        | 885          |
|   |                    | million         | million       |            |               |               |                   |              |              |
| Held by subsidiary of indirect subsidiaries |                    |                 |               |            |               |               |                   |              |              |
|   |                    | GBP 0.5         | GBP 0.5       |            |               |               |                   |              |              |
|   |                    | million         | million       |            |               |               |                   |              |              |
| Liquorland Limited                          | 49.49              | 49.49           | 13            | -          | 13            | 13            | 134               | -            | -            |
| <b>Total</b>                                |                    |                 | <b>53,304</b> | <b>-</b>   | <b>53,304</b> | <b>51,020</b> | <b>67,614</b>     | <b>2,273</b> | <b>2,434</b> |

The Group has investment in associates, Fraser and Neave, Limited ("F&N") and Fraser Centrepoint Limited ("FCL"), which are listed on the Singapore Exchange Securities Trading Limited ("SGX") with the closing price as at 31 December 2015 of SGD 2.08 per share and SGD 1.68 per share, respectively (2014: SGD 2.73 per share and SGD 1.69 per share, respectively). The fair value calculated from the above mentioned closing price of the Group's investments in F&N and FCL are Baht 21,892 million and Baht 35,363 million, respectively (2014: Baht 28,031 million and Baht 34,705 million, respectively).

*Associates*

The following table summarises the financial information of the associates as included in their own financial statements, adjusted for fair value adjustments at acquisition and differences in accounting policies. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in these companies.

| <b>For the year ended 31 December</b>                         | <b>Fraser and Neave, Limited</b> |          | <b>Frasers Centrepoint Limited</b> |                          |
|---|----------------------------------|----------|------------------------------------|--------------------------|
| <b>Statement of comprehensive income</b>                      | <b>2015</b>                      | 2014     | <b>2015</b>                        | 2014                     |
|   |                                  |          |                                    | <i>(in million Baht)</i> |
| Revenue   | <b>50,892</b>                    | 52,458   | <b>78,763</b>                      | 69,813                   |
| Profit from continuing operations                             | <b>2,489</b>                     | 638      | <b>16,941</b>                      | 14,636                   |
| Post-tax profit from discontinued operation                   | <b>15,112</b>                    | 2,483    | -                                  | -                        |
| Other comprehensive income                                    | <b>8,098</b>                     | (2,093)  | <b>(6,251)</b>                     | (6,879)                  |
| <b>Total comprehensive income</b>                             | <b>25,699</b>                    | 1,028    | <b>10,690</b>                      | 7,757                    |
| Attributable to non-controlling interests                     | <b>682</b>                       | 2,413    | <b>3,637</b>                       | 2,517                    |
| Attributable to investee's shareholders                       | <b>25,017</b>                    | (1,385)  | <b>7,053</b>                       | 5,240                    |
| <b>As at 31 December</b>                                      |                                  |          |                                    |                          |
| <b>Statement of financial position</b>                        |                                  |          |                                    |                          |
| Current assets  | <b>41,987</b>                    | 26,145   | <b>158,913</b>                     | 152,935                  |
| Non-current assets  | <b>45,984</b>                    | 40,200   | <b>430,083</b>                     | 362,249                  |
| Current liabilities   | <b>(11,486)</b>                  | (12,006) | <b>(69,621)</b>                    | (49,308)                 |
| Non-current liabilities                                       | <b>(4,274)</b>                   | (4,354)  | <b>(246,690)</b>                   | (225,931)                |
| <b>Net assets</b>   | <b>72,211</b>                    | 49,985   | <b>272,685</b>                     | 239,945                  |
| Attributable to non-controlling interests                     | <b>7,869</b>                     | 10,358   | <b>72,044</b>                      | 79,727                   |
| Attributable to investee's shareholders                       | <b>64,342</b>                    | 39,627   | <b>200,641</b>                     | 160,218                  |
| Group's interest in net assets of investee at 1 January       | <b>29,118</b>                    | 36,473   | <b>37,985</b>                      | 38,667                   |
| Total comprehensive income attributable to the Group          | <b>7,129</b>                     | (437)    | <b>1,685</b>                       | 1,424                    |
| Dividends received during the year                            | <b>(502)</b>                     | (1,491)  | <b>(1,717)</b>                     | (885)                    |
| Capital reduction of associate                                | -                                | (4,465)  | -                                  | -                        |
| Translation differences on consolidation                      | <b>762</b>                       | (962)    | <b>706</b>                         | (1,221)                  |
| <b>Carrying amount of interest in investee at 31 December</b> | <b>36,507</b>                    | 29,118   | <b>38,659</b>                      | 37,985                   |

*Immaterial associates*

The following is summarised financial information for the Group's interest in immaterial associates based on the amounts reported in the Group's consolidated financial statements:

|   | <b>Petform (Thailand) Co., Ltd.</b> |      | <b>Liquorland Limited</b> |                          |
|---|-------------------------------------|------|---------------------------|--------------------------|
|   | <b>2015</b>                         | 2014 | <b>2015</b>               | 2014                     |
|   |                                     |      |                           | <i>(in million Baht)</i> |
| Carrying amount of interests in immaterial associates |                                     |      |                           |                          |
| Group's share of:                                     |                                     |      |                           |                          |
| Profit for the year                                   | <b>266</b>                          | 404  | <b>(8)</b>                | 3                        |
| Other comprehensive income                            | <b>(6)</b>                          | (1)  | -                         | -                        |
| Total comprehensive income                            | <b>260</b>                          | 403  | <b>(8)</b>                | 3                        |

## 11. Investments in subsidiaries

|   | Separate<br>financial statements |                |
|---|----------------------------------|----------------|
|   | 2015                             | 2014           |
|   | <i>(in million Baht)</i>         |                |
| At 1 January                            | 101,830                          | 85,447         |
| Increase in share capital of subsidiary | 37,941                           | 16,375         |
| Acquisitions                            | 2,793                            | 8              |
| Disposals                               | (74)                             | -              |
| <b>At 31 December</b>                   | <b>142,490</b>                   | <b>101,830</b> |

During the year ended 31 December 2015, there were the following acquisitions and disposals of investments in subsidiaries:

### *Acquisitions*

On 12 February 2015, 15 May 2015 and 10 July 2015, the Company made a new investment in 99.99% of Cash Van Management Co., Ltd. and Food of Asia Co., Ltd., the Company's subsidiaries, incorporated in Thailand for a consideration of Baht 20 million each. Cash Van Management Co., Ltd. and Food Of Asia Co., Ltd. have paid-up share capital of Baht 10 million (1 million ordinary shares with a Baht 10 par value) each.

On 20 March 2015, 22 May 2015 and 16 October 2015, the Company made an additional investment in the issued and paid-up share capital of Horeca Management Co., Ltd. and Chang International Co., Ltd., for a total consideration of Baht 13 million.

On 23 March 2015, 24 December 2015 and 25 December 2015, the Company made an additional investment in the issued and paid-up share capital of International Beverage Holdings Limited ("IBHL"), the Company's subsidiary, for a consideration of HKD 8,623.34 million or approximately Baht 37,829 million. In this regard, the paid-up share capital of IBHL was increased from HKD 7,010.67 million (7,010.67 million ordinary shares with a HKD 1 par value) to be HKD 15,634.01 million (15,634.01 million ordinary shares with a HKD 1 par value).

On 10 August 2015, the Company made an additional investment in the issued and paid-up share capital of Thai Drinks Co., Ltd., the Company's subsidiary, for a consideration of Baht 100 million. In this regard, the paid-up share capital of Thai Drinks Co., Ltd. was increased from Baht 60 million (0.6 million ordinary shares with a Baht 100 par value) to be Baht 160 million (1.6 million ordinary shares with a Baht 100 par value).

On 19 November 2015 and 24 December 2015, the Company made a new investment in 50.99% of Chang Corporation Company Limited ("Chang Corporation") and BevCo Limited, the Company's subsidiaries, incorporated in Thailand, for a consideration of Baht 0.51 million and Baht 2,772.45 million, respectively. Chang Corporation has paid-up share capital of Baht 1 million (0.1 million ordinary shares with a Baht 10 par value) and BevCo has paid-up share capital of Baht 5,436.17 million (548 million ordinary shares with a Baht 10 par value).

### *Disposals*

On 28 December 2015, the Company sold 46.38% of its interest in the issued and paid-up share capital of Thai Drinks Co., Ltd., the Company's subsidiary, for a consideration of Baht 74.2 million, to So Water Company Limited, the Company's subsidiary.

Investments in subsidiaries as at 31 December 2015 and 2014, and dividend income from those investments for the years ended were as follows:

|  | Separate financial statements |        |                 |       |             |        |                 |       |
|--|-------------------------------|--------|-----------------|-------|-------------|--------|-----------------|-------|
|  | Ownership interest            |        | Paid-up capital |       | Cost method |        | Dividend income |       |
|  | 2015                          | 2014   | 2015            | 2014  | 2015        | 2014   | 2015            | 2014  |
|  | (in million Baht)             |        |                 |       |             |        |                 |       |
| <b>Subsidiaries</b>                    |                               |        |                 |       |             |        |                 |       |
| Beer Thai (1991) Plc.                  | 100.00                        | 100.00 | 5,550           | 5,550 | 12,500      | 12,500 | 2,209           | 316   |
| Beer Thip Brewery (1991) Co., Ltd.     | 100.00                        | 100.00 | 6,600           | 6,600 | 12,500      | 12,500 | 1,135           | 323   |
| Sangsom Co., Ltd.                      | 100.00                        | 100.00 | 7,500           | 7,500 | 7,500       | 7,500  | 278             | 1,485 |
| Fuengfuanant Co., Ltd.                 | 100.00                        | 100.00 | 900             | 900   | 900         | 900    | 60              | 391   |
| Mongkolsamai Co., Ltd.                 | 100.00                        | 100.00 | 700             | 700   | 691         | 691    | 4               | 101   |
| Thanapakdi Co., Ltd.                   | 100.00                        | 100.00 | 700             | 700   | 697         | 697    | 12              | 131   |
| Kanchanasingkorn Co., Ltd.             | 100.00                        | 100.00 | 700             | 700   | 700         | 700    | 9               | 204   |
| Sura Bangyikhon Co., Ltd.              | 100.00                        | 100.00 | 4,000           | 4,000 | 4,000       | 4,000  | 376             | 3,216 |
| Athimart Co., Ltd.                     | 100.00                        | 100.00 | 900             | 900   | 900         | 900    | 52              | 453   |
| S.S. Karnsura Co., Ltd.                | 100.00                        | 100.00 | 800             | 800   | 800         | 800    | 47              | 430   |
| Kankwan Co., Ltd.                      | 100.00                        | 100.00 | 800             | 800   | 800         | 800    | 58              | 502   |
| Theparunothai Co., Ltd.                | 100.00                        | 100.00 | 700             | 700   | 700         | 700    | 40              | 451   |
| Red Bull Distillery (1988) Co., Ltd.   | 100.00                        | 100.00 | 5,000           | 5,000 | 5,000       | 5,000  | -               | 225   |
| United Winery and Distillery Co., Ltd. | 100.00                        | 100.00 | 1,800           | 1,800 | 1,800       | 1,800  | 22              | 108   |
| Simathurakij Co., Ltd.                 | 100.00                        | 100.00 | 900             | 900   | 888         | 888    | 71              | 602   |
| Nateechai Co., Ltd.                    | 100.00                        | 100.00 | 800             | 800   | 800         | 800    | 16              | 69    |
| Luckchai Liquor Trading Co., Ltd.      | 100.00                        | 100.00 | 800             | 800   | 766         | 766    | 23              | 189   |
| Sura Piset Thipparat Co., Ltd.         | 100.00                        | 100.00 | 1,000           | 1,000 | 1,010       | 1,010  | -               | 5     |
| Modern Trade Management Co., Ltd.      | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 203             | 1,201 |
| Horeca Management Co., Ltd.            | 100.00                        | 100.00 | 10              | 2     | 10          | 2      | -               | -     |
| Pomkit Co., Ltd.                       | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 240             | 541   |
| Pomklung Co., Ltd.                     | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 254             | 453   |
| Pomchok Co., Ltd.                      | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 162             | 475   |
| Pomcharoen Co., Ltd.                   | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 42              | 157   |
| Pomburapa Co., Ltd.                    | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 231             | 485   |
| Pompalang Co., Ltd.                    | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 131             | 134   |
| Pomnakorn Co., Ltd.                    | 100.00                        | 100.00 | 10              | 10    | 10          | 10     | 136             | 245   |



Separate financial statements

|  | Ownership interest |        | Paid-up capital |       | Cost method |       | Dividend income |       |
|--|--------------------|--------|-----------------|-------|-------------|-------|-----------------|-------|
|  | 2015               | 2014   | 2015            | 2014  | 2015        | 2014  | 2015            | 2014  |
|  | (in million Baht)  |        |                 |       |             |       |                 |       |
| <b>Subsidiaries (continued)</b>        |                    |        |                 |       |             |       |                 |       |
| Pomthip (2012) Co., Ltd.               | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 231             | 158   |
| Num Yuk Co., Ltd.                      | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 283             | 1,571 |
| Num Kijjakarn Co., Ltd.                | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 317             | 2,274 |
| Num Palang Co., Ltd.                   | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 172             | 816   |
| Num Muang Co., Ltd.                    | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 256             | 1,534 |
| Num Nakorn Co., Ltd.                   | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 174             | 1,028 |
| Num Thurakij Co., Ltd.                 | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 271             | 1,384 |
| Numrungrud Co., Ltd.                   | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 244             | 1,226 |
| Numthip Co., Ltd.                      | 100.00             | 100.00 | 10              | 10    | 10          | 10    | 208             | 835   |
| Thipchalothorn Co., Ltd.               | 100.00             | 100.00 | 1               | 1     | 3           | 3     | 56              | 373   |
| Krittayabun Co., Ltd.                  | 100.00             | 100.00 | 5               | 5     | 27          | 27    | 187             | 698   |
| Surathip Co., Ltd.                     | 100.00             | 100.00 | 1               | 1     | 7           | 7     | 56              | 293   |
| Sunthronpirom Co., Ltd.                | 100.00             | 100.00 | 5               | 5     | 25          | 25    | 12              | 250   |
| Piromsurang Co., Ltd.                  | 100.00             | 100.00 | 5               | 5     | 24          | 24    | 80              | 393   |
| Thai Beverage Energy Co., Ltd.         | 100.00             | 100.00 | 860             | 860   | 864         | 864   | -               | -     |
| Thai Molasses Co., Ltd.                | 99.72              | 99.72  | 40              | 40    | 35          | 35    | 58              | 283   |
| Feed Addition Co., Ltd.                | 100.00             | 100.00 | 1               | 1     | 32          | 32    | 61              | 121   |
| Pan International (Thailand) Co., Ltd. | 100.00             | 100.00 | 1               | 1     | 34          | 34    | -               | 71    |
| Charun Business 52 Co., Ltd.           | 100.00             | 100.00 | 122             | 122   | 84          | 84    | -               | -     |
| Thai Cooperage Co., Ltd.               | 100.00             | 100.00 | 300             | 300   | 296         | 296   | -               | 10    |
| Thai Beverage Recycle Co., Ltd.        | 100.00             | 100.00 | 123             | 123   | 134         | 134   | 15              | 35    |
| Thai Beverage Logistics Co., Ltd.      | 100.00             | 100.00 | 1,012           | 1,012 | 1,012       | 1,012 | 120             | 846   |
| Thai Beverage Marketing Co., Ltd.      | 100.00             | 100.00 | 300             | 300   | 300         | 300   | 63              | 289   |
| United Products Co., Ltd.              | 100.00             | 100.00 | 350             | 350   | 376         | 376   | -               | -     |
| Dhospaak Co., Ltd.                     | 100.00             | 100.00 | 25              | 25    | 61          | 61    | -               | 31    |
| Thai Beverage Training Co., Ltd.       | 100.00             | 100.00 | 3               | 3     | 2           | 2     | -               | 6     |

(%)

## Separate financial statements

|   | Ownership interest |        | Paid-up capital |               | Cost method    |                | Dividend income |               |
|---|--------------------|--------|-----------------|---------------|----------------|----------------|-----------------|---------------|
|   | 2015               | 2014   | 2015            | 2014          | 2015           | 2014           | 2015            | 2014          |
|   | (in million Baht)  |        |                 |               |                |                |                 |               |
|   | (%)                |        |                 |               |                |                |                 |               |
| <b>Subsidiaries (continue-d)</b>        |                    |        |                 |               |                |                |                 |               |
| C A C Co., Ltd.                         | 100.00             | 100.00 | 30              | 30            | 30             | 30             | -               | -             |
| International Beverage Holdings Limited | 100.00             | 100.00 | 67,943          | 30,114        | 67,942         | 30,114         | -               | -             |
| Cosmos Brewery (Thailand) Co., Ltd.     | 100.00             | 100.00 | 1,667           | 1,667         | 4,139          | 4,139          | 373             | 128           |
| Thai Beverage Brands Co., Ltd.          | 100.00             | 100.00 | 5               | 5             | 39             | 39             | -               | 10            |
| Beer Chang Co., Ltd.                    | 100.00             | 100.00 | 1               | 1             | 4,318          | 4,318          | 214             | 404           |
| Archa beer Co., Ltd.                    | 100.00             | 100.00 | 1               | 1             | 130            | 130            | 14              | 92            |
| Sura Piset Phatra Lanna Co., Ltd.       | 100.00             | 100.00 | 1,000           | 1,000         | 1,015          | 1,015          | -               | -             |
| Oishi Group Plc.                        | 79.66              | 79.66  | 375             | 375           | 5,540          | 5,540          | 239             | 232           |
| Thai Drinks Co., Ltd.                   | 53.62              | 100.00 | 160             | 60            | 86             | 60             | -               | -             |
| Chang International Co., Ltd.           | 100.00             | 100.00 | 10              | 5             | 10             | 5              | 69              | -             |
| Cash Van Management Co., Ltd.           | 100.00             | -      | 10              | -             | 10             | -              | -               | -             |
| Food of Asia Co., Ltd.                  | 100.00             | -      | 10              | -             | 10             | -              | -               | -             |
| Chang Corporation Co., Ltd.             | 50.99              | -      | 1               | -             | 1              | -              | -               | -             |
| BevCo Co., Ltd.                         | 50.99              | -      | 5,436           | -             | 2,772          | -              | -               | -             |
| <b>Total</b>                            |                    |        | <b>120,133</b>  | <b>76,734</b> | <b>142,490</b> | <b>101,830</b> | <b>9,584</b>    | <b>28,283</b> |

None of the Company's subsidiaries are publicly listed and consequently do not have published price quotations, except for Oishi Group Plc. which is listed on the Stock Exchange of Thailand. Based on the closing price of Baht 62.50 per share at 31 December 2015 (2014: Baht 70.00 per share), the fair value of the Company's investment in Oishi Group Plc. is Baht 9,335 million (2014: Baht 10,455 million).

All subsidiaries were incorporated in Thailand, except International Beverage Holdings Limited which was incorporated in the Hong Kong.

## 12. Non-controlling interests

The following table summarises the information relating to each of the Group's subsidiaries that has a material non-controlling interest, before any intra-group eliminations:

|  | 31 December 2015                            |  |                             |       |
|--|---|--|-----------------------------|-------|
|  | Oishi Group<br>Public<br>Company<br>Limited | Sermasuk<br>Public<br>Company<br>Limited | Intra-group<br>eliminations | Total |
|  | <i>(in million Baht)</i>                    |  |                             |       |
| Non-controlling interest percentage              | 20.34%                                      | 35.34%                                   |                             |       |
| Current assets                                   | 1,638                                       | 2,263                                    |                             |       |
| Non-current assets                               | 7,451                                       | 10,586                                   |                             |       |
| Current liabilities                              | (3,416)                                     | (2,379)                                  |                             |       |
| Non-current liabilities                          | (1,590)                                     | (1,944)                                  |                             |       |
| <b>Net assets</b>                                | <b>4,083</b>                                | <b>8,526</b>                             |                             |       |
| Carrying amount of                               |   |  |                             |       |
| non-controlling interest                         | 831   | 3,013                                    | (464)                       | 3,380 |
| Revenue  | 12,879                                      | 10,515                                   |                             |       |
| Profit (loss)                                    | 712   | (427)                                    |                             |       |
| Other comprehensive income                       | 26  | 8  |                             |       |
| <b>Total comprehensive income</b>                | <b>738</b>                                  | <b>(419)</b>                             |                             |       |
| Profit (loss) allocated to                       |   |  |                             |       |
| non-controlling interest                         | 145   | (151)                                    | 6                           | -     |
| Other comprehensive income allocated to          |   |  |                             |       |
| non-controlling interest                         | 5   | 3  | -                           | 8     |
| Cash flows from operating activities             | 1,394                                       | (32)                                     |                             |       |
| Cash flows from investing activities             | (748)                                       | 1,339                                    |                             |       |
| Cash flows from financing activities             | (193)                                       | (1,012)                                  |                             |       |
| <b>Net increase in cash and cash equivalents</b> | <b>453</b>                                  | <b>295</b>                               |                             |       |

31 December 2014

|  | Oishi Group<br>Public<br>Company<br>Limited | Sermsuk<br>Public<br>Company<br>Limited | Intra-group<br>eliminations | Total             |
|--|---|---|-----------------------------|-------------------|
|  |   |   |                             | (in million Baht) |
| Non-controlling interest percentage              | 20.34%                                      | 35.34%                                  |                             |                   |
| Current assets                                   | 1,308                                       | 4,273                                   |                             |                   |
| Non-current assets                               | 7,823                                       | 10,292                                  |                             |                   |
| Current liabilities                              | (3,746)                                     | (3,433)                                 |                             |                   |
| Non-current liabilities                          | (1,751)                                     | (2,187)                                 |                             |                   |
| <b>Net assets</b>                                | <b>3,635</b>                                | <b>8,945</b>                            |                             |                   |
| Carrying amount of                               |   |   |                             |                   |
| non-controlling interest                         | 739   | 3,161                                   | (486)                       | 3,414             |
| Revenue  | 12,405                                      | 10,385                                  |                             |                   |
| Profit   | 525   | 187                                     |                             |                   |
| Other comprehensive income                       | (16)  | 54                                      |                             |                   |
| <b>Total comprehensive income</b>                | <b>509</b>                                  | <b>241</b>                              |                             |                   |
| Profit allocated to                              |   |   |                             |                   |
| non-controlling interest                         | 103   | 66                                      | (430)                       | (261)             |
| Other comprehensive income allocated to          |   |   |                             |                   |
| non-controlling interest                         | (3)   | 19                                      | -                           | 16                |
| Cash flows from operating activities             | 1,375                                       | (974)                                   |                             |                   |
| Cash flows from investing activities             | (1,842)                                     | 735                                     |                             |                   |
| Cash flows from financing activities             | 489   | 258                                     |                             |                   |
| <b>Net increase in cash and cash equivalents</b> | <b>22</b>                                   | <b>19</b>                               |                             |                   |

### 13. Investment properties

|   | Note | Consolidated financial statements |       | Separate financial statements |      |
|---|------|-----------------------------------|-------|-------------------------------|------|
|   |      | 2015                              | 2014  | 2015                          | 2014 |
| <i>(in million Baht)</i>                      |      |                                   |       |                               |      |
| <b>Cost</b>                                   |      |                                   |       |                               |      |
| At 1 January                                  |      | 1,232                             | 1,232 | -                             | -    |
| Additions                                     |      | 155                               | -     | -                             | -    |
| Transfer to property, plant and equipment     | 14   | (13)                              | -     | -                             | -    |
| <b>At 31 December</b>                         |      | <b>1,374</b>                      | 1,232 | -                             | -    |
| <b>Depreciation and impairment losses</b>     |      |                                   |       |                               |      |
| At 1 January                                  |      | 118                               | 217   | -                             | -    |
| Depreciation charge for the year              |      | 6                                 | 6     | -                             | -    |
| Transfer to property, plant and equipment     | 14   | (11)                              | -     | -                             | -    |
| Reversal of allowance for impairment losses   |      | -                                 | (105) | -                             | -    |
| <b>At 31 December</b>                         |      | <b>113</b>                        | 118   | -                             | -    |
| <b>Net book value</b>                         |      |                                   |       |                               |      |
| <b>At 1 January 2014</b>                      |      | -                                 | 1,015 | -                             | -    |
| <b>At 31 December 2014 and 1 January 2015</b> |      | <b>1,114</b>                      | 1,114 | -                             | -    |
| <b>At 31 December 2015</b>                    |      | <b>1,261</b>                      | -     | -                             | -    |

The Group's investment properties were revalued by independent property valuers, which considered valuation using the market comparison approach and cost approach. As at 31 December 2015, the appraised value of investment properties was Baht 2,121 million (2014: Baht 1,934 million).

Investment properties comprise of a number of commercial land that are leased to third parties and unused land and buildings and constructions.

