

arip

**DECODING
THE FUTURE**

ANNUAL REPORT 2013



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A LEADER OF EVENT AND EXPO ORGANIZERS

ผู้นำแห่งการจัดและบริหารงานแสดงสินค้า
และกิจการตลาด





FUTURE OF EXPO



ถอดรหัสอนาคต
แห่งการจัดงาน
แสดงสินค้า



FUTURE OF KNOWLEDGE

ถอดรหัสอนาคต
แห่งความรู้



A LEADER OF KNOWLEDGE PUBLICATIONS

ผู้นำแห่งสื่อสิ่งพิมพ์นำความรู้สู่สังคม



A LEADER OF DIGITAL CONTENT AND NEW MEDIA

ผู้นำแห่งสื่อดิจิทัลและสื่อใหม่ในอนาคต





FUTURE OF DIGITAL WORLD

ถอดรหัสอนาคต
แห่งโลกดิจิทัล





**MESSAGE
FROM
CHAIRMAN**

สารจาก ประธานกรรมการ

เรียน ท่านผู้ถือหุ้น

ในโลกธุรกิจ ที่ความเปลี่ยนแปลงเกิดขึ้นตลอดเวลา ผู้ชนะคือผู้ที่สามารถเข้าถึงข้อมูลได้เร็วกว่า เร็วกว่า ถูกต้องกว่า และสามารถนำมาปรับใช้กับธุรกิจของตนได้อย่างเหมาะสมและทันเหตุการณ์ ดังนั้น ข้อมูลและความก้าวหน้าทางเทคโนโลยีสารสนเทศ จึงเป็นเครื่องมือสำคัญที่ผู้บริหารต้องสามารถเข้าถึงได้ตลอดเวลาและทุกสถานที่

ปัจจุบันเทคโนโลยีการสื่อสารทำให้ผู้บริโภคสามารถเข้าถึงข้อมูลได้ทุกที่ทุกเวลา สิ่งที่ยังต้องพัฒนาควบคู่กันไปก็คือ ตัวเนื้อหา ข้อมูลที่เป็นประโยชน์ ทันต่อเหตุการณ์สามารถนำไปประยุกต์ใช้งานและประกอบการตัดสินใจได้ยิ่งกว่า บริษัท เออาร์ไอพี จำกัด (มหาชน) ในฐานะที่เป็นผู้นำที่มีประสบการณ์ในการสร้างสรรค์สื่อ ตลอดจนเป็นผู้ผลิตเนื้อหาสาระด้านธุรกิจ การตลาดและไอซีที เพื่อเสริมสร้างความรู้ที่เป็นประโยชน์ให้กับบุคลากร องค์กรธุรกิจ และภาครัฐ ด้วยช่องทางการเข้าถึงข้อมูลที่ครอบคลุมทุกสื่อ ไม่ว่าจะเป็นสื่อสิ่งพิมพ์ สื่อดิจิทัล สื่อวิทยุโทรทัศน์ รวมถึงงานนิทรรศการ เพื่อให้ผู้รับข้อมูลข่าวสารได้รับข้อมูล และความรู้ที่รวดเร็ว ถูกต้องแม่นยำทันต่อเหตุการณ์ พร้อมรับกับการเปลี่ยนแปลงของโลกสมัยใหม่ที่ไม่มีพรมแดน และความต่างของเวลาอีกต่อไป

ในนามของคณะกรรมการบริษัท เออาร์ไอพี จำกัด (มหาชน) ผมขอขอบคุณผู้ถือหุ้น ลูกค้า หน่วยงานของรัฐ รวมถึงผู้มีอุปการคุณทุกท่าน ที่ได้ให้การสนับสนุนการดำเนินงานของบริษัทด้วยดีเสมอมา



นายมนู เลียวไพโรจน์
ประธานกรรมการ

Dear Shareholders,

Changes are inevitable in the business world. Winners are likely to be those who can access crucial information more quickly, precisely and can apply it to their businesses appropriately. Information and communication technology are one of the most important tools to help management access critical data anytime and anywhere.