#### Measurement of fair value

##### *Fair value hierarchy*

The fair value of investment property was determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

The fair value measurement for investment properties, which were consisted of land and building and construction, has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

*Valuation technique and significant unobservable inputs*

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable inputs used.

| <b>Valuation technique</b>   | <b>Significant unobservable inputs</b>                 | <b>Inter-relationship between key unobservable inputs and fair value measurement</b>        |
|------------------------------|--|---|
| Land                         |  |   |
| - Market comparison approach | Recent adjusted sales and listings of comparable lands | The estimated fair value increase (decrease) if the market transactions are higher (lower). |
| Buildings and constructions  |  |   |
| - Cost approach              | Current replacement cost                               | The estimated fair value increase (decrease) if the replacement cost increase (decrease).   |

## 14. Property, plant and equipment

| Consolidated financial statements        |      |               |                  |  |                         |              |  |              |  |                |
|--|------|---------------|------------------|--|-------------------------|--------------|--|--------------|--|----------------|
|  | Note | Land          | Land improvement | Building, buildings and leasehold improvements | Machinery and equipment | Oak barrels  | Furniture, fixtures and office equipment | Vehicles     | Assets under construction and installation | Total          |
| <i>(in million Baht)</i>                 |      |               |                  |  |                         |              |  |              |  |                |
| <b>Cost/ revaluation</b>                 |      |               |                  |  |                         |              |  |              |  |                |
| At 1 January 2014                        |      | 16,884        | 1,660            | 22,936   | 53,611                  | 2,811        | 1,497                                    | 4,273        | 2,291                                      | 105,963        |
| Additions                                |      | -             | 3                | 470  | 761                     | 54           | 206                                      | 26           | 3,259                                      | 4,779          |
| Transfers                                |      | -             | 93               | 1,291  | 2,367                   | -            | 32                                       | 71           | (3,683)                                    | 171            |
| Transfer to assets held for sale         | 9    | (1,281)       | -                | (45)   | -                       | -            | -  | -            | -  | (1,326)        |
| Disposals                                |      | -             | -                | (39)   | (347)                   | (5)          | (65)                                     | (254)        | (6)  | (716)          |
| Translation differences on consolidation |      | (6)           | -                | (67)   | (69)                    | (17)         | (1)                                      | 4            | (1)  | (157)          |
| <b>At 31 December 2014 and</b>           |      |               |                  |  |                         |              |  |              |  |                |
| <b>1 January 2015</b>                    |      | <b>15,597</b> | <b>1,756</b>     | <b>24,546</b>                                  | <b>56,323</b>           | <b>2,843</b> | <b>1,669</b>                             | <b>4,120</b> | <b>1,860</b>                               | <b>108,714</b> |
| Additions                                |      | 910           | 4                | 509  | 878                     | 77           | 263                                      | 32           | 1,435                                      | 4,108          |
| Transfer                                 |      | -             | 2                | 1,317  | 1,386                   | -            | 43                                       | 11           | (2,786)                                    | (27)           |
| Transfer from investment properties      | 13   | -             | -                | 13   | -                       | -            | -  | -            | -  | 13             |
| Disposals                                |      | -             | (2)              | (81)   | (473)                   | (4)          | (73)                                     | (135)        | (16)                                       | (784)          |
| Translation differences on consolidation |      | 6             | 1                | 71   | 67                      | 16           | 1  | 1            | 17   | 180            |
| <b>At 31 December 2015</b>               |      | <b>16,513</b> | <b>1,761</b>     | <b>26,375</b>                                  | <b>58,181</b>           | <b>2,932</b> | <b>1,903</b>                             | <b>4,029</b> | <b>510</b>                                 | <b>112,204</b> |

## Consolidated financial statements

|   | Note | Land          | Land improvement | Building, buildings and leasehold improvements | Machinery and equipment | Oak barrels  | Furniture, fixtures and office equipment | Vehicles     | Assets under construction and installation | Total         |
|---|------|---------------|------------------|--|-------------------------|--------------|--|--------------|--|---------------|
| <i>(in million Baht)</i>                  |      |               |                  |  |                         |              |  |              |  |               |
| <b>Depreciation and impairment losses</b> |      |               |                  |  |                         |              |  |              |  |               |
| At 1 January 2014                         |      | -             | 1,022            | 11,573   | 39,453                  | 2,238        | 1,024                                    | 2,957        | 37   | 58,304        |
| Depreciation charge for the year          |      | -             | 83               | 1,122  | 2,078                   | 131          | 183                                      | 341          | -  | 3,938         |
| Impairment losses                         |      | -             | -                | -  | (37)                    | -            | -  | -            | -  | (37)          |
| Transfers                                 |      | -             | 6                | 74   | (39)                    | -            | (1)                                      | -            | (37)                                       | 3             |
| Transfer to assets held for sale          | 9    | -             | -                | (36)   | -                       | -            | -  | -            | -  | (36)          |
| Disposals                                 |      | -             | -                | (29)   | (280)                   | (4)          | (62)                                     | (253)        | -  | (628)         |
| Translation differences on consolidation  |      | -             | -                | (31)   | (42)                    | (12)         | -  | 4            | -  | (81)          |
| <b>At 31 December 2014 and</b>            |      |               |                  |  |                         |              |  |              |  |               |
| <b>1 January 2015</b>                     |      | -             | <b>1,111</b>     | <b>12,673</b>                                  | <b>41,133</b>           | <b>2,353</b> | <b>1,144</b>                             | <b>3,049</b> | -  | <b>61,463</b> |
| Depreciation charge for the year          |      | -             | 83               | 1,212  | 2,386                   | 132          | 212                                      | 328          | -  | 4,353         |
| Impairment losses                         |      | -             | -                | -  | 65                      | -            | -  | -            | -  | 65            |
| Transfers                                 |      | -             | -                | -  | (27)                    | -            | 1  | -            | -  | (26)          |
| Transfer from investment properties       | 13   | -             | -                | 11   | -                       | -            | -  | -            | -  | 11            |
| Disposals                                 |      | -             | (2)              | (64)   | (408)                   | (3)          | (65)                                     | (129)        | -  | (671)         |
| Translation differences on consolidation  |      | -             | 1                | 32   | 42                      | 11           | 1  | 1            | -  | 88            |
| <b>At 31 December 2015</b>                |      | -             | <b>1,193</b>     | <b>13,864</b>                                  | <b>43,191</b>           | <b>2,493</b> | <b>1,293</b>                             | <b>3,249</b> | -  | <b>65,283</b> |
| <b>Net book value</b>                     |      |               |                  |  |                         |              |  |              |  |               |
| <b>At 1 January 2014</b>                  |      | <b>16,884</b> | <b>638</b>       | <b>11,363</b>                                  | <b>14,158</b>           | <b>573</b>   | <b>473</b>                               | <b>1,316</b> | <b>2,254</b>                               | <b>47,659</b> |
| <b>At 31 December 2014 and</b>            |      |               |                  |  |                         |              |  |              |  |               |
| <b>1 January 2015</b>                     |      | <b>15,597</b> | <b>645</b>       | <b>11,873</b>                                  | <b>15,190</b>           | <b>490</b>   | <b>525</b>                               | <b>1,071</b> | <b>1,860</b>                               | <b>47,251</b> |
| <b>At 31 December 2015</b>                |      | <b>16,513</b> | <b>568</b>       | <b>12,511</b>                                  | <b>14,990</b>           | <b>439</b>   | <b>610</b>                               | <b>780</b>   | <b>510</b>                                 | <b>46,921</b> |



In 2015, the Group reviewed the recoverable amount of property, plant and equipment in accordance with Thai Financial Reporting Standard and found that the recoverable amount of property, plant and equipment as at 31 December 2015 exceeded its carrying amount.

The gross amount of the Group's fully depreciated property, plant and equipment that was still in use as at 31 December 2015 amounted to Baht 38,947 million (2014: Baht 37,490 million).

|   | Separate financial statements |   |           |   |            |
|---|-------------------------------|---|-----------|---|------------|
|   | Leasehold<br>improvements     | Furniture,<br>fixtures<br>and office<br>equipment | Vehicles  | Assets under<br>construction<br>and<br>installation | Total      |
|   | <i>(in million Baht)</i>      |   |           |   |            |
| <b>Cost</b>                                       |                               |   |           |   |            |
| At 1 January 2014                                 | 13                            | 182   | 25        | 6   | 226        |
| Additions   | -                             | 15  | -         | 9   | 24         |
| Transfers   | -                             | 2   | -         | (2)   | -          |
| Disposals   | -                             | (10)  | -         | -   | (10)       |
| <b>At 31 December 2014 and<br/>1 January 2015</b> | <b>13</b>                     | <b>189</b>  | <b>25</b> | <b>13</b>   | <b>240</b> |
| Additions   | -                             | 29  | -         | 4   | 33         |
| Disposals   | -                             | (2)   | -         | -   | (2)        |
| <b>At 31 December 2015</b>                        | <b>13</b>                     | <b>216</b>  | <b>25</b> | <b>17</b>   | <b>271</b> |
| <b>Depreciation and impairment losses</b>         |                               |   |           |   |            |
| At 1 January 2014                                 | 10                            | 142   | 14        | -   | 166        |
| Depreciation charge for the year                  | 3                             | 14  | 3         | -   | 20         |
| Disposals   | -                             | (10)  | -         | -   | (10)       |
| <b>At 31 December 2014 and<br/>1 January 2015</b> | <b>13</b>                     | <b>146</b>  | <b>17</b> | <b>-</b>  | <b>176</b> |
| Depreciation charge for the year                  | -                             | 16  | 3         | -   | 19         |
| Disposals   | -                             | (2)   | -         | -   | (2)        |
| <b>At 31 December 2015</b>                        | <b>13</b>                     | <b>160</b>  | <b>20</b> | <b>-</b>  | <b>193</b> |
| <b>Net book value</b>                             |                               |   |           |   |            |
| <b>At 1 January 2014</b>                          | <b>3</b>                      | <b>40</b>   | <b>11</b> | <b>6</b>  | <b>60</b>  |
| <b>At 31 December 2014 and<br/>1 January 2015</b> | <b>-</b>                      | <b>43</b>   | <b>8</b>  | <b>13</b>   | <b>64</b>  |
| <b>At 31 December 2015</b>                        | <b>-</b>                      | <b>56</b>   | <b>5</b>  | <b>17</b>   | <b>78</b>  |

The gross amount of the Company's fully depreciated leasehold improvements and equipment that was still in use as at 31 December 2015 amounted to Baht 149 million (2014: Baht 125 million).

**Measurement of fair value***Fair value hierarchy*

The fair value of land was determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

The fair value measurement for land has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

*Valuation technique and significant unobservable inputs*

The following table shows the valuation technique used in measuring the fair value of land, as well as the significant unobservable inputs used.

| <b>Valuation technique</b> | <b>Significant unobservable inputs</b>                 | <b>Inter-relationship between key unobservable inputs and fair value measurement</b>        |
|----------------------------|--|---|
| Market comparison approach | Recent adjusted sales and listings of comparable lands | The estimated fair value increase (decrease) if the market transactions are higher (lower). |

**15. Goodwill**

|  | <b>Consolidated financial statements</b> |             | <b>Separate financial statements</b> |                   |
|--|--|-------------|--------------------------------------|-------------------|
|  | <b>2015</b>                              | <b>2014</b> | <b>2015</b>                          | <b>2014</b>       |
|  |  |             |                                      |                   |
|  |  |             |                                      | (in million Baht) |
| <b>Cost</b>                              |  |             |                                      |                   |
| At 1 January                             | <b>7,209</b>                             | 7,225       | -                                    | -                 |
| Translation differences on consolidation | <b>13</b>                                | (16)        | -                                    | -                 |
| <b>At 31 December</b>                    | <b>7,222</b>                             | 7,209       | -                                    | -                 |
| <b>Impairment losses</b>                 |  |             |                                      |                   |
| At 1 January                             | <b>165</b>                               | 173         | -                                    | -                 |
| Translation differences on consolidation | <b>6</b>                                 | (8)         | -                                    | -                 |
| <b>At 31 December</b>                    | <b>171</b>                               | 165         | -                                    | -                 |
| <b>Net book value</b>                    |  |             |                                      |                   |
| <b>At 1 January</b>                      | <b>7,044</b>                             | 7,052       | -                                    | -                 |
| <b>At 31 December</b>                    | <b>7,051</b>                             | 7,044       | -                                    | -                 |

Goodwill as at 31 December was consisted of:

|  | Consolidated financial statements |              | Separate financial statements |      |
|--|-----------------------------------|--------------|-------------------------------|------|
|  | 2015                              | 2014         | 2015                          | 2014 |
|  |                                   |              | <i>(in million Baht)</i>      |      |
| Non-alcohol beverage and food business | 6,670                             | 6,670        | -                             | -    |
| Alcohol beverage business              | 381                               | 374          | -                             | -    |
| <b>Total</b>                           | <b>7,051</b>                      | <b>7,044</b> | -                             | -    |

In 2015, the Group reviewed the recoverable amount of goodwill and found that the recoverable amount of goodwill as at 31 December 2015 exceeded its carrying amount.

The recoverable amount of each cash generating unit was based on value-in-use, estimated using discounted cash flows. The fair value measurement was categorised as a Level 3 fair value based on the inputs in the valuation technique used.

The key assumptions used in the estimation of the recoverable amount are discount rate, which was 7% – 10.2%, revenue growth rate and terminate value growth rate. The discounted cash flows were prepared for a period of 5 years. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

## 16. Deferred tax

Deferred tax assets and liabilities as at 31 December were as follows:

|  | Consolidated financial statements |                |                          |                     |
|--|-----------------------------------|----------------|--------------------------|---------------------|
|  | 2015                              | Assets<br>2014 | 2015                     | Liabilities<br>2014 |
|  |                                   |                | <i>(in million Baht)</i> |                     |
| Total  | 1,600                             | 1,662          | (2,003)                  | (2,240)             |
| Set off of tax                               | (1,183)                           | (1,275)        | 1,183                    | 1,275               |
| <b>Net deferred tax assets (liabilities)</b> | <b>417</b>                        | <b>387</b>     | <b>(820)</b>             | <b>(965)</b>        |

|                                | Separate financial statements |                |                          |                     |
|--------------------------------|-------------------------------|----------------|--------------------------|---------------------|
|                                | 2015                          | Assets<br>2014 | 2015                     | Liabilities<br>2014 |
|                                |                               |                | <i>(in million Baht)</i> |                     |
| Total                          | 37                            | 33             | -                        | -                   |
| <b>Net deferred tax assets</b> | <b>37</b>                     | <b>33</b>      | -                        | -                   |

Movements in total deferred tax assets and liabilities during the year were as follows:

| <b>Consolidated financial statements</b> |                                  |                                |                                  |                                    |
|--|----------------------------------|--------------------------------|----------------------------------|------------------------------------|
|  | <b>At 1<br/>January<br/>2015</b> | (Charged) / Credited to:       |                                  | <b>At 31<br/>December<br/>2015</b> |
|  |                                  | Profit<br>or loss<br>(Note 32) | Other<br>comprehensive<br>income |                                    |
| <i>(in million Baht)</i>                 |                                  |                                |                                  |                                    |
| <b>Deferred tax assets</b>               |                                  |                                |                                  |                                    |
| Inventories                              | 214                              | 3                              | -                                | 217                                |
| Property, plant and equipment            | 258                              | 32                             | -                                | 290                                |
| Long-term investments                    | 1                                | -                              | -                                | 1                                  |
| Provisions                               | 7                                | (1)                            | -                                | 6                                  |
| Employee benefit obligations             | 480                              | (3)                            | 25                               | 502                                |
| Loss carry forward                       | 682                              | 129                            | (255)                            | 556                                |
| Others                                   | 20                               | 8                              | -                                | 28                                 |
| <b>Total</b>                             | <b>1,662</b>                     | <b>168</b>                     | <b>(230)</b>                     | <b>1,600</b>                       |
| Set off of tax                           | (1,275)                          |                                |                                  | (1,183)                            |
|  | <b>387</b>                       |                                |                                  | <b>417</b>                         |
| <b>Deferred tax liabilities</b>          |                                  |                                |                                  |                                    |
| Property, plant and equipment            | (2,203)                          | (18)                           | 255                              | (1,966)                            |
| Others                                   | (37)                             | -                              | -                                | (37)                               |
| <b>Total</b>                             | <b>(2,240)</b>                   | <b>(18)</b>                    | <b>255</b>                       | <b>(2,003)</b>                     |
| Set off of tax                           | 1,275                            |                                |                                  | 1,183                              |
|  | <b>(965)</b>                     |                                |                                  | <b>(820)</b>                       |
| <b>Net</b>                               |                                  | <b>150</b>                     | <b>25</b>                        |                                    |

Consolidated financial statements

|                                 | At 1<br>January<br>2014 | (Charged) / Credited to:       |                                  | At 31<br>December<br>2014 |
|---------------------------------|-------------------------|--------------------------------|----------------------------------|---------------------------|
|                                 |                         | Profit<br>or loss<br>(Note 32) | Other<br>comprehensive<br>income |                           |
| (in million Baht)               |                         |                                |                                  |                           |
| <b>Deferred tax assets</b>      |                         |                                |                                  |                           |
| Inventories                     | 223                     | (9)                            | -                                | 214                       |
| Property, plant and equipment   | 250                     | 8                              | -                                | 258                       |
| Investment properties           | 21                      | (21)                           | -                                | -                         |
| Long-term investments           | 1                       | -                              | -                                | 1                         |
| Provisions                      | 8                       | (1)                            | -                                | 7                         |
| Employee benefit obligations    | 445                     | 10                             | 25                               | 480                       |
| Loss carry forward              | 335                     | 347                            | -                                | 682                       |
| Others                          | 14                      | 6                              | -                                | 20                        |
| <b>Total</b>                    | <b>1,297</b>            | <b>340</b>                     | <b>25</b>                        | <b>1,662</b>              |
| Set off of tax                  | (905)                   |                                |                                  | (1,275)                   |
|                                 | <b>392</b>              |                                |                                  | <b>387</b>                |
| <b>Deferred tax liabilities</b> |                         |                                |                                  |                           |
| Property, plant and equipment   | (2,182)                 | (24)                           | 3                                | (2,203)                   |
| Others                          | (38)                    | -                              | 1                                | (37)                      |
| <b>Total</b>                    | <b>(2,220)</b>          | <b>(24)</b>                    | <b>4</b>                         | <b>(2,240)</b>            |
| Set off of tax                  | 905                     |                                |                                  | 1,275                     |
|                                 | <b>(1,315)</b>          |                                |                                  | <b>(965)</b>              |
| <b>Net</b>                      |                         | <b>316</b>                     | <b>29</b>                        |                           |

Separate financial statements

|                              | At 1<br>January<br>2015 | (Charged) / Credited to:       |                                  | At 31<br>December<br>2015 |
|------------------------------|-------------------------|--------------------------------|----------------------------------|---------------------------|
|                              |                         | Profit<br>or loss<br>(Note 32) | Other<br>comprehensive<br>income |                           |
| (in million Baht)            |                         |                                |                                  |                           |
| <b>Deferred tax assets</b>   |                         |                                |                                  |                           |
| Intangible assets            | 3                       | (1)                            | -                                | 2                         |
| Employee benefit obligations | 30                      | 2                              | 3                                | 35                        |
| <b>Total</b>                 | <b>33</b>               | <b>1</b>                       | <b>3</b>                         | <b>37</b>                 |

|                              | Separate financial statements |                                |                                  | At 31<br>December<br>2014 |
|------------------------------|-------------------------------|--------------------------------|----------------------------------|---------------------------|
|                              | At 1<br>January<br>2014       | (Charged) / Credited to:       |                                  |                           |
|                              |                               | Profit<br>or loss<br>(Note 32) | Other<br>comprehensive<br>income |                           |
|                              |                               |                                |                                  | <i>(in million Baht)</i>  |
| <b>Deferred tax assets</b>   |                               |                                |                                  |                           |
| Intangible assets            | 3                             | -                              | -                                | 3                         |
| Employee benefit obligations | 27                            | 2                              | 1                                | 30                        |
| <b>Total</b>                 | <b>30</b>                     | <b>2</b>                       | <b>1</b>                         | <b>33</b>                 |

Deferred tax assets have not been recognised in respect of the following items:

|              | Consolidated<br>financial statements |           | Separate<br>financial statements |                          |
|--------------|--------------------------------------|-----------|----------------------------------|--------------------------|
|              | 2015                                 | 2014      | 2015                             | 2014                     |
|              |                                      |           |                                  | <i>(in million Baht)</i> |
| Tax losses   | -                                    | 79        | -                                | -                        |
| <b>Total</b> | <b>-</b>                             | <b>79</b> | <b>-</b>                         | <b>-</b>                 |

The tax losses expire in 2019. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits therefrom.

## 17. Other non-current assets

|                                     | Note | Consolidated<br>financial statements |       | Separate<br>financial statements |                          |
|-------------------------------------|------|--------------------------------------|-------|----------------------------------|--------------------------|
|                                     |      | 2015                                 | 2014  | 2015                             | 2014                     |
|                                     |      |                                      |       |                                  | <i>(in million Baht)</i> |
| Advance payments to<br>a specialist | 37   | <b>1,429</b>                         | 1,479 | <b>268</b>                       | 277                      |
| Deposits                            |      | <b>279</b>                           | 263   | -                                | -                        |
| Others                              |      | <b>110</b>                           | 111   | -                                | -                        |
| <b>Total</b>                        |      | <b>1,818</b>                         | 1,853 | <b>268</b>                       | 277                      |

## 18. Interest-bearing liabilities

|  | Note | Consolidated<br>financial statements |               | Separate<br>financial statements |               |
|--|------|--------------------------------------|---------------|----------------------------------|---------------|
|  |      | 2015                                 | 2014          | 2015                             | 2014          |
| <i>(in million Baht)</i>   |      |                                      |               |                                  |               |
| <b>Current</b>   |      |                                      |               |                                  |               |
| Bank overdrafts  |      |                                      |               |                                  |               |
| Secured  |      | 1,039                                | 1,029         | -                                | -             |
| Unsecured with letters of comfort  |      | 409                                  | 334           | -                                | -             |
| Short-term loans from financial institutions   |      |                                      |               |                                  |               |
| Promissory notes – Unsecured   |      | 1,415                                | 7,173         | 650                              | 5,300         |
| Bill of exchanges – Unsecured  |      | 4,979                                | -             | 4,979                            | -             |
| <b>Bank overdrafts and short-term loans from financial institutions</b>              |      | <b>7,842</b>                         | <b>8,536</b>  | <b>5,629</b>                     | <b>5,300</b>  |
| Current portion of debentures  |      |                                      |               |                                  |               |
| Unsecured  |      | 1,000                                | -             | -                                | -             |
| Current portion of long-term loans and bill of exchanges from financial institutions |      |                                      |               |                                  |               |
| Unsecured  |      | 9,479                                | 2,900         | 8,879                            | 2,500         |
| Unsecured with guarantee   |      | 53                                   | 10,511        | -                                | -             |
|  |      | <b>9,532</b>                         | <b>13,411</b> | <b>8,879</b>                     | <b>2,500</b>  |
| Short-term loans from related parties  |      |                                      |               |                                  |               |
| Unsecured  | 4    | -                                    | -             | 32,025                           | 7,517         |
| <b>Total current</b>   |      | <b>18,374</b>                        | <b>21,947</b> | <b>46,533</b>                    | <b>15,317</b> |

|   | Note | Consolidated<br>financial statements |               | Separate<br>financial statements |               |
|---|------|--------------------------------------|---------------|----------------------------------|---------------|
|   |      | 2015                                 | 2014          | 2015                             | 2014          |
| <i>(in million Baht)</i>                    |      |                                      |               |                                  |               |
| <b>Non-current</b>                          |      |                                      |               |                                  |               |
| Long-term loans from related parties        |      |                                      |               |                                  |               |
| Unsecured                                   | 4    | -                                    | -             | 1,317                            | 12,569        |
| Debentures                                  |      |                                      |               |                                  |               |
| Unsecured                                   |      | 1,000                                | 1,000         | -                                | -             |
| Long-term bill of exchanges                 |      |                                      |               |                                  |               |
| Unsecured                                   |      | 1,955                                | -             | 1,955                            | -             |
| Long-term loans from financial institutions |      |                                      |               |                                  |               |
| Unsecured                                   |      | 22,500                               | 4,600         | 22,000                           | 4,000         |
| Unsecured with guarantee                    |      | 428                                  | 21,955        | -                                | -             |
|   |      | 24,883                               | 26,555        | 23,955                           | 4,000         |
| <b>Total non-current</b>                    |      | <b>25,883</b>                        | <b>27,555</b> | <b>25,272</b>                    | <b>16,569</b> |
| <b>Grand total</b>                          |      | <b>44,257</b>                        | <b>49,502</b> | <b>71,805</b>                    | <b>31,886</b> |

The periods to maturity of interest-bearing liabilities as at 31 December were as follows:

|                                      | Consolidated<br>financial statements |               | Separate<br>financial statements |               |
|--------------------------------------|--------------------------------------|---------------|----------------------------------|---------------|
|                                      | 2015                                 | 2014          | 2015                             | 2014          |
| <i>(in million Baht)</i>             |                                      |               |                                  |               |
| Within one year                      | 18,374                               | 21,947        | 46,533                           | 15,317        |
| After one year but within five years | 25,883                               | 27,555        | 25,272                           | 16,569        |
| <b>Total</b>                         | <b>44,257</b>                        | <b>49,502</b> | <b>71,805</b>                    | <b>31,886</b> |

The principal features of the borrowings were as follows:

*Bank overdrafts and short-term loans from financial institutions*

- (a) As at 31 December 2015, the Group had utilised bank overdrafts amounting to Baht 1,448 million (2014: Baht 1,363 million) which were partially supported by letters of comfort issued by the Company.
- (b) As at 31 December 2015, the Group and the Company had utilised short-term loans from financial institutions totalling Baht 6,394 million and Baht 5,629 million, respectively (2014: Baht 7,173 million and Baht 5,300 million, respectively), which was consisted of promissory notes issued by the Group and the Company to several domestic financial institutions and bill of exchanges issued by the Company, with money market rates quoted by the financial institutions.



*Long-term loans from financial institutions and bill of exchanges*

(a) The long-term loan agreements, entered into by the Company, with three financial institutions are detailed as follow:

The principal of the long-term loans from the financial institutions is amounting Baht 10,000 million, which will be repaid commencing from November 2013 to November 2016 with interest payable monthly, every six months and every three months for the financial institution No. 1, 2 and 3, respectively, with interest rate ranging from 3–4.3% per annum.

Details are as follows:

| Financial institutions | Amount<br><i>(in million Baht)</i> | Number of installments | Repayment                                    |                        |
|------------------------|------------------------------------|------------------------|--|------------------------|
|                        |                                    |                        | Each installment<br><i>(in million Baht)</i> | Payment due            |
| No. 1                  | 2,000                              | 12                     | 166.60<br>(last installment<br>167.40)       | 29 Nov 13 to 13 Nov 14 |
| No. 2                  |                                    |                        |  |                        |
| Tranche A              | 1,500                              | 1                      | 1,500  | 14 Nov 14              |
| Tranche B              | 1,500                              | 1                      | 1,500  | 14 May 15              |
| Tranche C              | 1,000                              | 1                      | 1,000  | 16 Nov 15              |
| No. 3                  |                                    |                        |  |                        |
| Tranche A              | 1,000                              | 1                      | 1,000  | 4 Feb 16               |
| Tranche B              | 1,000                              | 1                      | 1,000  | 4 May 16               |
| Tranche C              | 1,000                              | 1                      | 1,000  | 4 Aug 16               |
| Tranche D              | 1,000                              | 1                      | 1,000  | 4 Nov 16               |
| <b>Total</b>           | <b>10,000</b>                      |                        |  |                        |

The aforementioned long-term loans from financial institutions are unsecured.

As at 31 December 2015, the Company had the outstanding balance of long-term loans from the financial institutions of Baht 4,000 million (2014: Baht 6,500 million).

(b) The long-term loan agreements and long-term bill of exchanges, entered into by the Company, with three financial institutions are detailed as follows:

The principal of the long-term loans from two financial institutions is amounting to Baht 22,000 million, which will be repaid commencing from March 2017 to June 2018 with interest payable every three months and monthly for the financial institution No. 1 and 2, respectively, with interest rate ranging from 1.98 to 3.1% per annum. The principal of the long-term bill of exchanges from the financial institution No. 3 is amounting to Baht 5,000 million and Baht 2,000 million, respectively, with prepaid interest rate at 2.58 % and 1.98% per annum, respectively.

Details are as follows:

| Financial institutions | Amount<br><i>(in million Baht)</i> | Number of installments | Repayment                                    |             |
|------------------------|------------------------------------|------------------------|--|-------------|
|                        |                                    |                        | Each installment<br><i>(in million Baht)</i> | Payment Due |
| Long-term loan         |                                    |                        |  |             |
| No. 1                  |                                    |                        |  |             |
| Tranche A              | 5,000                              | 1                      | 5,000  | 23 Mar 17   |
| Tranche B              | 1,000                              | 1                      | 1,000  | 25 Jun 18   |
| Tranche C              | 2,000                              | 1                      | 2,000  | 3 Mar 17    |
| No. 2                  |                                    |                        |  |             |
| Tranche A              | 5,000                              | 1                      | 5,000  | 22 Dec 17   |
| Tranche B              | 5,000                              | 1                      | 5,000  | 23 Mar 18   |
| Tranche C              | 4,000                              | 1                      | 4,000  | 22 Jun 18   |
| No. 3                  |                                    |                        |  |             |
| Bill of exchanges      | 5,000                              | 1                      | 5,000  | 23 Dec 16   |
| Less: prepaid interest |                                    |                        | (121)  |             |
| Net                    |                                    |                        | 4,879  |             |
| Bill of exchanges      | 2,000                              | 1                      | 2,000  | 3 Mar 17    |
| Less: prepaid interest |                                    |                        | (45)   |             |
| Net                    |                                    |                        | 1,955  |             |
| <b>Total</b>           | <b>29,000</b>                      |                        | <b>28,834</b>                                |             |

The aforementioned long-term loans and long-term bill of exchanges from financial institutions are unsecured.

As at 31 December 2015, the Company had the outstanding balance of long-term loans and long-term bill of exchanges of Baht 28,834 million (2014: nil).

(c) Debentures, issued by a direct subsidiary, are detailed as follows:

In 2012, the shareholders of the subsidiary approved the subsidiary to issue debentures not exceeding Baht 3,000 million with period not exceeding 10 years. In case, the subsidiary redeems or repays the said debentures, the subsidiary can issue additional debentures as substitute under the conditions and limits (Revolving). In 2013, the subsidiary had issued outstanding unsubordinated, unsecured debentures and without a share holder representative with the name registered in the amount of Baht 1,000 million (1,000,000 units at par value of Baht 1,000 each). The debentures have a fixed coupon rate of 4% per annum, payable every six-month period. The debentures have a three-year term and mature on 7 August 2016. In this regard, the remaining facility after such issuance was Baht 2,000 million.

Subsequently, at the Board of Directors of the subsidiary's meeting held on 10 November 2015, the Board of Directors agreed to approve the additional issuance of the debentures not exceeding Baht 1,000 million (1,000,000 units at par value of Baht 1,000 each). The debentures are unsubordinated, unsecured and without a shareholder representative with the name registered. The debentures have a three-year term and mature on 9 December 2018. The debentures have a fixed coupon rate of 2.51% per annum, payable every six-month period.

The subsidiary must comply with the conditions and interest-bearing debt to equity ratios over the term of the debentures.

(d) The long-term loan facility agreements with seven branches of foreign financial institutions in Singapore, entered into by an overseas subsidiary, are detailed as follows:

The principal of the long-term loans is amounting to SGD 3,300 million and is repayable in installments every six months over five years. The aforementioned long-term loan from financial institutions are unsecured, but guaranteed by the Company. On 23 February 2015 and 23 March 2015, the aforesaid subsidiary fully repaid the remaining balance of loan, including all interest payable, prior to the maturity date without any penalty fees amounting to SGD 1,290.42 million (2014: the aforesaid subsidiary had outstanding balance of the long-term loans of SGD 1,290.42 million or equivalent to Baht 31,955 million).

(e) The long-term loan agreements with two financial institutions, entered into by a direct subsidiary, is detailed as follows:

(e.1) The principal of the long-term loans is amounting to Baht 1,000 million which will be repaid monthly in 5 installments, Baht 200 million each, commencing from November 2015 to March 2016, interest was monthly payable at 3.85% per annum. As at 31 December 2015, the outstanding balance of the long-term loan was Baht 600 million (2014: Baht 1,000 million).

(e.2) The principal of the long-term loan agreement is amounting to Baht 500 million which will be repaid monthly in 5 installments, Baht 100 million each, commencing from February 2017 to June 2017, interest was monthly payable at 2.25% per annum. As at 31 December 2015, the outstanding balance of the long-term loan was Baht 500 million (2014: nil).

(f) The long-term loan facility agreement with the foreign financial institution, entered into by an overseas indirect subsidiary, is detailed as follows:

The principal of the long-term loan is amounting to GBP 10 million with three-year period. The long-term loan is repayable in 12 consecutive quarterly installments. The first 11 installments shall be repayable in the amount of GBP 250,000 per installment and the final installment shall be repayable in the remaining amount. As at 31 December 2015, the outstanding balance of the long-term loan was GBP 9 million or equivalent to Baht 482 million (2014: GBP 10 million or equivalent to Baht 511 million).

The Group and the Company most comply with the conditions and requirements as stipulated in the loan agreement.

As at 31 December 2015, the Group and the Company had unutilised credit facilities totalling Baht 71,311 million and Baht 40,418 million, respectively (2014: Baht 48,344 million and Baht 18,968 million, respectively).

The currency denomination of interest-bearing liabilities as at 31 December was as follows:

|  | Consolidated<br>financial statements |               | Separate<br>financial statements |               |
|--|--------------------------------------|---------------|----------------------------------|---------------|
|  | 2015                                 | 2014          | 2015                             | 2014          |
|  | <i>(in million Baht)</i>             |               |                                  |               |
| Thai Baht (THB) and other functional<br>currencies of subsidiaries | 44,242                               | 17,548        | 70,488                           | 31,886        |
| Singapore Dollars (SGD)  | 15                                   | 31,954        | -                                | -             |
| Hong Kong Dollars (HKD)  | -                                    | -             | 1,317                            | -             |
| <b>Total</b>   | <b>44,257</b>                        | <b>49,502</b> | <b>71,805</b>                    | <b>31,886</b> |

**19. Trade accounts payable**

|                          | Note | Consolidated<br>financial statements |       | Separate<br>financial statements |      |
|--------------------------|------|--------------------------------------|-------|----------------------------------|------|
|                          |      | 2015                                 | 2014  | 2015                             | 2014 |
| <i>(in million Baht)</i> |      |                                      |       |                                  |      |
| Related parties          | 4    | <b>1,564</b>                         | 1,539 | -                                | -    |
| Other parties            |      | <b>3,287</b>                         | 3,264 | -                                | -    |
| <b>Total</b>             |      | <b>4,851</b>                         | 4,803 | -                                | -    |

The currency denomination of trade accounts payable as at 31 December was as follows:

|  | Consolidated<br>financial statements |       | Separate<br>financial statements |      |
|--|--------------------------------------|-------|----------------------------------|------|
|  | 2015                                 | 2014  | 2015                             | 2014 |
| <i>(in million Baht)</i>   |                                      |       |                                  |      |
| Thai Baht (THB) and other functional<br>currencies of subsidiaries | <b>4,609</b>                         | 4,490 | -                                | -    |
| Euro (EUR)   | <b>117</b>                           | 64    | -                                | -    |
| United States Dollars (USD)  | <b>64</b>                            | 86    | -                                | -    |
| Australian Dollars (AUD)   | <b>48</b>                            | 131   | -                                | -    |
| Pound Sterling (GBP)   | <b>12</b>                            | 1     | -                                | -    |
| Myanmar Kyat (MMK)   | <b>1</b>                             | -     | -                                | -    |
| Singapore Dollars (SGD)  | -                                    | 31    | -                                | -    |
| <b>Total</b>   | <b>4,851</b>                         | 4,803 | -                                | -    |

**20. Other payables**

|   | Consolidated<br>financial statements |       | Separate<br>financial statements |      |
|---|--------------------------------------|-------|----------------------------------|------|
|   | 2015                                 | 2014  | 2015                             | 2014 |
| <i>(in million Baht)</i>                |                                      |       |                                  |      |
| Accrued expenses                        | <b>1,840</b>                         | 1,789 | <b>146</b>                       | 158  |
| Accrued promotion expenses              | <b>1,613</b>                         | 1,420 | -                                | -    |
| Advanced payments from customers        |                                      |       |                                  |      |
| for purchase of goods                   | <b>817</b>                           | 376   | -                                | -    |
| Accounts payable for purchase of assets | <b>550</b>                           | 489   | <b>9</b>                         | 9    |
| Others                                  | <b>183</b>                           | 304   | <b>29</b>                        | 47   |
| <b>Total</b>                            | <b>5,003</b>                         | 4,378 | <b>184</b>                       | 214  |

The currency denomination of other payables as at 31 December was as follows:

|  | Consolidated<br>financial statements |              | Separate<br>financial statements |            |
|--|--------------------------------------|--------------|----------------------------------|------------|
|  | 2015                                 | 2014         | 2015                             | 2014       |
|  | <i>(in million Baht)</i>             |              |                                  |            |
| Thai Baht (THB) and other functional<br>currencies of subsidiaries | 4,902                                | 4,076        | 184                              | 214        |
| Japanese Yen (JPY)   | 56                                   | 113          | -                                | -          |
| Euro (EUR)   | 20                                   | 106          | -                                | -          |
| United States Dollars (USD)  | 18                                   | 43           | -                                | -          |
| Myanmar Kyat (MMK)   | 5                                    | -            | -                                | -          |
| Singapore Dollars (SGD)  | 1                                    | 39           | -                                | -          |
| Pound Sterling (GBP)   | 1                                    | -            | -                                | -          |
| New Zealand Dollars (NZD)  | -                                    | 1            | -                                | -          |
| <b>Total</b>   | <b>5,003</b>                         | <b>4,378</b> | <b>184</b>                       | <b>214</b> |

## 21. Other current liabilities

|                         | Consolidated<br>financial statements |              | Separate<br>financial statements |           |
|-------------------------|--------------------------------------|--------------|----------------------------------|-----------|
|                         | 2015                                 | 2014         | 2015                             | 2014      |
|                         | <i>(in million Baht)</i>             |              |                                  |           |
| Value added tax payable | 1,500                                | 1,186        | 53                               | 34        |
| Deposits and retention  | 524                                  | 535          | -                                | -         |
| Withholding tax payable | 170                                  | 177          | 25                               | 22        |
| Others                  | 97                                   | 74           | 1                                | 1         |
| <b>Total</b>            | <b>2,291</b>                         | <b>1,972</b> | <b>79</b>                        | <b>57</b> |

**22. Employee benefit obligations**

|   | Consolidated<br>financial statements |              | Separate<br>financial statements |            |
|---|--------------------------------------|--------------|----------------------------------|------------|
|   | 2015                                 | 2014         | 2015                             | 2014       |
| <i>(in million Baht)</i>                                |                                      |              |                                  |            |
| <b>Statement of financial position</b>                  |                                      |              |                                  |            |
| <b>Obligations for:</b>                                 |                                      |              |                                  |            |
| Short-term employee benefits                            |                                      |              |                                  |            |
| - accumulated annual leave                              | 11                                   | 9            | -                                | -          |
| Long-term employee benefits                             |                                      |              |                                  |            |
| - long service award                                    | 45                                   | 57           | -                                | -          |
| Post-employment benefits                                |                                      |              |                                  |            |
| - compensation plan based on Thai Labour law            | 2,761                                | 2,511        | 200                              | 173        |
| <b>Total</b>  | <b>2,817</b>                         | <b>2,577</b> | <b>200</b>                       | <b>173</b> |
| <b>Year ended 31 December</b>                           |                                      |              |                                  |            |
| <b>Recognised in statement of income:</b>               |                                      |              |                                  |            |
| Compensation plan based on Thai Labour law              | 242                                  | 239          | 18                               | 17         |
| Actuarial gains recognised during the year              | (2)                                  | (9)          | -                                | -          |
|   | <b>240</b>                           | <b>230</b>   | <b>18</b>                        | <b>17</b>  |
| <b>Recognised in statement of comprehensive income:</b> |                                      |              |                                  |            |
| Actuarial losses recognised during the year             | 109                                  | 129          | 15                               | 9          |
| Cumulative actuarial gains recognised                   | 63                                   | (46)         | (42)                             | (57)       |

**Compensation plan based on Thai Labour law**

The Group and the Company operate a defined benefit pension plan based on the requirement of Thai Labour Protection Act B.E. 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service.

The defined benefit plans expose the Group to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

Movement in the present value of the defined benefit obligations:

|   | Note | Consolidated<br>financial statements |              | Separate<br>financial statements |            |
|---|------|--------------------------------------|--------------|----------------------------------|------------|
|   |      | 2015                                 | 2014         | 2014                             | 2014       |
| <i>(in million Baht)</i>                          |      |                                      |              |                                  |            |
| Defined benefit obligations at 1 January          |      | 2,577                                | 2,314        | 173                              | 138        |
| <b>Include in profit or loss:</b>                 | 29   |                                      |              |                                  |            |
| Current service cost                              |      | 162                                  | 144          | 12                               | 11         |
| Interest on obligation                            |      | 80                                   | 95           | 6                                | 6          |
| Actuarial gains                                   |      | (2)                                  | (9)          | -                                | -          |
|   |      | 240                                  | 230          | 18                               | 17         |
| <b>Included in other comprehensive income</b>     |      |                                      |              |                                  |            |
| Actuarial losses                                  |      | 109                                  | 129          | 15                               | 9          |
|   |      | 109                                  | 129          | 15                               | 9          |
| <b>Other</b>                                      |      |                                      |              |                                  |            |
| Benefit paid                                      |      | (109)                                | (96)         | (6)                              | 9          |
|   |      | (109)                                | (96)         | (6)                              | 9          |
| <b>Defined benefit obligations at 31 December</b> |      | <b>2,817</b>                         | <b>2,577</b> | <b>200</b>                       | <b>173</b> |

Actuarial gains and losses recognised in other comprehensive income arising from:

|                          | Consolidated<br>financial statements |            | Separate<br>financial statements |          |
|--------------------------|--------------------------------------|------------|----------------------------------|----------|
|                          | 2015                                 | 2014       | 2015                             | 2014     |
| <i>(in million Baht)</i> |                                      |            |                                  |          |
| Demographic assumptions  | (32)                                 | -          | -                                | -        |
| Financial assumptions    | 76                                   | 128        | 5                                | 9        |
| Experience adjustment    | 65                                   | 47         | 10                               | -        |
| <b>Total</b>             | <b>109</b>                           | <b>175</b> | <b>15</b>                        | <b>9</b> |

#### Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

|                      | Consolidated<br>financial statements |             | Separate<br>financial statements |      |
|----------------------|--------------------------------------|-------------|----------------------------------|------|
|                      | 2015                                 | 2014        | 2015                             | 2014 |
|                      |                                      |             |                                  | %    |
| Discount rate        | 2.75 - 2.90                          | 3.00 - 3.30 | 2.90                             | 3.30 |
| Future salary growth | 5.00                                 | 5.00 - 6.00 | 5.00                             | 5.00 |

Assumptions regarding future mortality have been based on published statistics and mortality tables.

At 31 December 2015, the weighted-average duration of the defined benefit obligation was 15 years (2014: 15 years).

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

|  | Consolidated<br>financial statements |          | Separate<br>financial statements |          |
|--|--------------------------------------|----------|----------------------------------|----------|
|  | <i>(in million Baht)</i>             |          |                                  |          |
| <b>Defined benefit obligation 31 December 2015</b> | Increase                             | Decrease | Increase                         | Decrease |
| Discount rate (0.5% movement)                      | (119)                                | 127      | (6)                              | 6        |
| Future salary growth (0.5% movement)               | 79                                   | (75)     | 6                                | (6)      |
| Future salary growth (1% movement)                 | 154                                  | (105)    | -                                | -        |

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

**23. Share capital**

|                           | Par value<br>per share | Number | 2015<br>Baht | Number                                 | 2014<br>Baht |
|---------------------------|------------------------|--------|--------------|--|--------------|
|                           | <i>(in Baht)</i>       |        |              | <i>(million shares / million Baht)</i> |              |
| <b>Authorised</b>         |                        |        |              |  |              |
| At 1 January              |                        |        |              |  |              |
| - ordinary shares         | 1                      | 29,000 | 29,000       | 29,000                                 | 29,000       |
| <b>At 31 December</b>     |                        |        |              |  |              |
| - ordinary shares         | 1                      | 29,000 | 29,000       | 29,000                                 | 29,000       |
| <b>Issued and paid-up</b> |                        |        |              |  |              |
| At 1 January              |                        |        |              |  |              |
| - ordinary shares         | 1                      | 25,110 | 25,110       | 25,110                                 | 25,110       |
| <b>At 31 December</b>     |                        |        |              |  |              |
| - ordinary shares         | 1                      | 25,110 | 25,110       | 25,110                                 | 25,110       |

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

**Share premium**

Section 51 of the Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account ("Share premium"). Share premium is not available for dividend distribution.

**24. Reserves**

Reserves comprise:

**Appropriations of profit and/or retained earnings****Legal reserve**

Section 116 of the Public Companies Act B.E. 2535 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, if any, to a reserve account ("Legal reserve"), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.



### **Other components of equity**

#### **Currency translation differences**

The currency translation differences account within equity comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

#### **Fair value changes in available-for-sale investments**

The fair value changes in available-for-sale investments account within equity comprise the cumulative net change in the fair value of available-for-sale investments until the investments are derecognised or impaired.

#### **Valuation surplus**

The valuation surplus account within equity comprises the cumulative net change in the valuation of property, plant and equipment included in the financial statements at valuation until such property, plant and equipment is sold or otherwise disposed of.

#### **Movements in reserves**

Movements in reserves are shown in the statements of changes in equity.

## **25. Operating segment**

Segment information is presented in respect of the Group's business and geographical segments. The primary format, business segments, is based on the Group's management and internal reporting structure.

Inter-segment pricing is determined on mutually agreed terms.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise net foreign exchange gain or loss, parts loans and related finance costs, and some items of investments.

In preparing segmental information, those liabilities and related interest expense that are not specifically attributable to a particular segment are allocated on a percentage of net assets basis. Management believes this to be a fair indication of the actual use of the liabilities.

#### **Business segments**

The Group comprises the following main business segments:

|                                |   |
|--------------------------------|---|
| <i>Spirits</i>                 | Production and sales of branded spirits products;   |
| <i>Beer</i>                    | Production and sales of branded beer products;  |
| <i>Non-alcoholic beverages</i> | Production and sales of branded water, soda, ready-to-drink coffee, energy drink, green tea and fruit flavoured drinks; and |
| <i>Food</i>                    | Japanese restaurants and distribution of foods and beverages.   |

#### **Geographical information**

Operating units of the Group are mainly located in Thailand. Portions of product produced from these units are exported directly or indirectly through foreign subsidiaries to external customers. Certain operating units of subsidiaries are located in foreign countries.

In presenting information on the basis of geographical information, revenue is based on the geographical location of customers. Assets are based on the geographical location of the assets.

## Business segment results

|   | Spirits        |                | Beer          |               | Non-alcoholic beverages |                | Food         |              | Elimination  |              | Total          |                |
|---|----------------|----------------|---------------|---------------|-------------------------|----------------|--------------|--------------|--------------|--------------|----------------|----------------|
|   | 2015           | 2014           | 2015          | 2014          | 2015                    | 2014           | 2015         | 2014         | 2015         | 2014         | 2015           | 2014           |
| Revenue from sale to  |                |                |               |               |                         |                |              |              |              |              |                |                |
| external customers  | 105,911        | 104,511        | 43,103        | 35,183        | 16,458                  | 15,766         | 6,577        | 6,580        | -            | -            | 172,049        | 162,040        |
| Inter-segment revenue   | 80             | 81             | 9             | 10            | 30                      | 9              | 1            | 22           | (120)        | (122)        | -              | -              |
| Interest income   | 10             | 79             | 4             | 20            | 5                       | 6              | -            | 1            | -            | -            | 19             | 106            |
| Other income  | 212            | 227            | 260           | 206           | 969                     | 215            | 30           | 64           | (120)        | (68)         | 1,351          | 644            |
| <b>Total allocated income</b>   | <b>106,213</b> | <b>104,898</b> | <b>43,376</b> | <b>35,419</b> | <b>17,462</b>           | <b>15,996</b>  | <b>6,608</b> | <b>6,667</b> | <b>(240)</b> | <b>(190)</b> | <b>173,419</b> | <b>162,790</b> |
| Cost of sale of goods   | 71,013         | 70,183         | 35,024        | 28,817        | 11,959                  | 11,773         | 3,946        | 4,025        | (112)        | (88)         | 121,830        | 114,710        |
| Selling expenses  | 4,074          | 4,003          | 4,796         | 3,846         | 5,986                   | 4,635          | 761          | 750          | (64)         | (45)         | 15,553         | 13,189         |
| Administrative expenses   | 5,713          | 5,128          | 2,002         | 2,196         | 2,004                   | 1,703          | 1,819        | 1,791        | (64)         | (57)         | 11,474         | 10,761         |
| Finance costs   | 258            | 170            | 87            | 47            | 174                     | 203            | 13           | 9            | -            | -            | 532            | 429            |
| <b>Total allocated expenses</b>   | <b>81,058</b>  | <b>79,484</b>  | <b>41,909</b> | <b>34,906</b> | <b>20,123</b>           | <b>18,314</b>  | <b>6,539</b> | <b>6,575</b> | <b>(240)</b> | <b>(190)</b> | <b>149,389</b> | <b>139,089</b> |
| <b>Share of profit of associates</b>  | <b>-</b>       | <b>-</b>       | <b>-</b>      | <b>-</b>      | <b>108</b>              | <b>159</b>     | <b>-</b>     | <b>-</b>     | <b>-</b>     | <b>-</b>     | <b>108</b>     | <b>159</b>     |
| <b>Profit (loss) before income tax expense</b>                              | <b>25,155</b>  | <b>25,414</b>  | <b>1,467</b>  | <b>513</b>    | <b>(2,553)</b>          | <b>(2,159)</b> | <b>69</b>    | <b>92</b>    | <b>-</b>     | <b>-</b>     | <b>24,138</b>  | <b>23,860</b>  |
| Income tax (expense) benefit  | (4,986)        | (5,107)        | (252)         | (117)         | 742                     | 690            | (12)         | (18)         | -            | -            | (4,508)        | (4,552)        |
| <b>Allocated profit (loss) for the year</b>                                 | <b>20,169</b>  | <b>20,307</b>  | <b>1,215</b>  | <b>396</b>    | <b>(1,811)</b>          | <b>(1,469)</b> | <b>57</b>    | <b>74</b>    | <b>-</b>     | <b>-</b>     | <b>19,630</b>  | <b>19,308</b>  |
| <i>Unallocated items:</i>   |                |                |               |               |                         |                |              |              |              |              |                |                |
| - Share of profit from disposal of interest in associate, net of income tax |                |                |               |               |                         |                |              |              |              |              | 3,848          | -              |
| - Share of profit of associates   |                |                |               |               |                         |                |              |              |              |              | 3,818          | 3,230          |
| - Net gain (loss) on foreign exchange                                       |                |                |               |               |                         |                |              |              |              |              | (1)            | 19             |
| - Finance costs   |                |                |               |               |                         |                |              |              |              |              | (831)          | (1,124)        |
| <b>Total unallocated items</b>  |                |                |               |               |                         |                |              |              |              |              | <b>6,834</b>   | <b>2,125</b>   |
| <b>Profit for the year</b>  |                |                |               |               |                         |                |              |              |              |              | <b>26,464</b>  | <b>21,433</b>  |