Nowadays, technology is driven by emerging innovations focusing on helping people to get instant information and communication. Consumers are now able to obtain relevant information wherever and whenever they wish. Outstanding contents and up-to-the-minute information is also critical in the digital world and actually can be seen as having higher value. ARIP Public Company Limited, as an experienced and leader in both traditional media and new media, is a major content provider, particularly in business, marketing and ICT contents. We strive to provide pertinent contents and knowledge not only for personnel in the corporate and government sectors but also for the general public, through various media channels i.e. printing media, digital media, broadcasting and exhibitions. Our aim is to provide the audience with timely and accurate information on which they can rely so as to manage effectively in this borderless world.

On behalf of the Board of Directors, I would like to express my appreciation to our shareholders, strategic partners, customers and all patrons for their continued support.



Mr. Manu Leopaibote
Chairman of the Board


เรียน ท่านผู้ถือหุ้น

ในปี 2556 นี้ ธุรกิจของบริษัท เออาร์ไอพี จำกัด (มหาชน) มีการขยายตัวไปมาก โดยเฉพาะอย่างยิ่งธุรกิจด้านการจัดงานแสดงสินค้าหรืองานอีเวนท์ต่าง ๆ ทำให้บริษัทมีรายได้เติบโตอย่างก้าวกระโดด โดยในงบแสดงฐานะทางการเงิน และงบกำไรขาดทุนเบ็ดเสร็จ ประจำปี 2556 บริษัทมีรายได้รวม 530.52 ล้านบาท และมีกำไรสุทธิ 33.14 ล้านบาท เพิ่มขึ้นจากปี 2555 คิดเป็นอัตราร้อยละ 112.63 และ ร้อยละ 5.02 ตามลำดับ

ในปีที่ผ่านมา บริษัทได้ปรับเปลี่ยนกลยุทธ์ในด้านต่าง ๆ ภายใน เพื่อให้รองรับการขยายตัวของธุรกิจใหม่ ที่มีแนวโน้มการเติบโตสูง โดยเฉพาะอย่างยิ่งสื่อดิจิทัลที่เข้ามามีบทบาทในชีวิตประจำวันของผู้บริโภค ทำให้สามารถเข้าถึงกลุ่มเป้าหมายได้อย่างกว้างขวางและรวดเร็ว เพื่อขยายฐานผู้อ่านจากสื่อสิ่งพิมพ์ไปสู่สื่อออนไลน์ได้มากขึ้น นอกจากนี้ บริษัทยังได้ขยายงานในด้านการบริหารจัดการงานนิทรรศการ เพื่อรองรับความต้องการของบริการด้านนี้ที่เพิ่มสูงขึ้น

จากการที่บริษัทมีสื่อที่ครอบคลุมทั้งสื่อสิ่งพิมพ์ สื่อดิจิทัล สื่อวิทยุโทรทัศน์ และการจัดนิทรรศการ ทำให้บริษัท สามารถเข้าถึงกลุ่มเป้าหมายได้ทั่วถึง ด้วยประสบการณ์และการผลิตเนื้อหาที่สามารถตอบโจทย์ความต้องการของลูกค้าได้มากกว่า บริษัทได้เตรียมขยายการผลิตสื่อวิทยุโทรทัศน์เพื่อเข้าสู่ช่องทางสื่อวีดิทัศน์ที่กำลังเติบโต นอกจากนี้ ยังได้พัฒนาช่องทางและแอปพลิเคชันเพื่อเข้าถึงผู้บริโภคโดยตรง ผ่านอุปกรณ์สื่อสารพกพา สมาร์ทโฟน และแท็บเล็ต ที่มีการใช้งานกันอย่างแพร่หลายด้วย เช่น การพัฒนาหนังสืออิเล็กทรอนิกส์ (Multimedia e-Book) การพัฒนาระบบชั้นวางหนังสือ (Multimedia Bookshelf) เป็นต้น ซึ่งจะเป็จุดเปลี่ยนที่สำคัญของบริษัทที่จะก้าวไปข้างหน้าได้อย่างมั่นคง

ในนามของคณะกรรมการบริหาร ขอขอบคุณ ลูกค้า พันธมิตรทางธุรกิจ และผู้ถือหุ้นทุกท่าน ที่ได้ให้ความไว้วางใจ และให้การสนับสนุนบริษัท ด้วยดีเสมอมา