(in million Baht)

Business segment financial position

|                                     | Spirits           |               | Beer          |               | Non-alcoholic beverages |               | Food         |              | Total          |                |
|-------------------------------------|-------------------|---------------|---------------|---------------|-------------------------|---------------|--------------|--------------|----------------|----------------|
|                                     | 2015              | 2014          | 2015          | 2014          | 2015                    | 2014          | 2015         | 2014         | 2015           | 2014           |
|                                     | (in million Baht) |               |               |               |                         |               |              |              |                |                |
| Inventories                         | 30,796            | 28,863        | 3,155         | 3,466         | 1,044                   | 1,503         | 209          | 252          | 35,204         | 34,084         |
| Property, plant and equipment       | 19,125            | 18,502        | 10,212        | 10,623        | 15,522                  | 15,945        | 2,063        | 2,181        | 46,922         | 47,251         |
| Other assets                        | 9,333             | 9,455         | 3,518         | 2,311         | 10,396                  | 10,503        | 1,479        | 1,280        | 24,726         | 23,549         |
| <b>Total allocated assets</b>       | <b>59,254</b>     | <b>56,820</b> | <b>16,885</b> | <b>16,400</b> | <b>26,962</b>           | <b>27,951</b> | <b>3,751</b> | <b>3,713</b> | <b>106,852</b> | <b>104,884</b> |
| <i>Unallocated items:</i>           |                   |               |               |               |                         |               |              |              |                |                |
| - Investments in associates         |                   |               |               |               |                         |               |              |              | 75,165         | 67,103         |
| <b>Total assets</b>                 |                   |               |               |               |                         |               |              |              | <b>182,017</b> | <b>171,987</b> |
| Interest-bearing liabilities        | 10,009            | 8,554         | 2,486         | 1,969         | 6,423                   | 6,667         | 461          | 358          | 19,379         | 17,548         |
| Other liabilities                   | 9,371             | 8,827         | 4,509         | 2,926         | 3,652                   | 4,799         | 961          | 1,257        | 18,493         | 17,809         |
| <b>Total allocated liabilities</b>  | <b>19,380</b>     | <b>17,381</b> | <b>6,995</b>  | <b>4,895</b>  | <b>10,075</b>           | <b>11,466</b> | <b>1,422</b> | <b>1,615</b> | <b>37,872</b>  | <b>35,357</b>  |
| <i>Unallocated items:</i>           |                   |               |               |               |                         |               |              |              |                |                |
| - Loans from financial institutions |                   |               |               |               |                         |               |              |              | 24,879         | 31,954         |
| <b>Total liabilities</b>            |                   |               |               |               |                         |               |              |              | <b>62,751</b>  | <b>67,311</b>  |

Capital expenditure, depreciation, amortisation, and gain (loss) on disposal of assets based on business segments for the year ended 31 December 2015 and 2014 were as follows:

|                                   |       |       |     |     |       |       |      |     |       |       |
|-----------------------------------|-------|-------|-----|-----|-------|-------|------|-----|-------|-------|
| Capital expenditure               | 2,208 | 1,613 | 323 | 332 | 1,140 | 2,234 | 495  | 633 | 4,166 | 4,812 |
| Depreciation                      | 1,619 | 1,542 | 731 | 701 | 1,508 | 1,254 | 500  | 446 | 4,358 | 3,943 |
| Amortisation                      | 20    | 18    | 4   | 4   | 9     | 11    | 9    | 10  | 42    | 43    |
| Gain (loss) on disposal of assets | 28    | 32    | 33  | 89  | (59)  | 50    | (13) | (5) | (11)  | 166   |

Certain operating segment information in 2014 have been reclassified to conform to the presentation in 2015. The reclassification of the operating segment information regarding the results of each reportable segment have been made, because management believes that such information is more appropriate in evaluating the results of the Group's segments.

### Geographical information

The geographical financial information of the Group in the consolidated financial statements as at 31 December and for the years ended 31 December was as follows:

|              | Consolidated financial statements |                 |  |               |
|--------------|-----------------------------------|-----------------|--|---------------|
|              | 2015                              | Revenue<br>2014 | Property, plant and<br>equipment<br>2015 | 2014          |
|              | <i>(in million Baht)</i>          |                 |  |               |
| Thailand     | 166,387                           | 155,890         | 44,796                                   | 45,228        |
| Overseas     | 7,032                             | 6,900           | 2,126                                    | 2,023         |
| <b>Total</b> | <b>173,419</b>                    | <b>162,790</b>  | <b>46,922</b>                            | <b>47,251</b> |

### 26. Other income

|  | Note | Consolidated<br>financial statements |            | Separate<br>financial statements |           |
|--|------|--------------------------------------|------------|----------------------------------|-----------|
|  |      | 2015                                 | 2014       | 2015                             | 2014      |
|  |      | <i>(in million Baht)</i>             |            |                                  |           |
| Gain on sale of assets classified as held for sale | 9    | 446                                  | -          | -                                | -         |
| Other service income                               |      | 304                                  | 17         | -                                | -         |
| Revenue from sales of scraps                       |      | 74                                   | 96         | -                                | -         |
| Gain on disposal of assets                         |      | 60                                   | 167        | -                                | -         |
| Revenue from sales of by products                  |      | 25                                   | 30         | -                                | -         |
| Insurance reimbursement and others                 |      | 7                                    | 10         | -                                | -         |
| Reversal of impairment loss on assets              |      | -                                    | 105        | -                                | -         |
| Others   |      | 243                                  | 171        | 13                               | 48        |
| <b>Total</b>                                       |      | <b>1,159</b>                         | <b>596</b> | <b>13</b>                        | <b>48</b> |

### 27. Selling expenses

|                                    | Consolidated<br>financial statements |               | Separate<br>financial statements |          |
|------------------------------------|--------------------------------------|---------------|----------------------------------|----------|
|                                    | 2015                                 | 2014          | 2015                             | 2014     |
|                                    | <i>(in million Baht)</i>             |               |                                  |          |
| Marketing and advertising expenses | 6,802                                | 5,117         | -                                | -        |
| Personnel expenses                 | 3,930                                | 3,582         | -                                | -        |
| Travelling expenses                | 1,123                                | 1,389         | -                                | -        |
| Transportation expenses            | 1,057                                | 878           | -                                | -        |
| Rental fee                         | 869                                  | 837           | -                                | -        |
| Commission expenses                | 376                                  | 228           | -                                | -        |
| Others                             | 1,396                                | 1,158         | -                                | -        |
| <b>Total</b>                       | <b>15,553</b>                        | <b>13,189</b> | <b>-</b>                         | <b>-</b> |

## 28. Administrative expenses

|                                       | Consolidated<br>financial statements |               | Separate<br>financial statements |            |
|---------------------------------------|--------------------------------------|---------------|----------------------------------|------------|
|                                       | 2015                                 | 2014          | 2015                             | 2014       |
|                                       |                                      |               | <i>(in million Baht)</i>         |            |
| Personnel expenses                    | 4,930                                | 4,441         | 30                               | 21         |
| Depreciation and amortisation charges | 1,064                                | 925           | 1                                | 1          |
| Rental fee                            | 651                                  | 593           | 1                                | 1          |
| Hire and service fees                 | 639                                  | 607           | -                                | -          |
| Idle capacity                         | 547                                  | 514           | -                                | -          |
| Donation                              | 546                                  | 672           | 7                                | 7          |
| Utilities expenses                    | 430                                  | 437           | -                                | 1          |
| Management personnel compensation     | 381                                  | 381           | 426                              | 369        |
| Travelling expenses                   | 364                                  | 382           | 3                                | 3          |
| Consultant and professional fee       | 341                                  | 299           | 3                                | 3          |
| Marketing and advertising expenses    | 221                                  | 170           | 27                               | 19         |
| Others                                | 1,361                                | 1,344         | 14                               | 9          |
| <b>Total</b>                          | <b>11,475</b>                        | <b>10,765</b> | <b>512</b>                       | <b>434</b> |

## 29. Employee benefit expenses

|  | Consolidated<br>financial statements |               | Separate<br>financial statements |            |
|--|--------------------------------------|---------------|----------------------------------|------------|
|  | 2015                                 | 2014          | 2015                             | 2014       |
|  |                                      |               | <i>(in million Baht)</i>         |            |
| <b>Management</b>                          |                                      |               |                                  |            |
| Salaries and wages                         | 242                                  | 205           | 242                              | 205        |
| Bonus                                      | 150                                  | 133           | 150                              | 133        |
| Pension costs – defined contribution plans | 7                                    | 4             | 7                                | 3          |
| Others                                     | 54                                   | 54            | 27                               | 28         |
|  | <b>453</b>                           | <b>396</b>    | <b>426</b>                       | <b>369</b> |
| <b>Other employees</b>                     |                                      |               |                                  |            |
| Salaries and wages                         | 8,329                                | 7,699         | 382                              | 316        |
| Bonus                                      | 1,333                                | 1,253         | 102                              | 108        |
| Overtime and per diem allowance            | 673                                  | 614           | 18                               | 16         |
| Pension costs – defined contribution plans | 207                                  | 123           | 13                               | 7          |
| Others                                     | 1,658                                | 1,553         | 76                               | 94         |
|  | <b>12,200</b>                        | <b>11,242</b> | <b>591</b>                       | <b>541</b> |
| <b>Total employee benefit expenses</b>     | <b>12,653</b>                        | <b>11,638</b> | <b>1,017</b>                     | <b>910</b> |

*Defined benefit plans*

Details of the defined benefit plans are given in Note 22.

*Defined contribution plans*

The defined contribution plans comprise provident funds established by the Group for its employees. Membership to the funds is on a voluntary basis. Contributions are made monthly by the employees at rates ranging from 2% to 5% of their basic salaries and by the Group at rates ranging from 2% to 5% of the employees' basic salaries. The provident funds are registered with the Ministry of Finance as juristic entities and are managed by a licensed Fund Manager.

**30. Expenses by nature**

The statements of income include an analysis of expenses by function. Expenses by nature disclosed in accordance with the requirements of various TFRS were as follows:

|   | Consolidated<br>financial statements |         | Separate<br>financial statements |      |
|---|--------------------------------------|---------|----------------------------------|------|
|   | 2015                                 | 2014    | 2015                             | 2014 |
|   | <i>(in million Baht)</i>             |         |                                  |      |
| <b><i>Included in cost of sales of goods<br/>and cost of rendering of services:</i></b> |                                      |         |                                  |      |
| Changes in inventories of finished<br>goods and work in progress                        | 1,214                                | 162     | -                                | -    |
| Raw materials, consumables and<br>excise tax used                                       | 113,585                              | 105,549 | -                                | -    |
| Employee benefit expenses   | 3,412                                | 3,218   | 561                              | 506  |
| Depreciation and amortisation   | 2,927                                | 2,451   | 22                               | 22   |
| <b><i>Included in selling expenses:</i></b>   |                                      |         |                                  |      |
| Advertising and public relations  | 4,672                                | 2,519   | -                                | -    |
| Employee benefit expenses   | 3,930                                | 3,582   | -                                | -    |
| Marketing and sales promotion<br>expenses   | 2,130                                | 2,598   | -                                | -    |
| <b><i>Included in administrative expenses:</i></b>                                      |                                      |         |                                  |      |
| Employee benefit expenses   | 5,311                                | 4,822   | 456                              | 390  |
| Depreciation and amortisation   | 1,064                                | 925     | 1                                | 1    |
| Rental fee  | 651                                  | 593     | 1                                | 1    |

### 31. Finance costs

|                                   | Note | Consolidated<br>financial statements |              | Separate<br>financial statements |              |
|-----------------------------------|------|--------------------------------------|--------------|----------------------------------|--------------|
|                                   |      | 2015                                 | 2014         | 2015                             | 2014         |
| <i>(in million Baht)</i>          |      |                                      |              |                                  |              |
| Interest expense:                 |      |                                      |              |                                  |              |
| Related parties                   | 4    | -                                    | -            | 1,334                            | 1,200        |
| Financial institutions            |      | 1,376                                | 1,564        | 884                              | 279          |
| Exchange differences              |      | 2                                    | 1            | -                                | -            |
| <b>Total interest expense</b>     |      | <b>1,378</b>                         | <b>1,565</b> | <b>2,218</b>                     | <b>1,479</b> |
| Other finance costs               |      | -                                    | 1            | -                                | -            |
| <b>Total</b>                      |      | <b>1,378</b>                         | <b>1,566</b> | <b>2,218</b>                     | <b>1,479</b> |
| Less amounts included in the cost |      |                                      |              |                                  |              |
| of property, plant and            |      |                                      |              |                                  |              |
| equipment                         |      | (15)                                 | (13)         | -                                | -            |
| <b>Net</b>                        |      | <b>1,363</b>                         | <b>1,553</b> | <b>2,218</b>                     | <b>1,479</b> |

### 32. Income tax expense

Income tax recognised in profit or loss

|  | Note | Consolidated<br>financial statements |              | Separate<br>financial statements |            |
|--|------|--------------------------------------|--------------|----------------------------------|------------|
|  |      | 2015                                 | 2014         | 2015                             | 2014       |
| <i>(in million Baht)</i>               |      |                                      |              |                                  |            |
| <b>Current tax expense</b>             |      |                                      |              |                                  |            |
| Current year                           |      | 4,662                                | 4,868        | 68                               | 188        |
| Over provided in prior years           |      | (4)                                  | -            | (3)                              | (2)        |
|  |      | <b>4,658</b>                         | <b>4,868</b> | <b>65</b>                        | <b>186</b> |
| <b>Deferred tax expense</b>            | 16   |                                      |              |                                  |            |
| Movements in temporary differences     |      | (22)                                 | 31           | (1)                              | (2)        |
| Recognition of previously unrecognised |      |                                      |              |                                  |            |
| tax losses                             |      | (128)                                | (347)        | -                                | -          |
|  |      | <b>(150)</b>                         | <b>(316)</b> | <b>(1)</b>                       | <b>(2)</b> |
| <b>Total income tax expense</b>        |      | <b>4,508</b>                         | <b>4,552</b> | <b>64</b>                        | <b>184</b> |

**Income tax recognised in other comprehensive income**

| <b>Consolidated financial statements</b> |                   |                    |                            |                   |                    |                            |
|--|-------------------|--------------------|----------------------------|-------------------|--------------------|----------------------------|
|  | <b>Before tax</b> | <b>Tax benefit</b> | <b>2015<br/>Net of tax</b> | <b>Before tax</b> | <b>Tax benefit</b> | <b>2014<br/>Net of tax</b> |
| <i>(in million Baht)</i>                 |                   |                    |                            |                   |                    |                            |
| Share of other comprehensive             |                   |                    |                            |                   |                    |                            |
| income of associates                     | 1,148             | -                  | 1,148                      | (2,243)           | -                  | (2,243)                    |
| Foreign currency translation differences |                   |                    |                            |                   |                    |                            |
| for foreign operations                   | 2,401             | 20                 | 2,421                      | (1,056)           | -                  | (1,056)                    |
| Revaluation of property                  | -                 | -                  | -                          | -                 | 3                  | 3                          |
| Defined benefit plan actuarial losses    | (110)             | 25                 | (85)                       | (129)             | 25                 | (104)                      |
| Net change in fair value of              |                   |                    |                            |                   |                    |                            |
| available-for-sale investments           | -                 | -                  | -                          | (3)               | 1                  | (2)                        |
| <b>Total</b>                             | <b>3,439</b>      | <b>45</b>          | <b>3,484</b>               | <b>(3,431)</b>    | <b>29</b>          | <b>(3,402)</b>             |

| <b>Separate financial statements</b> |                   |                    |                            |                   |                    |                            |
|--------------------------------------|-------------------|--------------------|----------------------------|-------------------|--------------------|----------------------------|
|                                      | <b>Before tax</b> | <b>Tax benefit</b> | <b>2015<br/>Net of tax</b> | <b>Before tax</b> | <b>Tax benefit</b> | <b>2014<br/>Net of tax</b> |
| <i>(in million Baht)</i>             |                   |                    |                            |                   |                    |                            |
| Defined benefit plan                 |                   |                    |                            |                   |                    |                            |
| actuarial losses                     | (15)              | 3                  | (12)                       | (9)               | 1                  | (8)                        |
| <b>Total</b>                         | <b>(15)</b>       | <b>3</b>           | <b>(12)</b>                | <b>(9)</b>        | <b>1</b>           | <b>(8)</b>                 |

**Reconciliation of effective tax rate**

| <b>Consolidated financial statements</b>               |                 |                                   |                 |                                   |
|--|-----------------|-----------------------------------|-----------------|-----------------------------------|
|  | <b>Rate (%)</b> | <b>2015<br/>(in million Baht)</b> | <b>Rate (%)</b> | <b>2014<br/>(in million Baht)</b> |
| Profit for the year                                    |                 | 26,464                            |                 | 21,433                            |
| Total income tax expense                               |                 | 4,508                             |                 | 4,552                             |
| Profit before total income tax expense                 |                 | 30,972                            |                 | 25,985                            |
| Income tax using the Thai corporation tax rate         | 20.00           | 6,194                             | 20.00           | 5,197                             |
| Effect of different tax rates in foreign jurisdictions |                 | (311)                             |                 | (138)                             |
| Income not subject to tax                              |                 | (1,640)                           |                 | (616)                             |
| Expenses not deductible for tax purposes               |                 | 161                               |                 | 27                                |
| Current year losses for which no deferred tax          |                 |                                   |                 |                                   |
| asset was recognised                                   |                 | 91                                |                 | 82                                |
| Others   |                 | 13                                |                 | -                                 |
| <b>Total</b>   | <b>14.56</b>    | <b>4,508</b>                      | <b>17.52</b>    | <b>4,552</b>                      |



Separate financial statements

|  | Rate<br>(%) | 2015<br>(in million<br>Baht) | Rate<br>(%) | 2014<br>(in million<br>Baht) |
|--|-------------|------------------------------|-------------|------------------------------|
| Profit for the year                            |             | 9,715                        |             | 28,911                       |
| Total income tax expense                       |             | 64                           |             | 184                          |
| Profit before total income tax expense         |             | 9,779                        |             | 29,095                       |
| Income tax using the Thai corporation tax rate | 20.00       | 1,956                        | 20.00       | 5,819                        |
| Income not subject to tax                      |             | (1,917)                      |             | (5,657)                      |
| Expenses not deductible for tax purposes       |             | 28                           |             | 24                           |
| Over provided in prior years                   |             | (3)                          |             | (2)                          |
| <b>Total</b>                                   | <b>0.65</b> | <b>64</b>                    | <b>0.63</b> | <b>184</b>                   |

*Income tax reduction*

Royal Decree No. 577 B.E. 2557 dated 10 November 2014 grants the reduction to 20% of net taxable profit for the accounting period 2015 which begins on or after 1 January 2015.

On 22 January 2016, The National Legislative Assembly has approved a reduction of the corporate income tax rate from 30% to 20% of net taxable profit for the accounting period begins on or after 1 January 2016.

The Group has applied the tax rate of 20% in measuring deferred tax assets and liabilities as at 31 December 2015 and 2014 in accordance with tax clarification issued by the FAP in 2012.

### 33. Promotional privileges

By virtue of the provisions of the Industrial Investment Promotion Act of B.E. 2520, two subsidiaries have been granted privileges by the Board of Investment relating to the production of bio-gas and the production of beverage. The privileges granted include:

*The production of bio-gas*

- (a) exemption from payment of import duty on machinery approved by the Board;
- (b) exemption from payment of income tax for certain operations for a period of eight years from the date on which the income is first derived from such operations;
- (c) a reduction in the normal tax rate on the net profit derived from certain operations for a period of five years, commencing from the expiry date in (b) above; and
- (d) exemption from income tax on dividend income derived from certain promoted operations for a period of eight years.

*The production of beverage*

- (a) exemption from payment of import duty on machinery approved by the Board;
- (b) exemption from payment of income tax for certain operations for a period of eight years from the date on which the income is first derived from such operations; and
- (c) exemption from income tax on dividend income derived from certain promoted operations for a period of eight years.

As promoted companies, the aforementioned subsidiaries must comply with certain terms and conditions prescribed in the promotional certificates.

Summary of revenue from promoted and non-promoted businesses:

|                         | Consolidated<br>financial statements |                | Separate<br>financial statements |          |
|-------------------------|--------------------------------------|----------------|----------------------------------|----------|
|                         | 2015                                 | 2014           | 2015                             | 2014     |
|                         | <i>(in million Baht)</i>             |                |                                  |          |
| Promoted businesses     | 4,824                                | 5,090          | -                                | -        |
| Non-promoted businesses | 167,225                              | 156,950        | -                                | -        |
| <b>Total income</b>     | <b>172,049</b>                       | <b>162,040</b> | <b>-</b>                         | <b>-</b> |

#### **Privileges granted to business operator in Free Zone**

In 2004, a subsidiary was granted approval from the Customs Department to operate in a "Free Zone", whereby the subsidiary obtains privileges related to the payment of import and export taxes, valued added tax and excise tax. Various other privileges are also granted.

### **34. Basic earnings per share**

The calculations of basic earnings per share for the years ended 31 December 2015 and 2014 were based on the profit for the years attributable to ordinary shareholders of the Company and the number of ordinary shares outstanding during the years as follows:

|  | Consolidated<br>financial statements      |             | Separate<br>financial statements |             |
|--|---|-------------|----------------------------------|-------------|
|  | 2015                                      | 2014        | 2015                             | 2014        |
|  | <i>(in million Baht / million shares)</i> |             |                                  |             |
| Profit attributable to ordinary shareholders of<br>the Company (basic) | 26,463                                    | 21,694      | 9,715                            | 28,911      |
| Number of ordinary shares outstanding                                  | 25,110                                    | 25,110      | 25,110                           | 25,110      |
| <b>Earnings per share (basic) (in Baht)</b>                            | <b>1.05</b>                               | <b>0.86</b> | <b>0.39</b>                      | <b>1.15</b> |

### **35. Dividends**

At the Board of Directors' meeting, held on 13 August 2015, the Board of Directors unanimously approved the interim dividend payment for 2015 of Baht 0.15 per share, totalling Baht 3,767 million. The said dividend was paid to the shareholders on 10 September 2015.

At the annual general meeting of the shareholders of the Company held on 22 April 2015, the shareholders had the resolution to approve the appropriation of dividend of Baht 0.61 per share, totalling Baht 15,317 million. On 11 September 2014, a portion of the said dividend was paid as the interim dividend of Baht 0.15 per share, totalling Baht 3,767 million. The remaining dividend of Baht 0.46 per share, totalling Baht 11,551 million, was paid to the shareholders on 20 May 2015.

At the Board of Directors' meeting, held on 14 August 2014, the Board of Directors unanimously approved the interim dividend payment for 2014 of Baht 0.15 per share, totalling Baht 3,767 million. The said dividend was paid to the shareholders on 11 September 2014.

At the annual general meeting of the shareholders of the Company held on 25 April 2014, the shareholders had the resolution to approve the appropriation of dividend of Baht 0.44 per share, totalling Baht 11,048 million. On 11 September 2013, a portion of the said dividend was paid as the interim dividend of Baht 0.14 per share, totalling Baht 3,515 million. The remaining dividend of Baht 0.30 per share, totalling Baht 7,533 million, was paid to the shareholders on 22 May 2014.

### 36. Financial instruments

#### Financial risk management policies

The Group is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The Group does not hold or issue derivative financial instruments for speculative or trading purposes.

Risk management is integral to the whole business of the Group. The Group has a system of controls in place to create and acceptable balance between the cost of risks occurring and the cost of managing the risks. The management continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved.

#### Capital management

The Board of Directors' policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return on capital, which the Group defines as result from operating activities divided by total shareholders' equity, excluding non-controlling interests and also monitors the level of dividends to ordinary shareholders.

#### Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows because loan interest rates are mainly fixed. The Group is primarily exposed to interest rate risk from its borrowings (see Note 18). The Group mitigates this risk by ensuring that the majority of its borrowings are at fixed interest rates.

The effective interest rates of loans receivable as at 31 December and the periods in which the loans receivable mature or re-price were as follows:

|   | Effective interest rate (% per annum) | Separate financial statements |                                 |                         |
|---|---------------------------------------|-------------------------------|---------------------------------|-------------------------|
|   |                                       | Within 1 year                 | After 1 year but within 5 years | Total (in million Baht) |
| <b>2015</b>                                   |                                       |                               |                                 |                         |
| <b>Current</b>                                |                                       |                               |                                 |                         |
| Short-term loans receivable – related parties | 5.00                                  | 6,902                         | –                               | 6,902                   |
| <b>Total</b>                                  |                                       | <b>6,902</b>                  | <b>–</b>                        | <b>6,902</b>            |
| <b>2014</b>                                   |                                       |                               |                                 |                         |
| <b>Current</b>                                |                                       |                               |                                 |                         |
| Short-term loans receivable – related parties | 5.00                                  | 12,182                        | –                               | 12,182                  |
| <b>Non-current</b>                            |                                       |                               |                                 |                         |
| Long-term loans receivable – related parties  | 5.00                                  | –                             | 3,719                           | 3,719                   |
| <b>Total</b>                                  |                                       | <b>12,182</b>                 | <b>3,719</b>                    | <b>15,901</b>           |

The effective interest rates of interest-bearing financial liabilities as at 31 December and the periods in which those liabilities mature or re-price were as follows:

| Consolidated financial statements                           |   |                  |  |                                   |
|---|---|------------------|--|-----------------------------------|
|   | Effective<br>interest<br>rate<br>(% per<br>annum) | Within<br>1 year | After 1<br>year but<br>within 5<br>years | Total<br><i>(in million Baht)</i> |
| <b>2015</b>   |   |                  |  |                                   |
| <b>Current</b>  |   |                  |  |                                   |
| Bank overdrafts   | 1.60-7.36   | 1,448            | -  | 1,448                             |
| Short-term loans payable - financial institutions           | 1.63-3.00   | 6,394            | -  | 6,394                             |
| Current portion of debentures                               | 4.00  | 1,000            | -  | 1,000                             |
| Current portion of long-term loans - financial institutions | 2.08-3.85   | 9,532            | -  | 9,532                             |
| <b>Non-current</b>  |   |                  |  |                                   |
| Debentures  | 2.51  | -                | 1,000                                    | 1,000                             |
| Long-term loans payable - financial institutions            | 1.98-3.10   | -                | 24,883                                   | 24,883                            |
| <b>Total</b>  |   | <b>18,374</b>    | <b>25,883</b>                            | <b>44,257</b>                     |
| <b>2014</b>   |   |                  |  |                                   |
| <b>Current</b>  |   |                  |  |                                   |
| Bank overdrafts   | 1.60-1.97   | 1,363            | -  | 1,363                             |
| Short-term loans payable - financial institutions           | 2.10-3.16   | 7,173            | -  | 7,173                             |
| Current portion of long-term loans - financial institutions | 1.88-3.85   | 13,411           | -  | 13,411                            |
| <b>Non-current</b>  |   |                  |  |                                   |
| Debentures  | 4.00  | -                | 1,000                                    | 1,000                             |
| Long-term loans payable - financial institutions            | 1.88-3.85   | -                | 26,555                                   | 26,555                            |
| <b>Total</b>  |   | <b>21,947</b>    | <b>27,555</b>                            | <b>49,502</b>                     |
| Separate financial statements                               |   |                  |  |                                   |
|   | interest<br>rate<br>(% per<br>annum)              | Within<br>1 year | After 1<br>year but<br>within 5<br>years | Total<br><i>(in million Baht)</i> |
| <b>2015</b>   |   |                  |  |                                   |
| <b>Current</b>  |   |                  |  |                                   |
| Short-term loans payable - financial institutions           | 1.63-2.00   | 5,629            | -  | 5,629                             |
| Current portion of long-term loans - financial institutions | 2.58-3.43   | 8,879            | -  | 8,879                             |
| Short-term loans payable - related parties                  | 5.00  | 32,025           | -  | 32,025                            |
| <b>Non-current</b>  |   |                  |  |                                   |
| Long-term loans payable - financial institutions            | 1.98-3.10   | -                | 23,955                                   | 23,955                            |
| Long-term loans payable - related parties                   | 2.32  | -                | 1,317                                    | 1,317                             |
| <b>Total</b>  |   | <b>46,533</b>    | <b>25,272</b>                            | <b>71,805</b>                     |

| Separate financial statements                               |                                      |                  |  |                                   |
|---|--------------------------------------|------------------|--|-----------------------------------|
|   | interest<br>rate<br>(% per<br>annum) | Within<br>1 year | After 1<br>year but<br>within 5<br>years | Total<br><i>(in million Baht)</i> |
| <b>2014</b>   |                                      |                  |  |                                   |
| <b>Current</b>  |                                      |                  |  |                                   |
| Short-term loans payable – financial                        | 2.10–2.41                            | 5,300            | –  | 5,300                             |
| Current portion of long-term loans – financial institutions | 3.04–3.85                            | 2,500            | –  | 2,500                             |
| Short-term loans payable – related parties                  | 5.00                                 | 7,517            | –  | 7,517                             |
| <b>Non-current</b>  |                                      |                  |  |                                   |
| Long-term loans payable – financial institutions            | 3.04–3.85                            | –                | 4,000                                    | 4,000                             |
| Long-term loans payable – related parties                   | 5.00                                 | –                | 12,569                                   | 12,569                            |
| <b>Total</b>  |                                      | <b>15,317</b>    | <b>16,569</b>                            | <b>31,886</b>                     |

#### Foreign currency risk

The Group is exposed to foreign currency risk relating to purchases and sales of goods which are denominated in foreign currencies. The Group primarily utilises forward exchange contracts to hedge such financial assets and liabilities denominated in foreign currencies. The forward exchange contracts entered into at the reporting date also relate to anticipated purchases and sales, denominated in foreign currencies, for the subsequent period.

At 31 December, the Group and the Company were exposed to foreign currency risk in respect of financial assets and liabilities denominated in the following currencies:

|   | Note | Consolidated<br>financial statements |                 | Separate<br>financial statements |          |
|---|------|--------------------------------------|-----------------|----------------------------------|----------|
|   |      | 2015                                 | 2014            | 2015                             | 2014     |
| <i>(in million Baht)</i>                              |      |                                      |                 |                                  |          |
| <b>Singapore Dollars</b>                              |      |                                      |                 |                                  |          |
| Cash and cash equivalents                             | 5    | 31                                   | 2               | –                                | –        |
| Trade accounts receivable                             | 6    | 4                                    | –               | –                                | –        |
| Other receivable to related parties                   | 4    | 5                                    | –               | –                                | –        |
| Trade accounts payable                                | 19   | –                                    | (31)            | –                                | –        |
| Loans from and other payables to related parties      | 4    | (17)                                 | (41)            | (12)                             | –        |
| Interest-bearing liabilities                          | 18   | (15)                                 | (31,954)        | –                                | –        |
| Other payables  | 20   | (1)                                  | (39)            | –                                | 1        |
| <b>Gross statement of financial position exposure</b> |      |                                      |                 |                                  |          |
|   |      | <b>7</b>                             | <b>(32,063)</b> | <b>(12)</b>                      | <b>1</b> |
| Forwards to sell foreign currency                     |      | (4)                                  | –               | –                                | –        |
| <b>Net exposure</b>                                   |      | <b>3</b>                             | <b>(32,063)</b> | <b>(12)</b>                      | <b>1</b> |

|   | Note | Consolidated<br>financial statements |                | Separate<br>financial statements |          |
|---|------|--------------------------------------|----------------|----------------------------------|----------|
|   |      | 2015                                 | 2014           | 2015                             | 2014     |
| <i>(in million Baht)</i>                                  |      |                                      |                |                                  |          |
| <b>United States Dollars</b>                              |      |                                      |                |                                  |          |
| Cash and cash equivalents                                 | 5    | 44                                   | 129            | -                                | -        |
| Trade accounts receivable                                 | 6    | 68                                   | -              | -                                | -        |
| Other receivables   |      | -                                    | 16             | -                                | -        |
| Trade accounts payable                                    | 19   | (64)                                 | (86)           | -                                | -        |
| Loans from and other payables to<br>related parties       | 4    | (3)                                  | -              | (1)                              | -        |
| Other payables  | 20   | (18)                                 | (43)           | -                                | -        |
| <b>Gross statement of financial<br/>position exposure</b> |      |                                      |                |                                  |          |
|   |      | <b>27</b>                            | <b>16</b>      | <b>(1)</b>                       | <b>-</b> |
| Estimated forecast purchase of goods                      |      | (423)                                | (1,084)        | -                                | -        |
| Estimated forecast other liabilities                      |      | (722)                                | (824)          | -                                | -        |
| <b>Gross exposure</b>                                     |      | <b>(1,118)</b>                       | <b>(1,892)</b> | <b>(1)</b>                       | <b>-</b> |
| Forwards to buy foreign currency                          |      | 52                                   | 65             | -                                | -        |
| <b>Net exposure</b>                                       |      | <b>(1,066)</b>                       | <b>(1,827)</b> | <b>(1)</b>                       | <b>-</b> |
| <b>Euro</b>   |      |                                      |                |                                  |          |
| Cash and cash equivalents                                 | 5    | -                                    | 1              | -                                | -        |
| Trade accounts receivable                                 | 6    | 36                                   | 34             | -                                | -        |
| Other receivables   |      | 1                                    | -              | -                                | -        |
| Trade accounts payable                                    | 19   | (117)                                | (64)           | -                                | -        |
| Other payables  | 20   | (20)                                 | (106)          | -                                | -        |
| <b>Gross statement of financial<br/>position exposure</b> |      |                                      |                |                                  |          |
|   |      | <b>(100)</b>                         | <b>(135)</b>   | <b>-</b>                         | <b>-</b> |
| Estimated forecast purchase of goods                      |      | (1,000)                              | (476)          | -                                | -        |
| Estimated forecast payment for<br>advertising             |      | (141)                                | (24)           | -                                | -        |
| Estimated forecast purchase of assets                     |      | -                                    | (32)           | -                                | -        |
| Other provisions  |      | (53)                                 | (33)           | -                                | -        |
| <b>Gross exposure</b>                                     |      | <b>(1,294)</b>                       | <b>(700)</b>   | <b>-</b>                         | <b>-</b> |
| Forwards to buy foreign currency                          |      | 16                                   | 11             | -                                | -        |
| <b>Net exposure</b>                                       |      | <b>(1,278)</b>                       | <b>(689)</b>   | <b>-</b>                         | <b>-</b> |

|   | Note | Consolidated<br>financial statements |              | Separate<br>financial statements |          |
|---|------|--------------------------------------|--------------|----------------------------------|----------|
|   |      | 2015                                 | 2014         | 2015                             | 2014     |
| <i>(in million Baht)</i>                                  |      |                                      |              |                                  |          |
| <b>Pound Sterling</b>                                     |      |                                      |              |                                  |          |
| Cash and cash equivalents                                 | 5    | 4                                    | 358          | -                                | -        |
| Trade accounts payable                                    | 19   | (12)                                 | (1)          | -                                | -        |
| Other payables to related parties                         | 4    | (1)                                  | -            | -                                | -        |
| Other payables  | 20   | (1)                                  | -            | -                                | -        |
| <b>Gross statement of financial<br/>position exposure</b> |      | <b>(10)</b>                          | <b>357</b>   | <b>-</b>                         | <b>-</b> |
| Estimated forecast purchase of goods                      |      | (2)                                  | -            | -                                | -        |
| Estimated forecast payment for<br>advertising             |      | (469)                                | (763)        | -                                | -        |
| Estimated forecast purchase of assets                     |      | (189)                                | -            | -                                | -        |
| <b>Gross exposure</b>                                     |      | <b>(670)</b>                         | <b>(406)</b> | <b>-</b>                         | <b>-</b> |
| <b>Australian Dollars</b>                                 |      |                                      |              |                                  |          |
| Trade accounts payable                                    | 19   | (48)                                 | (131)        | -                                | -        |
| <b>Gross statement of financial<br/>position exposure</b> |      | <b>(48)</b>                          | <b>(131)</b> | <b>-</b>                         | <b>-</b> |
| Estimated forecast purchase of goods                      |      | -                                    | (55)         | -                                | -        |
| <b>Gross exposure</b>                                     |      | <b>(48)</b>                          | <b>(186)</b> | <b>-</b>                         | <b>-</b> |
| Forwards to buy foreign currency                          |      | 33                                   | 77           | -                                | -        |
| <b>Net exposure</b>                                       |      | <b>(15)</b>                          | <b>(109)</b> | <b>-</b>                         | <b>-</b> |
| <b>Hong Kong Dollars</b>                                  |      |                                      |              |                                  |          |
| Cash and cash equivalents                                 | 5    | 35                                   | 1            | -                                | -        |
| Loans from and other payables to<br>related parties       | 4    | -                                    | -            | 1,317                            | -        |
| <b>Gross statement of financial<br/>position exposure</b> |      | <b>35</b>                            | <b>1</b>     | <b>1,317</b>                     | <b>-</b> |
| <b>Japanese Yen</b>                                       |      |                                      |              |                                  |          |
| Other payables  | 20   | (56)                                 | (113)        | -                                | -        |
| <b>Gross statement of financial<br/>position exposure</b> |      | <b>(56)</b>                          | <b>(113)</b> | <b>-</b>                         | <b>-</b> |
| Estimated forecast purchase of<br>machinery               |      | (2)                                  | -            | -                                | -        |
| <b>Gross exposure</b>                                     |      | <b>(58)</b>                          | <b>(113)</b> | <b>-</b>                         | <b>-</b> |
| Forwards to buy foreign currency                          |      | 55                                   | -            | -                                | -        |
| <b>Net exposure</b>                                       |      | <b>(3)</b>                           | <b>(113)</b> | <b>-</b>                         | <b>-</b> |

|   | Note | Consolidated<br>financial statements |          | Separate<br>financial statements |          |
|---|------|--------------------------------------|----------|----------------------------------|----------|
|   |      | 2015                                 | 2014     | 2015                             | 2014     |
| <i>(in million Baht)</i>                                  |      |                                      |          |                                  |          |
| <b>Other foreign currencies</b>                           |      |                                      |          |                                  |          |
| Cash and cash equivalents                                 | 5    | 8                                    | 2        | -                                | -        |
| Trade accounts receivable                                 | 6    | 15                                   | 20       | -                                | -        |
| Other receivables   |      | 4                                    | -        | -                                | -        |
| Trade accounts payable                                    | 19   | (1)                                  | -        | -                                | -        |
| Loans from and other payables to<br>related parties       | 4    | (3)                                  | (17)     | -                                | -        |
| Other payables  | 20   | (5)                                  | (1)      | -                                | -        |
| <b>Gross statement of financial position<br/>exposure</b> |      | <b>18</b>                            | <b>4</b> | <b>-</b>                         | <b>-</b> |

**Credit risk**

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Group as and when they fall due.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. However, due to the large number of parties comprising the Group's customer base, management does not anticipate material losses from its debt collection.

**Liquidity risk**

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.



**Fair values of financial assets and liabilities**

As at 31 December 2015 and 2014, fair values of financial asset and liabilities is taken to approximately the carrying value, except the following items:

| <b>Consolidated financial statements</b> |                |             |        |            |         |         |        |
|--|----------------|-------------|--------|------------|---------|---------|--------|
|  | Carrying value |             |        | Fair value |         |         |        |
|  | Current        | Non-current | Total  | Level 1    | Level 2 | Level 3 | Total  |
| <i>(in million Baht)</i>                 |                |             |        |            |         |         |        |
| <b>31 December 2015</b>                  |                |             |        |            |         |         |        |
| <b>Financial assets</b>                  |                |             |        |            |         |         |        |
| Foreign currency                         |                |             |        |            |         |         |        |
| forwards contracts                       |                |             |        |            |         |         |        |
| in asset position                        | -              | -           | -      | -          | 88      | -       | 88     |
| <b>Financial liabilities</b>             |                |             |        |            |         |         |        |
| Long-term loans and                      |                |             |        |            |         |         |        |
| bill of exchanges                        |                |             |        |            |         |         |        |
| from financial                           |                |             |        |            |         |         |        |
| institutions                             | 9,532          | 24,883      | 34,415 | -          | -       | 34,803  | 34,803 |
| Foreign currency                         |                |             |        |            |         |         |        |
| forwards contracts                       |                |             |        |            |         |         |        |
| in liability position                    | -              | -           | -      | -          | 167     | -       | 167    |
| <b>Separate financial statements</b>     |                |             |        |            |         |         |        |
|  | Carrying value |             |        | Fair value |         |         |        |
|  | Current        | Non-current | Total  | Level 1    | Level 2 | Level 3 | Total  |
| <i>(in million Baht)</i>                 |                |             |        |            |         |         |        |
| <b>31 December 2015</b>                  |                |             |        |            |         |         |        |
| <b>Financial liabilities</b>             |                |             |        |            |         |         |        |
| Long-term loan from                      |                |             |        |            |         |         |        |
| related party                            | -              | 1,317       | 1,317  | -          | -       | 1,317   | 1,317  |
| Long-term loans and                      |                |             |        |            |         |         |        |
| bill of exchanges                        |                |             |        |            |         |         |        |
| from financial                           |                |             |        |            |         |         |        |
| institutions                             | 8,879          | 23,955      | 32,834 | -          | -       | 33,221  | 33,221 |

A fair value of financial assets and financial liabilities is taken to approximate the carrying value to the relatively short-term maturity.

**Financial instruments carried at fair value**

Available-for-sale equity security is an investment in equity shares. The fair value of the investment is determined to be Level 2 under the fair value hierarchy.

**Financial instruments not measured at fair value**

| Type                                | Valuation technique    | Significant unobservable inputs |
|-------------------------------------|------------------------|---------------------------------|
| Foreign currency forwards contracts | Broker quotes          | Not applicable                  |
| Debentures                          | Based on broker quotes | Not applicable                  |
| Loans                               | Discounted cash flows  | Discount rate                   |

**37. Commitments with non-related parties**

|  | Consolidated financial statements |              | Separate financial statements |            |
|--|-----------------------------------|--------------|-------------------------------|------------|
|  | 2015                              | 2014         | 2015                          | 2014       |
|  | <i>(in million Baht)</i>          |              |                               |            |
| <b>Capital commitments</b>                         |                                   |              |                               |            |
| <i>Contracted but not provided for:</i>            |                                   |              |                               |            |
| Machinery and equipment                            | 325                               | 205          | -                             | -          |
| Buildings and other constructions                  | 201                               | 234          | -                             | -          |
| Computer software                                  | 18                                | 2            | -                             | -          |
| Land   | 9                                 | -            | -                             | -          |
| <b>Total</b>                                       | <b>553</b>                        | <b>441</b>   | <b>-</b>                      | <b>-</b>   |
| <b>Non-cancellable operating lease commitments</b> |                                   |              |                               |            |
| Within one year                                    | 640                               | 535          | 22                            | 12         |
| After one year but within five years               | 514                               | 547          | 46                            | 21         |
| After five years                                   | 82                                | 89           | -                             | -          |
| <b>Total</b>                                       | <b>1,236</b>                      | <b>1,171</b> | <b>68</b>                     | <b>33</b>  |
| <b>Other commitments</b>                           |                                   |              |                               |            |
| Purchases of molasses agreements                   | 1,668                             | 1,954        | -                             | -          |
| Purchases of goods and raw materials agreements    | 1,632                             | 1,684        | -                             | -          |
| Specialist and consultancy agreements              | 1,224                             | 1,330        | 397                           | 431        |
| Bank guarantees                                    | 1,142                             | 1,032        | 28                            | 44         |
| Advertising servicer and sponsorship agreements    | 1,068                             | 1,229        | -                             | -          |
| Service agreements                                 | 896                               | 809          | 8                             | 1          |
| Forward contracts to buy foreign currencies        | 167                               | 198          | -                             | -          |
| Forward contracts to sell foreign currencies       | 88                                | -            | -                             | -          |
| Unused letters of credit for goods and supplies    | 73                                | 240          | -                             | -          |
| Other agreements                                   | 14                                | 17           | -                             | -          |
| <b>Total</b>                                       | <b>7,972</b>                      | <b>8,493</b> | <b>433</b>                    | <b>476</b> |

### **Other significant commitments**

#### *Specialist agreements*

In 2004, the Company and four subsidiaries entered into production and blending control agreements with a specialist for a period of forty years from 1 August 2004 to 1 August 2044. Under the agreements, the Company and its subsidiaries are obliged to pay monthly service fees of Baht 4.3 million which are to be annually increased by 5% for the first 20 years from 1 August 2004 to 1 August 2024. Afterwards, the Company and its subsidiaries have to pay monthly service fees of Baht 0.25 million until the expiration of the agreements. Service fee, under the agreements, totalled Baht 1,766.2 million. Subsequently, the addendums were made on 5 January 2006, under which the Company and its subsidiaries have to pay additional amount to this specialist amounting to Baht 2,000 million. Therefore, the total service fees under the agreements both outstanding and already paid by the Company and its subsidiaries amounted to Baht 3,766.2 million.

As at 31 December 2015, the remaining commitments to be paid, relating to these agreements, amounted to Baht 996.4 million (2014: Baht 1,082.2 million).

#### *Consultancy agreement*

On 6 November 2014, the Company entered into a consulting agreement with a company to provide advices and consultancy related to distillery process in Thailand and other works specified in the agreement for a period of 10 years from 1 November 2014 to 31 October 2024. Under the agreement, the Company is obliged to pay monthly service fees approximately Baht 1.67 million which is to be increased by 5% every 12 months for the period of 10 years. Therefore, the total fees under the agreement amounted to Baht 251.56 million.

As at 31 December 2015, the remaining commitment to be paid relating to this agreement amounted to Baht 228.06 million (2014: Baht 248.22 million).

#### *Sponsorship agreement*

In 2014, a subsidiary has entered into an advertising services agreement and a sponsorship agreement with Everton Football Club, in the United Kingdom, for a period of three years from 1 June 2014 to 31 May 2017 in order to promote the Group's businesses globally. Under the conditions as stipulated in the agreements, the subsidiary is obliged to pay a minimum payment of GBP 0.75 million and a maximum payment of GBP 3.05 million per annum and minimum special bonus with the minimum amount of GBP 0.03 million and the maximum amount of GBP 1.70 million per annum, depending on performance of Everton football team in each year.

In 2015, a subsidiary has entered into a sponsorship agreement with a football club in Spain, for a period of three years from 1 July 2015 to 30 June 2018, in order to promote the Company's products as specified in the agreement, whereby the Company is granted a license to utilise the trade names, trademarks, images and logos of the owner party. The subsidiary is obliged to pay total amounts of Euro 3.6 million during three years at the conditions specified in the agreement.

#### *Material and package trading agreement*

The Company's subsidiary and Oishi Ramen Co., Ltd., the Company's indirect subsidiary, entered into a material and package trading agreement with a local company for distribution of their products to the Group's restaurants and for materials and packaging management to the Company's subsidiary and its indirect subsidiary. The Company's subsidiary and its indirect subsidiary agreed to pay the service charge at the rate as specified in the agreement for a period of three years. The agreements will expire on 31 December 2016.

*Transportation agreement*

The Company's subsidiary and Oishi Trading Co., Ltd., the Company's indirect subsidiary, entered into a transportation agreement with a local company to transport their products from factory to the defined destination. Transportation cost is calculated for each trip at the rate as specified in the agreement. The agreement shall be in effect for a period of two years from 1 July 2010 to 30 June 2012. Unless there is notification from either party to terminate the agreement at the expiration date, this agreement continues to be in effect for a successive one year term.

*Purchase natural gas agreement*

On 30 September 2009, Oishi Trading Co., Ltd., the Company's indirect subsidiary, entered into a purchase natural gas agreement with a local company. The aforesaid indirect subsidiary agreed to pay disbursements and comply with the conditions as stipulated in the agreement. This agreement shall be in effect for a period of seven years, from 21 December 2009 to 30 November 2016, with a renewal option whereby either party gives a written notification to other not later than 90 days prior to the expiration date.

*Contract manufacturing agreement*

On 1 May 2015, Oishi Trading Co. Ltd., the Company's subsidiary, entered into a contract manufacturing agreement with a local company at the price conditions as specified in the agreement. The agreement is for five years period from 1 May 2015 to 30 April 2020.

**38. Events after the reporting period**

On 1 February 2016, FCL Centrepoint Pte. Ltd., a subsidiary of Fraser Centrepoint Limited, completed the disposal of its entire 18.99% shareholding interest in Gemshine Investments Pte. Ltd. and novation of the intercompany loans in the net amount of approximately SGD 60.7 million, to Lexis 88 Investments (Mauritus) Limited, for an aggregate consideration of approximately SGD 80.3 million, subject to post-completion adjustments.

At the Board of Directors' meeting held on 26 February 2016, the Board of Directors had the following resolutions:

- a) to endorse for a dividend payment for the year 2015 of Baht 0.61 per share, totalling Baht 15,317 million. On 13 August 2015, a portion of the said dividend was paid as interim dividend of Baht 0.15 per share, totalling Baht 3,767 million. The remaining dividend payment of Baht 0.46 per share, totalling Baht 11,550 million, will be paid during 2016. The Board of Directors propose this matter to shareholders' meeting for further approval;
- b) to approve to change the accounting period from beginning on 1 January and ending on 31 December of every year to beginning on 1 October and ending on 30 September of every year;
- c) to endorse on the reduction in the authorised share capital of the Company by entailing of the cancellation of unissued shares approximately Baht 3,890 million, from Baht 29,000 million to be approximately Baht 25,110 million. The Board of Directors propose this matter to shareholders' meeting for further approval; and
- d) to endorse on the increase in the authorised share capital of the Company of Baht 45 million, from approximately Baht 25,110 million to be approximately Baht 25,155 million, in accordance with newly-issued ordinary shares and to endorse on the allocation of the new 45 million shares in response to the Long-term Incentive Plan. The Board of Directors propose this matter to shareholders' meeting for further approval.