นายมินทร์ อินทร์นศ
ประธานกรรมการบริหาร



นายปฐม อินทรโดม
ผู้จัดการใหญ่

Dear Shareholders,

The year 2013 saw the revenue of ARIP Public Company Limited **considerably** increased, backed by the strong growth in the exhibition and event organizing services. According to our 2013 statements of financial position and comprehensive income, the Company's 2013 total revenue reached 530.52 million baht with the net profit of 33.14 million baht. They were 112.63 percent and 5.02 percent increased from 2012 respectively.

During the past years, the Company has continuously reviewed and revised its strategies and resources to cater for high-growth businesses. We have particularly paid attention to the digital media and contents, which have transformed the lifestyle of consumers nowadays. This new and effective media enable us to reach target groups widely and rapidly like never before. We aim to utilize the new media to expand our audience base from print to the massive online audience. In addition, the Company has extended its exhibition organization and management business to capture the growing opportunity.

With a range of currently operated media platforms i.e. print, online, mass media and exposition, the Company believe that it will be able to reach a target group with broad coverage. In addition, the Company plans to use its experience and expertise in creating relevant contents and its capability in television media production to expand into the emerging digital TV business. Furthermore, the Company has developed mobile channels and applications that can directly reach consumers via personal communication device such as smart phones and tablets. The applications that were launched last year included Multimedia e-books and Multimedia Bookshelf. This was considered a major milestone for the Company to maintain its leading edge.

On behalf of the Executive Board, I would like to thank all customers, business partners and shareholders for their continued support.



Mr.Min Intanate
Executive Chairman



Mr. Pathom Indarodom
Chief Executive officer



**MESSAGE
FROM
EXECUTIVE CHAIRMAN**

สารจาก ประธานกรรมการบริหาร



**MESSAGE
FROM
CHIEF EXECUTIVE OFFICER**

สารจาก ผู้จัดการใหญ่

BOARD OF DIRECTORS คณะกรรมการบริษัท



นายมนู เลียวไพโรจน์ อายุ 71 ปี
ประธานกรรมการ และกรรมการอิสระ

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.17%
จำนวนปีที่เป็นกรรมการ 4 ปี (ม.ค. 2553 – ปัจจุบัน)

Mr. Manu Leoparote Age 71 Years
Chairman of the Board
& Independent Director

Shareholding Proportion (As of Nov 26, 2013) 0.17%
Duration of Directorship 4 Year (Jan 2010 – Present)

การศึกษา :

- ปริญญาเอก บริหารธุรกิจดุษฎีบัณฑิตกิตติมศักดิ์ มหาวิทยาลัยธรรมศาสตร์
- ปริญญาโท เศรษฐศาสตร์มหบัณฑิต มหาวิทยาลัยเคมก๊กที ประเทศสหรัฐอเมริกา
- ปริญญาตรี เศรษฐศาสตร์บัณฑิต (เกียรตินิยมดี) มหาวิทยาลัยธรรมศาสตร์
- ปริญญาบัตรวิทยาลัยป้องกันราชอาณาจักร วปอ.รุ่น 34

ประกาศนียบัตร/ โครงการ :

- Director Certification Program (DCP) (30/2003)
- The Role of the Chairman Program (RCP) (3/2001)

ประสบการณ์ย้อนหลัง 5 ปี :

• มบจ. เออาร์ไอพี	ประธานกรรมการ	2553-ปัจจุบัน
• มบจ. ที.เอ็ม.ซี.อุตสาหกรรม	ประธานกรรมการ	2555-ปัจจุบัน
• มบจ. เอสวีไอโอ	กรรมการอิสระและประธานกรรมการตรวจสอบ	2552-ปัจจุบัน
• มบจ. เอเชีย พรซิชั่น	ประธานกรรมการ กรรมการอิสระและประธานกรรมการตรวจสอบ	2549-ปัจจุบัน
• มบจ. โพลีเพล็กซ์ (ประเทศไทย)	ประธานกรรมการ	2547-ปัจจุบัน
• มบจ. น้ำตาลขอนแก่น	ประธานกรรมการ	2547-ปัจจุบัน
• มบจ. ไทยออยล์	ประธานกรรมการตรวจสอบ	2547-2555
• มบจ. ปตท.	ประธานกรรมการ	2545-2547
• กระทรวงอุตสาหกรรม	ปลัดกระทรวง	2542-2547
• การปิดเรียนแห่งประเทศไทย	ประธานกรรมการ	2542-2545