### 39. Thai Financial Reporting Standards (TFRS) not yet adopted

A number of new and revised TFRS have been issued but are not yet effective and have not been applied in preparing these financial statements. Those new and revised TFRS that may be relevant to the Group's operations, which become effective for annual financial periods beginning on or after 1 January 2016, are set out below. The Group does not plan to adopt these TFRS early.

| TFRS                   | Topic   |
|------------------------|---|
| TAS 1 (revised 2015)   | Presentation of Financial Statements  |
| TAS 2 (revised 2015)   | Inventories   |
| TAS 7 (revised 2015)   | Statement of Cash Flows   |
| TAS 8 (revised 2015)   | Accounting Policies, Changes in Accounting Estimates and Errors   |
| TAS 10 (revised 2015)  | Events After the Reporting Period   |
| TAS 12 (revised 2015)  | Income Taxes  |
| TAS 16 (revised 2015)  | Property, Plant and Equipment   |
| TAS 17 (revised 2015)  | Leases  |
| TAS 18 (revised 2015)  | Revenue   |
| TAS 19 (revised 2015)  | Employee Benefits   |
| TAS 21 (revised 2015)  | The Effects of Changes in Foreign Exchange Rates  |
| TAS 23 (revised 2015)  | Borrowing Costs   |
| TAS 24 (revised 2015)  | Related Party Disclosures   |
| TAS 27 (revised 2015)  | Separate Financial Statements   |
| TAS 28 (revised 2015)  | Investment in Associates and Joint Ventures   |
| TAS 33 (revised 2015)  | Earnings Per Share  |
| TAS 34 (revised 2015)  | Interim Financial Reporting   |
| TAS 36 (revised 2015)  | Impairment of Assets  |
| TAS 37 (revised 2015)  | Provisions, Contingent Liabilities and Contingent Assets  |
| TAS 38 (revised 2015)  | Intangible Assets   |
| TAS 41                 | Agriculture   |
| TFRS 2 (revised 2015)  | Share-based Payment   |
| TFRS 3 (revised 2015)  | Business Combinations   |
| TFRS 5 (revised 2015)  | Non-current Assets Held for Sale and Discontinued Operations  |
| TFRS 8 (revised 2015)  | Operating Segments  |
| TFRS 10 (revised 2015) | Consolidated Financial Statements   |
| TFRS 11 (revised 2015) | Joint Arrangement   |
| TFRS 12 (revised 2015) | Disclosure of Interests in Other Entities   |
| TFRS 13 (revised 2015) | Fair Value Measurement  |
| TSIC 15 (revised 2015) | Operating Leases – Incentives   |
| TSIC 25 (revised 2015) | Income Taxes – Changes in the Tax Status of an Enterprise or its Shareholders                           |
| TSIC 27 (revised 2015) | Evaluating the Substance of Transactions in the Legal Form of a Lease                                   |
| TFRIC 1 (revised 2015) | Changes in Existing Decommissioning, Restoration and Similar Liabilities                                |
| TFRIC 4 (revised 2015) | Determining Whether an Arrangement Contains a Lease   |
| TFRIC 5 (revised 2015) | Rights to Interests arising from Decommissioning,<br>Restoration and Environmental Rehabilitation Funds |

| TFRS                    | Topic                                      |
|-------------------------|--|
| TFRIC 10 (revised 2015) | Interim Financial Reporting and Impairment |
| TFRIC 13 (revised 2015) | Customer Loyalty Programmes                |
| TFRIC 18 (revised 2015) | Transfers of Assets from Customers         |
| TFRIC 21                | Levies                                     |

The Group has made a preliminary assessment of the potential initial impact on the consolidated and separate financial statements of these new and revised TFRS and expects that there will be no material impact on the financial statements in the period of initial application.

#### 40. Reclassification of accounts

Certain accounts in the statement of financial position as at 31 December 2014, which are included in the 2015 financial statements for comparative purposes, have been reclassified to conform to the presentation in the 2015 financial statements.

|  | 2014                    |                                   |                        |
|--|-------------------------|-----------------------------------|------------------------|
|  | Before reclassification | Consolidated financial statements |                        |
|  |                         | Reclassification                  | After reclassification |
| <i>(in million Baht)</i>               |                         |                                   |                        |
| <b>Statement of financial position</b> |                         |                                   |                        |
| <b>as at 31 December 2014</b>          |                         |                                   |                        |
| Inventories                            | 35,084                  | (1,000)                           | 34,084                 |
| Property, plant and equipment          | 46,251                  | 1,000                             | 47,251                 |
|  |                         | -                                 |                        |

|  | 2014                    |                               |                        |
|--|-------------------------|-------------------------------|------------------------|
|  | Before reclassification | Separate financial statements |                        |
|  |                         | Reclassification              | After reclassification |
| <i>(in million Baht)</i>               |                         |                               |                        |
| <b>Statement of financial position</b> |                         |                               |                        |
| <b>as at 31 December 2014</b>          |                         |                               |                        |
| Trade accounts receivable              | -                       | 399                           | 399                    |
| Short-term loans to and other          |                         |                               |                        |
| receivables from related parties       | 12,663                  | (399)                         | 12,264                 |
|  |                         | -                             |                        |

The reclassification has been made because in the opinion of management, the new classification is more appropriate to the Group's business.

# Interested Person Transactions

Thai Beverage Public Company Limited  
For the year ended 31 December 2015

|   | Aggregate value of all<br>interested person transactions<br>during the year ended 31 December 2015<br>under review (excluding transactions<br>less than S\$100,000* and transactions<br>conducted under Shareholders' Mandate)<br>Baht '000 | Aggregate value of all<br>interested person transactions<br>conducted under the<br>Shareholders' mandate<br>(excluding transactions less than<br>S\$100,000*)<br>Baht '000 |
|---|---|--|
| <b>A Revenue from sales and service income</b>  |   |  |
| 1. Pisetkij Co., Ltd.                           | -   | 22,765.64  |
| 2. PS Recycle Co., Ltd.                         | -   | 93,865.32  |
| 3. Berli Jucker PCL                             | -   | 13,362.38  |
| 4. Berli Jucker Foods Co., Ltd.                 | -   | 28,108.83  |
| 5. TCC Hotel Collection Co., Ltd.               | -   | 2,582.56   |
| 6. F&B International Co., Ltd.                  | -   | 3,084.50   |
| 7. Thai Alcohol PCL                             | -   | 277,263.74   |
| 8. Power Of Thai Co., Ltd.                      | -   | 3,060.99   |
| 9. F&N Foods Pte Ltd                            | -   | 22,188.85  |
| 10. F&N Interflavine Pte Ltd                    | -   | 5,515.04   |
| 11. TCC Hotel Asset Management Co., Ltd.        | -   | 6,078.27   |
| 12. TCC Logistics & Warehouse Co., Ltd.         | -   | 138,189.18   |
| 13. The Street Retail Development Co., Ltd.     | -   | 3,649.33   |
| <b>B Other income</b>                           |   |  |
| 1. Pisetkij Co., Ltd.                           | -   | 16,126.39  |
| 2. PS Recycle Co., Ltd.                         | -   | 5,036.93   |
| 3. The Southeast Insurance PCL **               | -   | 3,747.66   |
| 4. Thai Malaya Glass Co., Ltd.                  | -   | 18,638.32  |
| 5. F&N Interflavine Pte Ltd                     | -   | 269,214.02   |
| 6. Fraser & Neave (Singapore) Pte. Limited      | -   | 9,451.04   |
| <b>C Cost of sales</b>                          |   |  |
| 1. Pisetkij Co., Ltd.                           | -   | 10,211.31  |
| 2. PS Recycle Co., Ltd.                         | -   | 115,667.02   |
| 3. Thip Sugar Kamphaengphet Co., Ltd. ***       | -   | 658,667.09   |
| 4. The Suphanburi Sugar Industry Co., Ltd.      | -   | 61,591.27  |
| 5. Southeast Capital Co., Ltd.                  | -   | 9,437.14   |
| 6. T.C.C. Technology Co., Ltd.                  | -   | 5,930.99   |
| 7. Thai Beverage Can Co., Ltd.                  | -   | 1,107,668.93   |
| 8. Berli Jucker PCL                             | -   | 27,651.61  |
| 9. The Southeast Insurance PCL **               | -   | 114,416.70   |
| 10. The Southeast Life Insurance PCL **         | -   | 4,166.94   |
| 11. Thip Sugar Sukhothai Co., Ltd.              | -   | 359,580.38   |
| 12. North Park Golf And Sports Club Co., Ltd.   | -   | 3,355.16   |
| 13. Siam Food Products PCL                      | -   | 5,394.38   |
| 14. F&B International Co., Ltd.                 | -   | 5,071.68   |
| 15. Excellent Energy International Co., Ltd.    | -   | 2,600.00   |
| 16. Thai Malaya Glass Co., Ltd.                 | -   | 4,321,316.70   |
| 17. Dhanasindhi Co., Ltd.                       | -   | 15,837.38  |
| 18. F&N Interflavine Pte Ltd                    | -   | 93,344.85  |
| 19. Gaew Grung Thai Co., Ltd.                   | -   | 19,132.57  |
| 20. Thai Agro Products Co., Ltd.                | -   | 165,435.43   |
| 21. Gaewsarnsiri Co., Ltd.                      | -   | 4,708.42   |
| 22. Waste Recycling Management Center Co., Ltd. | -   | 3,888.09   |
| 23. Sub Permpoon 8 Co., Ltd.                    | -   | 19,180.92  |

|  | Aggregate value of all<br>interested person transactions<br>during the year ended 31 December 2015<br>under review (excluding transactions<br>less than S\$100,000* and transactions<br>conducted under Shareholders' Mandate)<br>Baht '000 | Aggregate value of all<br>interested person transactions<br>conducted under the<br>Shareholders' mandate<br>(excluding transactions less than<br>S\$100,000*)<br>Baht '000 |
|--|---|--|
| <b>D Selling expenses</b>                                  |   |  |
| 1. Southeast Capital Co., Ltd.                             | -   | 14,481.34  |
| 2. Berli Jucker PCL  | -   | 4,485.50   |
| 3. The Southeast Insurance PCL **                          | -   | 17,368.05  |
| 4. N.C.C. Management and Development Co., Ltd.             | -   | 7,389.50   |
| 5. F&B International Co., Ltd.                             | -   | 5,606.27   |
| 6. TCC Land Development Co., Ltd.                          | -   | 4,240.40   |
| 7. Fraser & Neave (Singapore) Pte. Limited                 | -   | 5,567.75   |
| 8. TCC Hotel Asset Management Co., Ltd.                    | -   | 2,994.33   |
| 9. P.I.T. Factory Co., Ltd.                                | -   | 2,772.38   |
| 10. TCCCL Ladphao Co., Ltd.                                | -   | 18,768.15  |
| <b>E Administrative expenses</b>                           |   |  |
| 1. Bang-Na Glass Co., Ltd.                                 | -   | 8,608.16   |
| 2. Southeast Capital Co., Ltd.                             | -   | 217,654.01   |
| 3. T.C.C. Technology Co., Ltd.                             | -   | 68,185.67  |
| 4. Berli Jucker PCL  | -   | 2,973.65   |
| 5. The Southeast Insurance PCL **                          | -   | 36,655.43  |
| 6. The Southeast Life Insurance PCL **                     | -   | 7,011.62   |
| 7. North Park Golf And Sports Club Co., Ltd.               | -   | 39,143.81  |
| 8. Best Wishes Co., Ltd.                                   | -   | 7,830.13   |
| 9. Thai Alcohol PCL  | -   | 14,366.85  |
| 10. InterContinental Singapore                             | -   | 3,909.80   |
| 11. Yunnan Bank Hotel Co., Ltd.                            | -   | 2,635.24   |
| 12. Fraser and Neave, Limited                              | -   | 4,406.89   |
| 13. Fraser & Neave (Singapore) Pte. Limited                | -   | 38,111.42  |
| 14. F&N Interflavine Pte Ltd                               | -   | 11,866.42  |
| 15. Commercial Solution Co., Ltd.                          | -   | 41,780.37  |
| 16. Business Process Outsourcing Co., Ltd.                 | -   | 26,727.30  |
| 17. Thai Commercial Investment Freehold and Leasehold Fund | -   | 39,836.99  |
| 18. TCC Hotel Asset Management Co., Ltd.                   | -   | 68,577.06  |
| 19. Dhamma Land Property Development Co., Ltd.             | -   | 7,934.64   |
| 20. PI Hotel Management Limited                            | -   | 3,972.53   |
| 21. Plaza Athenee Hotel Company Limited                    | -   | 3,772.45   |
| 22. Sub Mahakij 8 Co., Ltd.                                | -   | 4,036.12   |
| 23. TCCCL Ladphao Co., Ltd.                                | -   | 4,869.91   |
| 24. FCL Alexandra Point Pte. Ltd.                          | -   | 4,025.44   |
| 25. Mosho Entertainment Co., Ltd.                          | -   | 19,444.45  |
| <b>F Purchase of assets</b>                                |   |  |
| 1. Wattanapat Trading Co., Ltd.                            | 6,282.50  | -  |
| 2. T.C.C. Technology Co., Ltd.                             | -   | 14,209.22  |
| 3. Berli Jucker PCL  | -   | 16,821.11  |
| 4. Regent Gold Property Fund                               | 566,944.00  | -  |
| 5. Dhanasindhi Co., Ltd.                                   | -   | 102,815.88   |

\* Exchange rate Baht 25.79 per 1 SGD.

\*\* Converted from company limited to public company limited

\*\*\* Formerly : The Maewang Sugar Industry Co., Ltd.



This Appendix of the Proposed Renewal of the Shareholders' Mandate for Interested Person Transactions (the "**Shareholders' Mandate**") will be proposed to the 2016 Annual General Meeting of Shareholders for consideration and approval.

# Appendix

## Proposed Renewal of Shareholders' Mandate for Interested Person Transactions

### 1. Background

The Board of Directors of Thai Beverage Public Company Limited (the "**Company**") refers to (a) the Notice of Annual General Meeting of the Company dated April 7, 2016 (the "**Notice**"), accompanying the 2015 annual report (the "**Annual Report**"), convening the Annual General Meeting ("**AGM**") of the Company to be held on April 28, 2016, and (b) Resolution No. 10 set out in the Notice.

### 2. Definitions

The following definitions, or such other definitions as the SGX-ST may from time to time determine, shall apply throughout this Appendix (including the Schedules attached hereto), unless the context otherwise requires:

|                           |   |
|---------------------------|---|
| "approved exchange"       | A stock exchange that has rules which safeguard the interests of shareholders against Interested Person Transactions according to similar principles to Chapter 9 of the Listing Manual   |
| "associate"               | (a) In relation to any director, chief executive officer, substantial shareholder or controlling shareholder (being an individual): <ul style="list-style-type: none"> <li>(i) his immediate family member (that is, the person's spouse, child, adopted child, step-child, sibling and parent);</li> <li>(ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; and</li> <li>(iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more; and</li> </ul> (b) in relation to a substantial shareholder or controlling shareholder (being a company), any other company which is its subsidiary or holding company or is a subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more |
| "associated company"      | A company in which at least 20% but not more than 50% of its shares are held by the Company or the Group  |
| "Baht"                    | Thai Baht, the lawful currency of Thailand  |
| "CDP"                     | The Central Depository (Pte) Limited  |
| "control"                 | The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of a company  |
| "controlling shareholder" | A person who: <ul style="list-style-type: none"> <li>(a) holds directly or indirectly 15% or more of the total number of issued shares (excluding treasury shares) in the company. The SGX-ST may determine that a person who satisfies this paragraph is not a controlling shareholder; or</li> <li>(b) in fact exercises control over the company</li> </ul>  |
| "Director"                | A director of the Company   |

|                                 |   |
|---------------------------------|---|
| “entity at risk”                | The Company, a subsidiary of the Company that is not listed on the SGX-ST or an approved exchange, or an associated company of the Company that is not listed on the SGX-ST or an approved exchange and that is controlled by the Group, or the Group and its interested person(s)  |
| “Group”                         | The Company, its subsidiaries and associated companies  |
| “Independent Directors”         | Shall bear the meaning set out in paragraph 9.1 of this Appendix  |
| “Interested Person Transaction” | A transaction between an entity at risk and an interested person  |
| “interested person”             | A director, chief executive officer or controlling shareholder of the Company or an associate of any such director, chief executive officer or controlling shareholder  |
| “Listing Manual”                | The listing manual of the SGX-ST  |
| “Shareholders”                  | The registered holders of shares in the capital of the Company  |
| “Shareholders’ Mandate”         | The general mandate previously approved by Shareholders, and for which renewal is now being sought, to permit the Company and its subsidiaries to enter into certain types of recurrent transactions of a revenue or trading nature or those necessary for day-to-day operations with specified classes of the Company’s interested persons |
| “SGX-ST”                        | Singapore Exchange Securities Trading Limited   |
| “subsidiary”                    | Shall bear the meaning ascribed to it under Section 5 of the Companies Act (Chapter 50 of Singapore)  |

### 3. Shareholders’ Mandate

Pursuant to the prospectus issued by the Company dated May 19, 2006 (the “**Prospectus**”), approval of the Shareholders was deemed obtained for a shareholders’ mandate to enable the Company and its subsidiaries which are considered to be “entities at risk” within the meaning of Rule 904(2) of the Listing Manual, in their ordinary course of businesses, to enter into categories of Interested Person Transactions with specified classes of the Company’s interested persons, provided that such transactions are entered into on an arm’s length basis and on normal commercial terms. The details of the Interested Person Transactions and the shareholders’ mandate were disclosed in pages 124 to 148 of the Prospectus. The said shareholders’ mandate was renewed at the AGMs held on April 20, 2007, April 28, 2008, April 29, 2009, April 29, 2010, April 29, 2011, April 27, 2012, April 25, 2013, April 25, 2014 and April 22, 2015 in the manner set out on pages 180 to 188, pages 201 to 212, pages 209 to 220, pages 199 to 213, pages 203 to 213, pages 216 to 229, pages 214 to 227, pages 220 to 231 and pages 228 to 239 of the Company’s annual reports for the financial years ended December 31, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013 and 2014, respectively.

### 4. Proposed Renewal of the Shareholders’ Mandate

The Shareholders’ Mandate was expressed to take effect until the conclusion of the subsequent AGM. Accordingly, the Directors propose that the Shareholders’ Mandate be renewed at the forthcoming AGM on April 28, 2016 (the “**2016 AGM**”), to take effect until the next AGM of the Company.

## 5. Details of the Shareholders' Mandate

Details of the Shareholders' Mandate, including the rationale for it and the ensuing benefits to the Company, the review procedures for determining transaction prices with interested persons and other general information relating to Chapter 9 of the Listing Manual, are set out in Schedule 1 to this Appendix.

## 6. Audit Committee Statement

- 6.1 The Audit Committee has reviewed the terms of the Shareholders' Mandate and confirms that the review procedures established by the Company for determining the transaction prices of the Interested Person Transactions as set out under the Shareholders' Mandate in Schedule 1 to this Appendix, if adhered to, are sufficient to ensure that the Interested Person Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders.
- 6.2 If, during the periodic reviews by the Audit Committee, it is of the view that the established internal controls and review procedures referred to in Schedule 1 to this Appendix are no longer appropriate or sufficient to ensure that the Interested Person Transactions will be transacted on normal commercial terms and will not be prejudicial to the interests of the Company and minority Shareholders, the Company will seek a fresh mandate from Shareholders based on new internal controls and review procedures.

## 7. Directors' and Substantial Shareholders' Interests

The interests of the Directors and substantial shareholders of the Company in the issued shares in the capital of the Company as at January 21, 2016 and March 8, 2016 respectively can be found in the Annual Report in respect of the financial year ended December 31, 2015 to be or which has been, distributed to the Shareholders.

## 8. Abstention from Voting

Mr. Charoen Sirivadhanabhakdi and Khunying Wanna Sirivadhanabhakdi, who are Directors and controlling shareholders of the Company, and Mr. Thapana Sirivadhanabhakdi and Mr. Panote Sirivadhanabhakdi, who are Directors of the Company, will abstain, and have undertaken to ensure that their respective associates will abstain, from voting on Resolution No. 10, being the Ordinary Resolution relating to the proposed renewal of the Shareholders' Mandate, in respect of their shareholdings in the Company, if any, at the 2016 AGM. Such persons will also not accept appointment as proxies for any Shareholder to vote on the said resolution unless specific voting instructions have been given by the Shareholder as to how he wants his votes to be cast in respect of the said resolution.

## 9. Independent Directors' Recommendation

- 9.1 The Directors who are considered independent for the purposes of the proposed renewal of the Shareholders' Mandate are Mr. Komen Tantiwattathanaphan, Mr. Narong Srisa-an, Ms. Kanoknart Rangsitthienchai, Mr. Ueychai Tantha-Obhas, Mr. Sithichai Chaikriangkrai, Dr. Pisanu Vichiensanth, Mr. Vivat Tejapaibul, Mr. Puchchong Chandhanakij, Gen. Dr. Choo-Chat Kambhu Na Ayudhya, Prof. Pornchai Matangkasombut, Mr. Michael Lau Hwai Keong, Dr. Sakthip Krairiksh, Prof. Kanung Luchai, Mr. Manu Leopaiprote, Mr. Prasit Kovilaiikool and Mr. Ng Tat Pun (the "Independent Directors"). The Independent Directors are of the opinion that the entry into the Mandated Transactions described in Schedule 1 to this Appendix and with the Mandated Interested Persons is in the ordinary course of its business will enhance the efficiency of the Group and is in the best interests of the Company.
- 9.2 For the reasons set out in Schedule 1 to this Appendix, the Independent Directors recommend that Shareholders vote in favour of Resolution No. 10, being the Ordinary Resolution relating to the renewal of the Shareholders' Mandate at the 2016 AGM.

## 10. Directors' Responsibility Statement

The Directors collectively and individually accept responsibility for the accuracy of the information given in this Appendix and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Appendix constitutes full and true disclosure of all material facts about the proposed renewal of the Shareholders' Mandate, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Appendix misleading. Where information in this Appendix has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Appendix in its proper form and context.

## 11. Action to Be Taken By Shareholders

- 11.1 Shareholders, other than those who hold their shares in the Company through CDP, who are unable to attend the 2016 AGM and wish to appoint a proxy to attend and vote at the 2016 AGM on their behalf, will find attached to the Invitation to the 2016 AGM a Proxy Form which they are requested to complete, sign and return in accordance with the instructions printed thereon as soon as possible and, in any event, (a) so as to arrive at the Office of Corporate Secretariat of Thai Beverage Public Company Limited, at Sangsom Building, 6th floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand, no later than 24 hours before the time fixed for the 2016 AGM; or (b) at the venue of the 2016 AGM before the meeting commences and for the attention of the Company Secretary. The sending of a Proxy Form by a Shareholder does not preclude him from attending and voting in person at the AGM if he finds that he is able to do so.
- 11.2 Persons who hold Shares in Securities Accounts with CDP may instruct CDP to exercise the voting rights for their deposited Shares; such persons will find, attached to the Invitation to the 2016 AGM, a Voting Instructions Form which they are requested to complete, sign and return in accordance with the instructions printed thereon as soon as possible and, in any event so as to arrive at CDP at the address stated in the Voting Instructions Form no later than 5.00 p.m. (Singapore time) on April 20, 2016. However, it should be noted that as a matter of Thai law, and as disclosed in the Company's prospectus dated May 19, 2006, CDP shall be the only holder of record of such Shares and, accordingly, the only person recognised as a Shareholder and legally entitled to attend and vote at the 2016 AGM.
- 11.3 Persons who hold Shares in Securities Accounts with CDP who wish to personally attend and vote in their own names at the 2016 AGM must take such steps as are necessary to transfer their Shares out of the CDP system and to have the relevant Shares registered with the Company in their own names by April 7, 2016, being the date on which the register of the Shareholders of the Company will be closed for the purpose of determining the rights of the Shareholders to attend and to vote at the 2016 AGM. It should be further noted that such Shares which have been transferred out of the CDP system cannot be traded on the SGX-ST unless they are transferred back into the CDP system. In this regard, such transfers shall be subject to applicable taxes and fees. Please contact CDP at (65) 6535 7511 (or via email at [cdp@sgx.com](mailto:cdp@sgx.com)) should you require any guidance on the process of such transfer and registration.

## 12. Others

- 12.1 The SGX-ST takes no responsibility for the accuracy of any statements or opinions made or reports contained in this Appendix.
- 12.2 If you are in any doubt as to the contents herein or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent professional adviser immediately.
- 12.3 If you have sold all your ordinary shares in the Company, please forward this document to the purchaser or bank or stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

## SCHEDULE 1 TO THE APPENDIX

### General Mandate for Interested Person Transactions

We anticipate that we would, in the ordinary course of business, continue to enter into certain transactions with our interested persons, including but not limited to those categories of transactions described below. In view of the time-sensitive nature of commercial transactions, it would be advantageous for us to obtain a shareholders' mandate to enter into certain Interested Person Transactions in our ordinary course of business, provided that all such transactions are carried out on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders.

Chapter 9 of the Listing Manual allows a listed company to obtain a mandate from its shareholders for recurrent interested person transactions which are of a revenue or trading nature or for those necessary for its day-to-day operations. These transactions may not include the purchase or sale of assets, undertakings or businesses which are not part of our day-to-day operations.

Pursuant to Rule 920(1) of the Listing Manual, a general mandate is subject to annual renewal. The information required by Rule 920(1)(b) is as follows:

- (a) the class of interested persons with which the entity at risk (as defined in Rule 904(2) of the Listing Manual) will be transacting;
- (b) the nature of the transactions contemplated under the mandate;
- (c) the rationale for and benefit to the entity at risk;
- (d) the methods or procedures for determining transaction prices;
- (e) the independent financial adviser's opinion on whether the methods or procedures in (d) above are sufficient to ensure that the transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of our Company and our minority Shareholders (where applicable);
- (f) an opinion from our Audit Committee if it takes a different view to the independent financial adviser (where applicable);
- (g) a statement from us that we will obtain a new mandate from our Shareholders if the methods or procedures in (d) above become inappropriate; and
- (h) a statement that the interested person will abstain, and has undertaken to ensure that its associates will abstain, from voting on the resolution approving the transaction.

The Shareholders' Mandate, if renewed, will be effective until the next annual general meeting.

For the purposes of the Shareholders' Mandate, the definitions of words and expressions in the Appendix to which this Shareholders' Mandate is a Schedule shall apply, save as otherwise set out below:

- "Group" means our Company, its subsidiaries and associated companies which are considered "entities at risk" within the meaning of Rule 904(2) of the Listing Manual; and
- "THBEV Group" means our Company and its subsidiaries.

**Classes of Mandated Interested Persons**

The Shareholders' Mandate will apply to our Group's transactions with associates of our controlling shareholders Mr. Charoen Sirivadhanabhakdi and Khunying Wanna Sirivadhanabhakdi (such controlling shareholders' associates collectively referred to as the "**Mandated Interested Persons**" and each a "**Mandated Interested Person**").

Transactions with Mandated Interested Persons which do not fall within the ambit of the Shareholders' Mandate shall be subject to the relevant provisions of Chapter 9 of the Listing Manual.

**Mandated Transactions**

The transactions with Mandated Interested Persons which will be covered by the Shareholders' Mandate ("**Mandated Transactions**") relating to the provision to, or obtaining from, Mandated Interested Persons of products and services in the ordinary course of business of our Group or which are necessary for the day-to-day operations of our Group (but not in respect of the purchase or sale of assets, undertakings or businesses which are not part of our day-to-day operations) are as follows:

- (a) purchases from Mandated Interested Persons of raw materials and packaging materials including new and used glass bottles, aluminium cans, molasses, herbs for the production of beer concentrate, cartons and caps;
- (b) obtaining from Mandated Interested Persons of insurance and insurance-related services;
- (c) purchases from Mandated Interested Persons of all kinds of consumer products, office and storage supplies including tissue paper and sugar for office use, scrap steel, malt bags and wooden pallets;
- (d) obtaining from Mandated Interested Persons of services, including procurement services, services relating to provision of accommodation, vehicles and facilities for the directors of the Company and/or subsidiaries, staff training, telecommunications and software licensing, marketing and advertising and management services and services for the manufacturing and distributorship of products;
- (e) obtaining from Mandated Interested Persons of leases or subleases of office space, warehouses, passenger cars and land;
- (f) provision to Mandated Interested Persons of services including procurement services, property improvement services, advertising and sales services and manufacturing services;
- (g) lease or sub-lease to Mandated Interested Persons of office space, warehouses, passenger cars and land;
- (h) sale to Mandated Interested Persons of molasses and by-products including fertilizer, used bottles, and factory remnants such as aluminium and glass remnants and scrap paper;
- (i) sale to Mandated Interested Persons of our beer, spirits, water, soda and other products; and
- (j) provision or the obtaining of such other products and/or services which are incidental to or in connection with the provision or obtaining of products and/or services in sub-paragraphs (a) to (i) above.

**Rationale for and the Benefits of the Shareholders' Mandate**

The transactions with the Mandated Interested Persons are entered into or to be entered into by our Group in its ordinary course of business. They are recurring transactions that are likely to occur with some degree of frequency and arise at any time and from time to time. Our Directors are of the view that it will be beneficial to our Group to transact or continue to transact with the Mandated Interested Persons.

Our Directors believe that our Group will be able to benefit from its transactions with the Mandated Interested Persons. The Shareholders' Mandate and the renewal of the Shareholders' Mandate on an annual basis will eliminate the need to convene separate general meetings from time to time to seek Shareholders' approval as and when potential Interested Person Transactions with the Mandated Interested Persons arise, thereby reducing substantially the administrative time and expenses in convening general meetings, without compromising the corporate objectives or adversely affecting the business opportunities available to us.

The Shareholders' Mandate is intended to facilitate transactions in our ordinary course of business which are transacted from time to time with the Mandated Interested Persons, provided that they are carried out on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders.

Disclosure will be made in the format required by the Listing Manual, and to the extent required by the SGX-ST, of the aggregate value of Interested Person Transactions conducted pursuant to the Shareholders' Mandate during the current financial year in the annual report for the current financial year.

**Review Procedures for Interested Person Transactions**

Our Audit Committee has oversight of all Interested Person Transactions undertaken by our Group including, the review and where required, approval of such transactions. For this purpose, our Board of Directors has appointed Mr. Ng Tat Pun, an independent non-executive Director and member of the Audit Committee, to lead the Audit Committee in its role in respect of Interested Person Transactions undertaken by our Group (the "**Lead Independent Director for IPTs**"). We have also established the following procedures to ensure that the Interested Person Transactions are undertaken on an arm's length basis and on normal commercial terms.

**Review Procedures and Threshold Limits**

In general, there are procedures established by our Group to ensure that Interested Person Transactions, including the Mandated Transactions with the Mandated Interested Persons, are undertaken on an arm's length basis and on normal commercial terms consistent with our Group's usual business practices and policies, and on terms which are generally no more favorable to the interested persons than those extended to or obtained from unrelated third parties.

In particular, the following review procedures have been implemented:

*(1) Procurement and purchase of goods and obtaining services*

- (a) All procurement and purchases made by our Group of a recurring nature which are in the ordinary course of business of our Group or which are necessary for the day-to-day operations of our Group, including procurement and purchases which are Mandated Transactions with Mandated Interested Persons (such as the transactions referred to in paragraphs (a), (b), (c), (d) and (j) above under "General Mandate for Interested Person Transactions – Mandated Transactions") will be governed by internal control procedures, which detail matters such as the constitution of internal approving authorities, their approval limits, the number of vendors (minimum of two) who provide us quotes, and the review procedures. The guiding principle is to objectively obtain the best goods and/or services on the best terms through competitive quotations, if appropriate. In determining whether the price and terms offered by

interested persons are fair and reasonable, factors such as, but not limited to, delivery schedules, specification compliance, track record, experience and expertise, preferential rates, discounts or rebates offered for bulk purchases, will be taken into consideration. In addition, each Interested Person Transaction entered into by our Group will be monitored as an individual transaction and based on the value of the transaction, will require the prior approval of the corresponding approving authority who is a Director or management employee of the Group (not being an interested person or his associate) and who does not have any interests, whether direct or indirect, in relation to the transactions (the “**Relevant Approving Authority**”) as follows:

| Approval Limits  | Relevant Approving Authority  |
|--|---|
| Interested Person Transaction not exceeding Baht 500,000 in value  | A deputy managing director or officer of equivalent rank                                    |
| Interested Person Transaction above Baht 500,000 but not exceeding Baht 5 million in value   | A managing director or officer of equivalent rank   |
| Interested Person Transaction above Baht 5 million but not exceeding Baht 10 million in value  | A vice-chairman or officer of equivalent rank   |
| Interested Person Transaction above Baht 10 million but not exceeding Baht 20 million in value   | A chairman  |
| Interested Person Transaction above Baht 20 million but not exceeding 3% of the latest audited net tangible assets of the THBEV Group in value | Any two vice-chairmen and/or chairmen or officers of equivalent rank                        |
| Interested Person Transaction above 3% of the latest audited net tangible assets of the THBEV Group in value                                   | Any two Audit Committee members, one of whom must be the Lead Independent Director for IPTs |

In relation to paragraph (j) above under “General Mandate for Interested Person Transactions – Mandated Transactions”, the Relevant Approving Authority (as determined by the value of the transaction) will also assess and approve that the proposed transaction is one which is incidental to or in connection with the provision or obtaining of products and/or services in sub-paragraphs (a), (b), (c) and (d) above under “General Mandate for Interested Person Transactions – Mandated Transactions.”

- (b) In the event that we cannot obtain competitive quotations (for instance, if there are no unrelated third party vendors of similar products and services (taking into account quantum, specifications and delivery schedules among others), or if the product is proprietary in nature), based on the value of the proposed Interested Person Transaction, the corresponding Relevant Approving Authority as set out above (not being an interested person or his associate) and who does not have any interests, direct or indirect, in relation to the transaction, will determine whether the price and terms offered by the interested person are fair and reasonable.
- (c) Purchases under the prevailing terms of the Glass Bottle Purchase Agreement dated December 25, 2015 entered into between Thai Beverage Recycle Co., Ltd. (formerly known as Bang-Na Logistic Co., Ltd.) and Thai Malaya Glass Co., Ltd. (the “**Glass Bottle Purchase Agreement**”) will be covered under the Shareholders’ Mandate, provided that any amendment to the material provisions of the Glass Bottle Purchase Agreement, including any adjustment authorized by the agreement to the purchase price for glass bottles pursuant to and any renewal or extension of tenure of the Glass Bottle Purchase Agreement, requires the approval of our Board of Directors and the Audit Committee.



(2) Other Interested Person Transactions of a recurring nature

- (a) We intend to conduct other Interested Person Transactions not covered by paragraph (1) above which are of a recurring nature and that occur in the ordinary course of business of our Group. These transactions are necessary for the day-to-day operations of our Group and include the sale of products and provisions of services to interested persons and lease or sub-lease of property to or from interested persons and the Mandated Transactions with Mandated Interested Persons referred to in paragraphs (e), (f), (g), (h), (i) and (j) under “General Mandate for Interested Person Transactions – Mandated Transactions” above. We intend to conduct these transactions at the prevailing market rates or prices of the product or service to be provided, and at prevailing market rentals for leases and sub-leases of property, on terms no more favorable to the interested person than the usual commercial terms extended to or, where applicable, by unrelated third parties (including, where applicable, preferential rates, discounts to favored customers or for bulk purchases) or otherwise in accordance with applicable industry norms, provided that:
- (i) in relation to the sale of products and provision of services which are not contemporaneously in time as the proposed Interested Person Transaction being sold or provided to an unrelated third party, quotes from at least two other suppliers who are unrelated third parties not being the relevant interested person or his associates of similar products or services will be obtained; and
  - (ii) in relation to the lease or sub-lease of property, we are required to obtain enquiries with at least two landlords and/or tenants who are unrelated third parties not being the relevant interested person or his associates of similarly sized and located properties put to similar use.

In addition, each Interested Person Transaction entered into by our Group will be monitored as an individual transaction and based on the value of the transaction, will require the prior approval of the corresponding Relevant Approving Authority who is a Director or management employee of the Group (not being an interested person or his associate) and who does not have any interests, whether direct or indirect, in relation to the transactions as follows:

| Approval Limits   | Relevant Approving Authority  |
|---|---|
| Interested Person Transaction not exceeding Baht 200,000 in value   | A deputy managing director or officer of equivalent rank                                    |
| Interested Person Transaction above Baht 200,000 but not exceeding Baht 500,000 in value  | A managing director or officer of equivalent rank   |
| Interested Person Transaction above Baht 500,000 but not exceeding Baht 5 million in value  | A vice chairman or officer of equivalent rank   |
| Interested Person Transaction above Baht 5 million but not exceeding 3% of the latest audited net tangible assets of the THBEV Group in value | A chairman  |
| Interested Person Transaction above 3% of the latest audited net tangible assets of the THBEV Group in value                                  | Any two Audit Committee members, one of whom must be the Lead Independent Director for IPTs |

In relation to paragraph (j) above under “General Mandate for Interested Person Transactions – Mandated Transactions”, the Relevant Approving Authority (as determined by the value of the transaction) will also assess and approve that the proposed transaction is one which is incidental to or in connection with the provision or obtaining of products and/or services in sub-paragraphs (e), (f), (g), (h) and (i) above under “General Mandate for Interested Person Transactions – Mandated Transactions”.

- (b) Where the prevailing market rates or prices are not available, whether due to the nature of products to be sold or services to be provided, the unavailability or impracticality of obtaining quotes from third party sources or otherwise, our Group's pricing for these products and services will be determined in accordance with the Group's usual business practices and pricing policies, consistent with the usual margin our Group will obtain for the same or substantially similar type of transaction with unrelated third parties. In determining the transaction price payable by Mandated Interested Persons for these products or services, factors such as, but not limited to, quantity, volume, consumption, customer requirements, specifications, duration of contract and strategic purposes of the transaction will be taken into account. In relation to leases and sub-leases of property, where prevailing market rentals are not available, whether due to the unavailability or impracticality of obtaining rental comparisons or otherwise, rental will be determined according to the Group's usual business practices and policies. In addition, based on the value of the proposed Interested Person Transaction, the corresponding Relevant Approving Authority as set out in paragraph (a) above (not being an interested person or his associate) and who does not have any interests, direct or indirect, in relation to the transaction, will determine whether the price and terms offered by the interested person are fair and reasonable.

(3) *Non-recurring Interested Person Transactions*

We may from time to time also conduct Interested Person Transactions not covered by paragraphs (1) and (2) above and which do not form part of the Shareholders' Mandate. These transactions are not of a recurring nature or occur outside the ordinary course of business of our Group or which may not be necessary for the day-to-day operations of our Group and include the purchase or sale of assets, undertakings or businesses which are not part of our day-to-day operations. We intend to conduct such transactions in accordance with the Listing Manual, including the threshold, approval and other requirements under Rules 905 and 906 of the Listing Manual. In addition, we will monitor each transaction on an individual basis, and each transaction will require the prior approval of the corresponding Relevant Approving Authority below who is a Director or management employee of the Group (not being an interested person or his associate) and who does not have any interests, whether direct or indirect, in relation to the transaction. The Relevant Approving Authority will also review the transaction to ensure that it is carried out on normal commercial terms and not prejudicial to the interests of our Company and minority Shareholders:

| Approval Limits   | Relevant Approving Authority  |
|---|---|
| Interested Person Transaction not exceeding Baht 200,000 in value   | A deputy managing director or officer of equivalent rank                                    |
| Interested Person Transaction above Baht 200,000 but not exceeding Baht 500,000 in value  | A managing director or officer of equivalent rank   |
| Interested Person Transaction above Baht 500,000 but not exceeding Baht 5 million in value  | A vice chairman or officer of equivalent rank   |
| Interested Person Transaction above Baht 5 million but not exceeding 3% of the latest audited net tangible assets of the THBEV Group in value | A chairman  |
| Interested Person Transaction above 3% of the latest audited net tangible assets of the THBEV Group in value                                  | Any two Audit Committee members, one of whom must be the Lead Independent Director for IPTs |

In the event that these Interested Person Transactions require the approval of our Shareholders, additional information may be required to be presented to Shareholders and an independent financial adviser may be appointed for an opinion.

**Other Review Procedures**

Our Audit Committee led by the Lead Independent Director for IPTs will also review all Interested Person Transactions, including Mandated Transactions to ensure that the prevailing rules and regulations of the SGX-ST (in particular, Chapter 9 of the Listing Manual) are complied with.

Our Group has also implemented the following procedures for the identification of Interested Person Transactions (including Mandated Transactions) and interested persons (including Mandated Interested Persons) and the recording of all our Interested Person Transactions:

- (a) our Group Chief Financial Officer will maintain a register of all transactions carried out with interested persons, including the Mandated Interested Persons (and the basis, including the quotations obtained to support such basis, on which these transactions are entered into), whether mandated or non-mandated; and
- (b) on a quarterly basis, our Group Chief Financial Officer will submit a report to our Audit Committee of all recorded Interested Person Transactions, and the basis of all recorded Interested Person Transactions, entered into by our Group. Our Company's annual internal audit plan will incorporate a review of all Interested Person Transactions, including the established review procedures for the monitoring of the Interested Person Transactions including Mandated Transactions, entered into or existing Interested Person Transactions that are renewed or revised during the current financial year, pursuant to the Shareholders' Mandate.

In addition, our Audit Committee led by the Lead Independent Director for IPTs will review, on a quarterly basis, internal controls and review procedures for Interested Person Transactions to determine if they are adequate and/or commercially practicable in ensuring that the transactions between our Group and interested persons are conducted on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders. In conjunction with this review, our Audit Committee will also ascertain whether we have complied with the established review procedures. Further, if during these periodic reviews by our Audit Committee, our Audit Committee is of the view that the internal controls and review procedures for Interested Person Transactions are inappropriate or not sufficient to ensure that the Interested Person Transactions will be on normal commercial terms and not prejudicial to the interests of our Company and our minority Shareholders, our Audit Committee will (pursuant to Rule 920(1)(b)(iv) and (vii) of the Listing Manual) revert to our Shareholders for a new Shareholders' Mandate based on new internal controls and review procedures for transactions with the Mandated Interested Persons. During the period prior to obtaining a new mandate from Shareholders, all transactions with interested persons will be subject to prior review and approval by the Audit Committee.

For the purposes of the above review of the internal controls and review procedures, any member of our Audit Committee who is not considered independent will abstain from participating in the Audit Committee's review of the internal controls and review procedures.

Our Audit Committee will have overall responsibility for determining the review procedures with the authority to delegate to individuals or committees within our Group as they deem appropriate.

**SCHEDULE 2 TO THE APPENDIX****Examples of Mandated Interested Persons as at the date of the Appendix**

The Mandated Interested Persons as at the date of this Appendix include but are not limited to the corporations and entities set out below. For the avoidance of doubt, the list of corporations and entities below is not an exhaustive list of the Mandated Interested Persons:

|  |  |
|--|--|
| 1. TCC Holding Co., Ltd.                                     | 25. Regent Gold Property Fund  |
| 2. Bang-Na Glass Co., Ltd.                                   | 26. Siam Realty Co., Ltd.  |
| 3. Berli Jucker Cellox Co., Ltd.                             | 27. Southeast Capital Co., Ltd.  |
| 4. BJC Industrial and Trading Company Limited <sup>(1)</sup> | 28. The Southeast Insurance Public Company Limited <sup>(4)</sup>      |
| 5. Berli Jucker Foods Co., Ltd.                              | 29. The Southeast Life Insurance Public Company Limited <sup>(5)</sup> |
| 6. Berli Jucker Logistics Co., Ltd.                          | 30. The Suphanburi Sugar Industry Co., Ltd.                            |
| 7. Berli Jucker Public Company Limited                       | 31. T.C.C. Service Apartment Co., Ltd. <sup>(6)</sup>                  |
| 8. Berli Jucker Specialties Co., Ltd.                        | 32. Terragro Co., Ltd. <sup>(7)</sup>                                  |
| 9. BJC Marketing Co., Ltd.                                   | 33. Southeast Group Co., Ltd. <sup>(8)</sup>                           |
| 10. BJC Healthcare Co., Ltd. <sup>(2)</sup>                  | 34. T.C.C. Commercial Property Management Co., Ltd.                    |
| 11. Chalitlarp Co., Ltd.                                     | 35. T.C.C. Technology Co., Ltd.  |
| 12. Golden Wealth Co., Ltd.                                  | 36. Thai Beverage Can Co., Ltd.  |
| 13. Indara Insurance Public Company Limited                  | 37. The Chonburi Sugar Corporation Limited                             |
| 14. Lake View Golf and Yacht Club Co., Ltd.                  | 38. Thai Glass Industries Public Company Limited                       |
| 15. Lake View Land Co., Ltd.                                 | 39. Thip Sugar Kamphaengphet Co., Ltd. <sup>(9)</sup>                  |
| 16. TCC Value Hotels Co., Ltd. <sup>(3)</sup>                | 40. The New Imperial Hotel Public Company Limited                      |
| 17. N.C.C. Management and Development Co., Ltd.              | 41. Thip Sugar Sukhothai Co., Ltd. <sup>(10)</sup>                     |
| 18. New Noble Property and Loan Fund                         | 42. Plantheon Trading Co., Ltd.  |
| 19. Nongkhai Country Golf Club Co., Ltd.                     | 43. Thai Alcohol Public Company Limited                                |
| 20. North Park Golf and Sports Club Co., Ltd.                | 44. Thai Malaya Glass Co., Ltd.  |
| 21. PS Recycle Co., Ltd.                                     | 45. Fraser and Neave, Limited  |
| 22. Pisetchij Co., Ltd.                                      | 46. Univentures Public Company Limited                                 |
| 23. Plaza Athenee Hotel (Thailand) Co., Ltd.                 | 47. Business Process Outsourcing Co., Ltd.                             |
| 24. Queen's Park Hotel Co., Ltd.                             |  |

## Notes:

(1) Its former name was BJC Engineering Co., Ltd.

(2) Its former name was BJC Trading Co., Ltd.

(3) Its former name was Mae Ping Hotel (1988) Co., Ltd.

(4) Its former name was The Southeast Insurance (2000) Co., Ltd. and transforming the private company to public limited company

(5) Transforming the private company to public limited company

(6) Its former name was Tara Hotel Co., Ltd.

(7) Its former name was T.C.C. Agro Co., Ltd.

(8) Its former name was T.C.C. Capital Co., Ltd.

(9) Its former name was The Maewang Sugar Industry Co., Ltd.

(10) Its former name was The Uttaradit Sugar Industry Co., Ltd.

# Announcements to SGX in 2015

## Compliance with Singapore Exchange Regulations and Best Practices

The Company recognizes the importance of the transparency of information disclosure. In 2015, the Company made **41 announcements** via SGX-NET categorized as follows:

1. **6 announcements** of quarterly and full year financial statements.
2. **1 announcement/report** involving with occupying the positions of Directors and Executives of Thai Beverage Public Company Limited:
  - Appointment of Dr. Agapol Na Songkhla as Senior Vice President – Human Resources in January 2015.
3. **9 announcements** of acquisitions and realizations of assets and related matters of other companies resulting from the capital increases of direct and indirect wholly owned subsidiaries, the incorporation of direct and indirect wholly owned subsidiaries which are (1) InterBev Timor, Unipessoal, Lda., (2) Cash Van Management Co., Ltd., (3) Food of Asia Co., Ltd., (4) BeerCo Limited, (5) Wellwater Limited, (6) Chang Corporation Company Limited, (7) Chang Beer Company Limited, (8) BevCo Limited, (9) So Water Company Limited, and (10) Oishi Group Limited Liability Company (an indirect wholly owned subsidiary in Oishi Group).
4. **25 general announcements** to either conform with the regulations of the SGX or give information to investors, involving the Annual Information Meeting for shareholders in Singapore, the corporate rating by TRIS Rating Co., Ltd., the plan for loan restructuring of the Company, the renewal of glass bottle purchase agreement, the details of the notice of book closure date for determination of rights of shareholders, a summary of business performance results for each quarter for investors, and report about the Company and its subsidiaries.

# General Corporate Information

Based on the Organization Structure

| Company Name   | Address   | Business Contact  |   | Remark                     |
|--|---|---|---|----------------------------|
|  |   | Telephone   | Fax   |                            |
| Thai Beverage Public Company Limited   | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555   | (02) 785 5882   |                            |
| <b>Beer Product Group</b>  |   |   |   |                            |
| 1. Chang Corporation Company Limited <sup>(1)</sup>  | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555   | (02) 785 5882   |                            |
| 2. Chang Beer Company Limited <sup>(2)</sup>   | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555   | (02) 785 5882   |                            |
| <sup>(1)</sup> Incorporated on November 20, 2015<br><sup>(2)</sup> Incorporated on November 23, 2015 |   |   |   |                            |
| <b>Brewery Group</b>   |   |   |   |                            |
| 1. Beer Thai (1991) Public Company Limited   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>349 Moo 2, Tambon Mae Lad<br>Amphoe Klong Klung, Kamphaeng Phet 62120  | (02) 785 5555<br><br>(055) 728 400-15                     | (02) 785 5885<br><br>(055) 728 416                      | Factory                    |
| 2. Beer Thip Brewery (1991) Co., Ltd.  | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>68 Moo 2, Tambon Namtoa, Amphoe Bangban<br>Phra Nakhon Si Ayutthaya 13250  | (02) 785 5555<br><br>(035) 289 333-42                     | (02) 785 5885<br><br>(035) 289 371                      | Factory                    |
| 3. Cosmos Brewery (Thailand) Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>77 Moo 1, Phaholyothin Road KM. 54<br>Tambon Lamsai, Amphoe Wangnoi<br>Phra Nakhon Si Ayutthaya 13170                                | (02) 785 5555<br><br>(035) 744 920-26                     | (02) 785 5885<br><br>(035) 744 916                      | Factory                    |
| <b>Spirit Product Group</b>  |   |   |   |                            |
| <b>Distillery Group</b>  |   |   |   |                            |
| 1. Sangsom Co., Ltd.   | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>49 Moo 4, Tambon Hormkret<br>Amphoe Sampran, Nakhon Pathom 73110<br><br>37/3 Moo 7, Tambon Wangkhanai<br>Amphoe Thamuang, Kanchanaburi 71110 | (02) 278 4321<br><br>(034) 321 778-9<br><br>(034) 611 053 | (02) 278 4381<br><br>(034) 321 777<br><br>(034) 611 778 | Factory 1<br><br>Factory 2 |
| 2. Fuengfuanant Co., Ltd.  | 333 Moo 1, Tambon Tha Toom<br>Amphoe Si Maha Phot, Prachin Buri 25140   | (037) 285 016-18  | (037) 285 237   | Factory                    |
| 3. Mongkolsamai Co., Ltd.  | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>149 Moo 5, Wangseesoob-Ngew-Ngam Road<br>Tambon Phajuk, Amphoe Muang Uttaradit<br>Uttaradit 53000  | (02) 278 4321<br><br>(055) 449 126-30                     | (02) 278 4381<br><br>(055) 449 131                      | Factory                    |
| 4. Thanapakdi Co., Ltd.  | 315 Moo 4, Tambon Mae Faek<br>Amphoe San Sai, Chiang Mai 50290  | (053) 849 550-4   | (053) 849 555   | Factory                    |
| 5. Kanchanasing Korn Co., Ltd.   | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900<br><br>50 Moo 7, Tambon Wangkhanai<br>Amphoe Thamuang, Kanchanaburi 71110   | (02) 278 4321<br><br>(034) 611 783-5                      | (02) 278 4381<br><br>(034) 611 786                      | Factory                    |

| Company Name                               | Address  | Business Contact                                      |                                | Remark  |
|--|--|---|--------------------------------|---------|
|  |  | Telephone   | Fax                            |         |
| 6. Sura Piset Thipharat Co., Ltd.          | 14 Sangsom Building, Soi Yasob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900 | (02) 278 4321   | (02) 278 4381                  | Factory |
|  | 488 Moo 1, Tambon Wangdong<br>Amphoe Muang Kanchanaburi<br>Kanchanaburi 71190  | (034) 527 100   | (034) 527 111                  |         |
| 7. Sura Bangyikhan Co., Ltd.               | 82 Moo 3, Tambon Bang Ku Wat<br>Amphoe Muang Pathum Thani<br>Pathum Thani 12000  | (02) 598 2850-6                                       | (02) 598 2858                  | Factory |
|  | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                                  | (02) 278 4321   | (02) 278 4381                  |         |
| 8. Mekhong Distillery Limited              | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                                  | (02) 278 4321   | (02) 278 4381                  |         |
| 9. Athimart Co., Ltd.                      | 170 Moo 11, Tambon Nihom<br>Amphoe Satuek, Buri Rum 31150  | (044) 681 010-2<br>(044) 681 223-4<br>(044) 627 200-1 | (044) 627 202                  | Factory |
| 10. S.S. Karnsura Co., Ltd.                | 101 Moo 8, Tambon Kaeng Dom<br>Amphoe Sawang Wirawong<br>Ubon Ratchathani 34190  | (045) 426 532-5                                       | (045) 426 536                  | Factory |
| 11. Kankwan Co., Ltd.                      | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                                  | (02) 278 4321   | (02) 278 4381                  | Factory |
|  | 309 Moo 6, Nampong-Kranuan Road<br>Tambon Nampong, Amphoe Nampong<br>Khon Kaen 40310                                     | (043) 441 013-5<br>(043) 441 439<br>(043) 441 479     | (043) 441 017<br>(043) 441 438 |         |
| 12. Theparunothai Co., Ltd.                | 99 Moo 4, Tambon Hat Kham<br>Amphoe Muang Nong Khai<br>Nong Khai 43000   | (042) 449 711-13<br>(042) 449 715                     | (042) 449 714                  | Factory |
| 13. Red Bull Distillery (1988) Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                          | (02) 278 4321   | (02) 278 4381                  | Factory |
|  | 8 Moo 5, Setthakit 1 Road<br>Tambon Nadee<br>Amphoe Muang Samut Sakhon<br>Samut Sakhon 74000                             | (034) 830 213-6                                       | (034) 830 213-6                |         |
| 14. United Winery and Distillery Co., Ltd. | 14 Sangsom Building, Soi Yasob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900 | (02) 278 4321   | (02) 278 4381                  | Factory |
|  | 54 Moo 2, Sukhaphibal Road<br>Tambon Nakhon Chai Si<br>Amphoe Nakhon Chai Si<br>Nakhon Pathom 73120                      | (034) 331 954<br>(034) 227 754-7                      | (034) 331 955                  |         |
| 15. Simathurakij Co., Ltd.                 | 1 Moo 6, Tambon Ban Daen<br>Amphoe Banphot Phisai<br>Nakhon Sawan 60180  | (056) 279 088-9                                       | (056) 350 660                  | Factory |
| 16. Nateechai Co., Ltd.                    | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                                  | (02) 278 4321   | (02) 278 4381                  | Factory |
|  | 1 Moo 2, Highway No. 41 Road<br>Tambon Tharongchang<br>Amphoe Punpin, Surat Thani 84130                                  | (077) 357 170-3                                       | (077) 357 174                  |         |
| 17. Luckchai Liquor Trading Co., Ltd.      | 46 Moo 1, Tambon Nong Klang Na<br>Amphoe Muang Ratchaburi<br>Ratchaburi 70000  | (032) 741 761-2                                       | (032) 741 763                  | Factory |

| Company Name  | Address   | Business Contact             |                           | Remark  |
|---|---|------------------------------|---------------------------|---------|
|   |   | Telephone                    | Fax                       |         |
| 18. Sura Piset Pattharalanna Co., Ltd.  | 14 Sangsom Building, Soi Yasoob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900 | (02) 278 4321                | (02) 278 4381             |         |
| 19. United Products Company Limited   | 56 Sukhaphibal Road<br>Tambon Nakhon Chai Si<br>Amphoe Nakhon Chai Si<br>Nakhon Pathom 73120                              | (034) 331 157                | (034) 331 787             | Factory |
| <b>Sales Group</b>  |   |                              |                           |         |
| <b>Beer Sales Group</b>   |   |                              |                           |         |
| 1. Pomthip (2012) Co., Ltd.   | 40/53 Moo 3, Talad Bangkhen Sub-district<br>Laksi District, Bangkok 10210   | (02) 785 7441                | (02) 973 4658             |         |
| 2. Pomkit Co., Ltd.   | 383 Moo 8, Tambon Banpo<br>Amphoe Muang Nakhon Ratchasima<br>Nakhon Ratchasima 30310                                      | (044) 955 101-3              | (044) 955 104-5           |         |
| 3. Pomklung Co., Ltd.   | 22/1 Soi 2 (Paprao), Paprao Road<br>Tambon Padad, Amphoe Muang Chiangmai<br>Chiangmai 50100                               | (053) 275 211                | (053) 275 211<br>Ext. 212 |         |
| 4. Pomchok Co., Ltd.  | 16/1 Moo 1, U Thong Road<br>Tambon Tha Wasukri<br>Amphoe Phra Nakhon Si Ayutthaya<br>Phra Nakhon Si Ayutthaya 13000       | (035) 241 032                | (035) 241 032<br>Ext. 211 |         |
| 5. Pomcharoen Co., Ltd.   | 135/3 Moo 4, Kanchanavithi Road<br>Tambon Bang Kung<br>Amphoe Muang Surat Thani<br>Surat Thani 84000                      | (077) 914 242                | (077) 914 248             |         |
| 6. Pomburapa Co., Ltd. <sup>(1)</sup>   | 123 Moo 2, Tambon Ban Suan<br>Amphoe Muang Chon Buri, Chon Buri 20000   | (038) 287 268                | (038) 272 205             |         |
| 7. Pompalang Co., Ltd.  | 439 Moo 11, Klang Muang Road<br>Tambon Muang Kao<br>Amphoe Muang Khon Kaen, Khon Kaen 40000                               | (043) 224 222-4              | (043) 340 438             |         |
| 8. Pomnakorn Co., Ltd. <sup>(2)</sup>   | 534, 536 Petchakasem Road<br>Tambon Prapratone<br>Amphoe Muang Nakhonpratom<br>Nakhonpratom 73000                         | (034) 252 239                | (034) 213 190             |         |
| <sup>(1)</sup> Registered the change of Company's address on December 8, 2015<br><sup>(2)</sup> Registered the change of Company's address on December 15, 2015 |   |                              |                           |         |
| <b>Spirits Sales Group</b>  |   |                              |                           |         |
| 1. Num Yuk Co., Ltd.  | 40/53 Moo 3, Talad Bangkhen Sub-district<br>Laksi District, Bangkok 10210   | (02) 785 7441                | (02) 973 4658             |         |
| 2. Num Kijjakarn Co., Ltd.  | 383 Moo 8, Tambon Banpo,<br>Amphoe Muang Nakhon Ratchasima<br>Nakhon Ratchasima 30310                                     | (044) 955 100-3<br>Ext. 2050 | (044) 955 107             |         |
| 3. Num Palang Co., Ltd.   | 22/1 Soi 2 (Paprao), Paprao Road<br>Tambon Padad, Amphoe Muang Chiangmai<br>Chiangmai 50100                               | (053) 275 211                | (053) 275 211<br>Ext. 212 |         |
| 4. Num Muang Co., Ltd.  | 16/2 Moo 1, U Thong Road<br>Tambon Tha Wasukri<br>Amphoe Phra Nakhon Si Ayutthaya<br>Phra Nakhon Si Ayutthaya 13000       | (035) 242 691                | (035) 241 032             |         |
| 5. Num Nakorn Co., Ltd.   | 149/3 Chulachomklao Road<br>Tambon Tha Kham<br>Amphoe Phun Phin, Surat Thani 84130  | (077) 914 242                | (077) 914 248             |         |
| 6. Num Thurakij Co., Ltd. <sup>(1)</sup>  | 123 Moo 2, Tambon Ban Suan<br>Amphoe Muang Chon Buri, Chon Buri 20000   | (038) 287 268-9              | (038) 272 525             |         |
| 7. Numrungsrod Co., Ltd.  | 439 Moo 11, Tambon Muang Kao<br>Amphoe Muang Khon Kaen, Khon Kaen 40000   | (043) 470 681                | (043) 470 640             |         |



| Company Name  | Address   | Business Contact           |                                | Remark |
|---|---|----------------------------|--------------------------------|--------|
|   |   | Telephone                  | Fax                            |        |
| 8. Numthip Co., Ltd. <sup>(2)</sup>   | 530, 532 Petchakasem Road<br>Tambon Prapatone<br>Amphoe Muang Nakhonpratom<br>Nakhonpratom 73000  | (034) 258 305              | (034) 213 189                  |        |
| <sup>(1)</sup> Registered the change of Company's address on December 11, 2015                                    |   |                            |                                |        |
| <sup>(2)</sup> Registered the change of Company's address on December 15, 2015                                    |   |                            |                                |        |
| <b>Sales Channels Management Group</b>  |   |                            |                                |        |
| 1. Modern Trade Management Co., Ltd.  | 333 Lao Peng Nguan Tower 1, 26 <sup>th</sup> Floor<br>Soi Choei Phuang, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                            | (02) 785 7878<br>Ext. 7833 | (02) 785 7878                  |        |
| 2. Horeca Management Co., Ltd.  | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 785 5883                  |        |
| 3. Cash Van Management Co., Ltd. <sup>(1)</sup>   | 333 Lao Peng Nguan Tower 1, 27 <sup>th</sup> Floor<br>Soi Choei Phuang, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                            | (02) 785 7878              |                                |        |
| <sup>(1)</sup> Incorporated on February 27, 2015 and registered the change of Company's address on March 23, 2015 |   |                            |                                |        |
| <b>Sale Agent Group</b>   |   |                            |                                |        |
| 1. Thipchalothorn Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 617 9688                  |        |
| 2. Krittayabun Co., Ltd.  | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 617 9688                  |        |
| 3. Surathip Co., Ltd.   | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 617 9688                  |        |
| 4. Sunthornpirom Co., Ltd.  | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 617 9688                  |        |
| 5. Piromsurang Co., Ltd.  | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 617 9688                  |        |
| <b>Marketing Group</b>  |   |                            |                                |        |
| 1. Thai Beverage Marketing Co., Ltd.  | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 785 5929                  |        |
| 2. Chang International Co., Ltd.  | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 785 5929                  |        |
| 3. Chang Corp Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 5555              | (02) 785 5929                  |        |
| 4. Dhospaak Co., Ltd.   | 90 CyberWord 15 <sup>th</sup> Floor, Units B 1501-2 and<br>16 <sup>th</sup> Floor, Units B 1602<br>Ratchadaphisek Road, Huai Khwang Sub-district<br>Huai Khwang District, Bangkok 10310 | (02) 785 9900              | (02) 785 9908<br>(02) 785 9909 |        |
| <b>Related Business Group</b>   |   |                            |                                |        |
| 1. Thai Beverage Energy Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 7000              | (02) 785 7125                  |        |
| 2. Thai Molasses Co., Ltd.  | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900   | (02) 785 7140              | (02) 785 7148                  |        |

| Company Name   | Address  | Business Contact |                 | Remark  |
|--|--|------------------|-----------------|---------|
|  |  | Telephone        | Fax             |         |
| 3. Feed Addition Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 7000    | (02) 785 7165   |         |
| 4. Pan International (Thailand) Co., Ltd.                          | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 7000    | (02) 785 7320-2 |         |
| 5. Charun Business 52 Co., Ltd.                                    | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5327    | (02) 272 2316   |         |
| 6. Thai Cooperage Co., Ltd.  | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 785 5885   |         |
| 7. Thai Beverage Recycle Co., Ltd.                                 | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 021 4774    | (02) 021 4777   |         |
| 8. Thai Beverage Logistics Co., Ltd.                               | 1 East Water Building, Soi Vibhavadi-Rangsit 5<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900                         | (02) 785 5555    | (02) 785 5975   |         |
| <b>Non-Alcohol Beverage Product Group</b>                          |  |                  |                 |         |
| <b>Group of Company Limited</b>                                    |  |                  |                 |         |
| 1. BevCo Limited <sup>(1)</sup>                                    | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 785 5882   |         |
| 2. So Water Company Limited <sup>(2)</sup>                         | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 785 5882   |         |
| 3. SPM Foods and Beverages Company Limited                         | 79 Moo 3, Tambon Lamlookbua,<br>Amphoe Dontoom, Nakhon Pathom 73150  | (034) 993 355    | (034) 993 354   | Factory |
| 4. Thai Drinks Co., Ltd.   | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 7000    | (02) 785 7025   |         |
| <sup>(1)</sup> Incorporated on November 20, 2015                   |  |                  |                 |         |
| <sup>(2)</sup> Incorporated on November 23, 2015                   |  |                  |                 |         |
| <b>Group of Listed Companies on the Stock Exchange in Thailand</b> |  |                  |                 |         |
| <b>Sermasuk Group</b>  |  |                  |                 |         |
| 1. Sermasuk Public Company Limited                                 | 252/35-36, Muang Thai Phatra Complex<br>27-28 <sup>th</sup> Floor, Rachadaphisek Road<br>Huay Kwang Sub-district<br>Huay Kwang District, Bangkok 10310         | (02) 693 2255-65 | (02) 693 2266   |         |
| 2. Sermasuk Holdings Co., Ltd.                                     | 252/35-36, Muang Thai-Phatra Complex Bldg. 1<br>27-28 <sup>th</sup> Floor, Rachadaphisek Road<br>Huay Kwang Sub-district<br>Huay Kwang District, Bangkok 10310 | (02) 693 2255-65 | (02) 693 2266   |         |
| 3. Sermasuk Beverage Co., Ltd.                                     | 252/35-36, Muang Thai-Phatra Complex Bldg. 1<br>27-28 <sup>th</sup> Floor, Rachadaphisek Road<br>Huay Kwang Sub-district<br>Huay Kwang District, Bangkok 10310 | (02) 693 2255-65 | (02) 693 2266   |         |
| 4. Wrangyer Beverage (2008) Co., Ltd.                              | 252/35-36, Muang Thai-Phatra Complex Bldg. 1<br>27-28 <sup>th</sup> Floor, Rachadaphisek Road<br>Huay Kwang Sub-district<br>Huay Kwang District, Bangkok 10310 | (02) 693 2255-65 | (02) 693 2266   |         |
| 5. Petform (Thailand) Co., Ltd.                                    | 75/102 Ocean Tower 2, 37 <sup>th</sup> Floor<br>Sukhumvit Soi 19 (Wattana), Asoke Road<br>Klongtoey Nua Sub-district<br>Wattana District, Bangkok 10110        | (02) 661 6661    | (02) 661 6664-5 |         |

| Company Name  | Address  | Business Contact |                 | Remark  |
|---|--|------------------|-----------------|---------|
|   |  | Telephone        | Fax             |         |
| 6. Sermasuk Traning Co., Ltd.   | 252/35-36, Muang Thai-Phatra Complex Bldg. 1<br>27-28 <sup>th</sup> Floor, Rachadaphisek Road<br>Huay Kwang Sub-district<br>Huay Kwang District, Bangkok 10310 | (02) 693 2255-65 | (02) 693 2266   |         |
| 7. Great Brands Limited   | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | (852) 2375 6648  | (852) 2375 6188 |         |
| <b>Oishi Group</b>  |  |                  |                 |         |
| 1. Oishi Group Public Company Limited   | 19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                | (02) 785 8888    | (02) 785 8889   |         |
| 2. Oishi Trading Co., Ltd.  | 19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                | (02) 785 8888    | (02) 785 8889   |         |
| 3. Oishi Ramen Co., Ltd.  | 19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                | (02) 785 8888    | (02) 785 8889   |         |
| 4. Oishi International Holdings Limited   | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  |                  |                 |         |
| 5. Oishi F&B (Singapore) Pte. Ltd.  | 438 Alexandra Road, #05-01<br>Alexandra Point, Singapore 119958  | (65) 6435 2880   | (65) 6536 9930  |         |
| 6. Oishi Myanmar Limited  | No. 1-11, Padonmar Stadium (East Wing)<br>Bargayar Street, Sanchaung Township<br>Yangon, Republic of the Union of Myanmar                                      |                  |                 |         |
| 7. Oishi Group Limited Liability Company <sup>(1)</sup>                               | No. 11A, Phan Ke Binh street<br>Da Kao ward, district 1, Ho Chi Minh City<br>the Socialist Republic of Vietnam   |                  |                 |         |
| 8. Oishi Snack Co., Ltd.  | 19 <sup>th</sup> -20 <sup>th</sup> Floors, Park Ventures Ecoplex<br>57 Wireless Road, Lumpini Sub-district<br>Pathumwan District, Bangkok 10330                | (02) 785 8888    | (02) 785 8889   |         |
| <sup>(1)</sup> Incorporated in the Socialist Republic of Vietnam on February 14, 2015 |  |                  |                 |         |
| <b>Trademark Group</b>  |  |                  |                 |         |
| 1. Thai Beverage Brands Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 617 9688   |         |
| 2. Archa Beer Co., Ltd.   | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 617 9688   |         |
| 3. Beer Chang Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 617 9688   |         |
| 4. Chang Beer International Co., Ltd.   | 15 Moo 14, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    | (02) 617 9688   | Dormant |
| <b>Others</b>   |  |                  |                 |         |
| 1. Thai Beverage Training Co., Ltd.   | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 7341    | 02 785 7345     |         |
| 2. C A C Co., Ltd.  | 90 CyberWorld Tower 10 <sup>th</sup> Floor<br>Ratchadapisek Road<br>Huai Khwang Sub-district<br>Huai Khwang District, Bangkok 10310                            | (02) 785 9999    | (02) 785 9990   |         |
| 3. Food of Asia Co., Ltd. <sup>(1)</sup>  | 14 Sangsom Building, Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 785 5555    |                 |         |

| Company Name   | Address  | Business Contact                       |  | Remark      |
|--|--|--|--|-------------|
|  |  | Telephone                              | Fax                                    |             |
| 4. Thai Thum Distillery Co., Ltd.                                    | 14 Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 278 4321                          | (02) 278 4381                          | Non-trading |
| 5. Sura Piset Sahasan Co., Ltd.                                      | 14 Sangsom Building, Soi Yasoob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 278 4321                          | (02) 278 4381                          | Non-trading |
| 6. Sura Piset Samphan Co., Ltd.                                      | 14 Sangsom Building, Soi Yasoob 1<br>Vibhavadi Rangsit Road<br>Chomphon Sub-district<br>Chatuchak District, Bangkok 10900  | (02) 278 4321                          | (02) 278 4381                          | Non-trading |
| <sup>(1)</sup> Incorporated on February 27, 2015                     |  |  |  |             |
| <b>International Business Group</b>                                  |  |  |  |             |
| 1. International Beverage Holdings Limited                           | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | (852) 2375 6648                        | (852) 2375 6188                        |             |
| 2. InterBev (Singapore) Limited                                      | 438 Alexandra Road, #05-01<br>Alexandra Point, Singapore 119958  | (65) 6435 2880                         | (65) 6265 1819                         |             |
| 3. InterBev (Cambodia) Co., Ltd.                                     | No. 01, Street 484 corner 97<br>Sangkat Psar Deum Tkov, Khan Chamkamorn<br>Phnom Penh, Kingdom of Cambodia   |  |  |             |
| 4. InterBev Malaysia Sdn. Bhd.                                       | Unit C-25-02, First Floor, 3 Two Square<br>Commercial Centre, No. 2, Jalan 19/1<br>46300 Petaling Jaya, Selangor, Malaysia<br><br>Suite 6.01, 6 <sup>th</sup> Floor, Plaza See Hoy Chan<br>Jalan Raja Chulan, 50200 Kuala Lumpur<br>Malaysia | (603) 7960 1839<br><br>(603) 2050 1888 | (603) 7960 3361<br><br>(603) 2031 8618 |             |
| 5. Best Spirits Company Limited                                      | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | (852) 2375 6648                        | (852) 2375 6188                        |             |
| 6. International Beverage Holdings (UK) Limited                      | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 779001                       |             |
| 7. International Beverage Holdings (China) Limited                   | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong  | (852) 2375 6648                        | (852) 2375 6188                        |             |
| 8. Super Brands Company Pte. Ltd.                                    | 438 Alexandra Road, #05-01<br>Alexandra Point, Singapore 119958  | (65) 6435 2880                         | (65) 6265 1819                         |             |
| 9. Beer Chang International Limited                                  | 438 Alexandra Road, #05-01<br>Alexandra Point, Singapore 119958  | (65) 6435 2880                         | (65) 6265 1819                         |             |
| 10. International Beverage Trading Limited                           | XL Building, One Bermudiana Road<br>Hamilton, Bermuda  | (1) 441 292 7337                       | (1) 441 295 5655                       |             |
| 11. International Beverage Holdings Limited USA, Inc. <sup>(1)</sup> | 601 Van Ness Avenue, Suite Q/R<br>San Francisco, CA 94102, USA   | (1) 415 292 4770                       | (1) 415 673 0883<br>(attn.: IBHL)      |             |
| 12. Blairmhor Limited  | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 769781                       | Non-trading |
| 13. Inver House Distillers Limited                                   | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 769781                       |             |
| 14. InterBev Trading (China) Limited                                 | Room 01-03, Level 1, No. 63 Kunlun Road<br>Shuangjiang Town, Eshan County, Yuxi City<br>Yunnan, China 653200   | (89) 8774 010319                       | (86) 8774 010319                       |             |
| 15. Yunnan Yulinquan Liquor Co., Ltd.                                | Yulin Village, Shuangjiang Town, Eshan County<br>Yuxi City, Yunnan, China 653200   | (86) 8774 022068                       | (86) 8774 022199                       |             |
| 16. Blairmhor Distillers Limited                                     | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 769781                       | Dormant     |
| 17. Wee Beastie Limited  | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 769781                       | Dormant     |
| 18. Moffat & Towers Limited  | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 769781                       | Dormant     |
| 19. Glen Calder Blenders Limited                                     | Moffat Distillery, Airdrie, ML6 8PL, Scotland  | (44) 1236 769377                       | (44) 1236 769781                       | Dormant     |

| Company Name  | Address   | Business Contact  |                   | Remark  |
|---|---|-------------------|-------------------|---------|
|   |   | Telephone         | Fax               |         |
| 20. Hankey Bannister & Company Limited              | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 21. R Carmichael & Sons Limited                     | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 22. J MacArthur Jr & Company Limited                | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 23. Mason & Summers Limited                         | 10 Foster Lane, London, EC2V 6HH, England   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 24. James Catto & Company Limited                   | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 25. The Knockdhu Distillery Company Limited         | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 26. Speyburn-Glenlivet Distillery Company Limited   | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 27. The Pulteney Distillery Company Limited         | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 28. The Balblair Distillery Company Limited         | Moffat Distillery, Airdrie, ML6 8PL, Scotland   | (44) 1236 769377  | (44) 1236 769781  | Dormant |
| 29. Liquorland Limited                              | 8 Westbank Road, Belfast, BT3 9JL<br>Northern Ireland                                 | (44) 289 077 3990 | (44) 289 037 0566 |         |
| 30. InterBev Investment Limited                     | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong | (852) 2375 6648   | (852) 2375 6188   |         |
| 31. InterBev Trading (Hong Kong) Limited            | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong | (852) 2375 6648   | (852) 2375 6188   |         |
| 32. Fraser and Neave, Limited                       | 438 Alexandra Road, #20-00<br>Alexandra Point, Singapore 119958                       | (65) 6318 9393    | (65) 6271 0811    |         |
| 33. Frasers Centrepoint Limited                     | 438 Alexandra Road, #21-00<br>Alexandra Point, Singapore 119958                       | (65) 6276 4882    | (65) 6276 6328    |         |
| 34. InterBev Timor, Unipessoal, Lda. <sup>(2)</sup> | A Praid Dos Coqueiros, Comoro, Dom Aleixo<br>Dili, Timor-Leste                        | (67) 0772 48006   |                   |         |
| 35. BeerCo Limited <sup>(3)</sup>                   | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong | (852) 2375 6648   | (852) 2375 6188   |         |
| 36. Wellwater Limited <sup>(4)</sup>                | Room 901-2, Silvercord Tower 1<br>30 Canton Road, Tsim Sha Tsui<br>Kowloon, Hong Kong | (852) 2375 6648   | (852) 2375 6188   |         |

<sup>(1)</sup> Registered the change of Company's address on August 1, 2015

<sup>(2)</sup> Incorporated in Timor-Leste on January 19, 2015

<sup>(3)</sup> Incorporated in Hong Kong on December 9, 2015

<sup>(4)</sup> Incorporated in Hong Kong on December 7, 2015

**Legal Advisor**

Weerawong, Chinnavat & Peangpanor Ltd.  
22<sup>nd</sup> Floor, Mercury Tower  
540 Ploenchit Road  
Lumpini, Pathumwan  
Bangkok 10330

**Compliance Advisor**

WongPartnership LLP  
12 Marina Boulevard Level 28  
Marina Bay Financial Centre Tower 3  
Singapore 018982

**Certified Public Accountant**

KPMG Phoomchai Audit Ltd.  
Partner-in-charge: Ms. Nittaya Chetchotiros (CPA No. 4439)  
(Financial year ended 2015)

Note

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Note

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N 13° 48' E 100° 33'



**Thai Beverage Public Company Limited**

14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, THAILAND

Tel. +66 2 785 5555 Fax. +66 2 785 5882 [www.thaibev.com](http://www.thaibev.com)