Educations :

- Honorary Doctoral Degree in Business Administration, Thammasat University
- Master of Science in Economics, University of Kentucky, U.S.A.
- Bachelor of Science in Economics (Honors), Thammasat University
- National Defence College Class 34.

Certificate :

- Director Certification Program (DCP) (30/2003)
- The Role of the Chairman Program (RCP) (3/2001)

5 Years' work experience :

• ARIP PCL.	Chairman of the Board	2010-Present
• T.M.C. Industrial PCL.	Chairman of the Board	2012- Present
• SVOA PCL.	Independent Director & Chairman of Audit Committee	2009- Present
• Asia Precision PCL.	Chairman of the Board / Independent Director & Chairman of Audit Committee	2006-Present
• Polyplex (Thailand) PCL.	Chairman of the Board	2004-Present
• Khon Kaen Sugar Industry PCL.	Chairman of the Board	2004-Present
• Thai oil PCL.	Chairman of Audit Committee	2004-2012
• PTT PCL.	Chairman of the Board	2002-2004
• Ministry of Industry	Permanent Secretary	1999-2004
• Petroleum Authority of Thailand	Chairman of the Board	1999-2002

การศึกษา :

- ปริญญานิติศาสตรดุษฎีบัณฑิตกิตติมศักดิ์, Dominican University of California, ประเทศสหรัฐอเมริกา
- ปริญญาวิทยาศาสตรดุษฎีบัณฑิตกิตติมศักดิ์ สาขาวิชาการบริหารเทคโนโลยีการจัดการ มหาวิทยาลัยมหาสารคาม
- ปริญญาตรีศึกษาศาสตร์บัณฑิต ศึกษาศาสตร์บัณฑิต (วิชาการคอมพิวเตอร์) คณะศึกษาศาสตร์และเทคโนโลยีการเกษตร มหาวิทยาลัยเทคโนโลยีราชมงคลธัญบุรี
- ปริญญาตรี สถาปัตยกรรมศาสตร์, Fu Hsing Institute of Technology, ประเทศไต้หวัน

ประกาศนียบัตร/ โครงการ :

- Thailand Insurance Leadership Program (2011)
- Director Accreditation Program (DAP) (2005)
- The Role of the Chairman Program (RCP) (2005)

ประสบการณ์ย้อนหลัง 5 ปี :

• มบจ. เออาร์ไอพี	กรรมการและประธานบริหาร	2532-ปัจจุบัน
• มบจ. เอสวีไอโอ	กรรมการและกรรมการผู้จัดการใหญ่	2556-ปัจจุบัน
• มบจ. เอสพีไอโอ	กรรมการและประธานกรรมการบริหาร	2554-ปัจจุบัน
• มจ. เอบีเอส ดีเวลลอปเม้นต์	กรรมการ	2551-ปัจจุบัน
• มบจ. สีซอ	กรรมการ	2549-ปัจจุบัน
• มจ. ดี แอนด์ บี (ประเทศไทย)	ประธานกรรมการ	2549-ปัจจุบัน
• มจ. ข้อมูลเครดิตแห่งชาติ	กรรมการ	2543-ปัจจุบัน
• มบจ. โอที ซีดี	กรรมการและประธานคณะผู้บริหาร	2539-ปัจจุบัน
• มจ. คอร์ แอนด์ พิค	กรรมการ	2538-ปัจจุบัน
• มบจ. บีซีเอส ออนไลน์	กรรมการและประธานคณะผู้บริหาร	2538-ปัจจุบัน
• มจ. กลุ่มแอดวานซ์ รีเสิร์ช	กรรมการ	2530-ปัจจุบัน

Educations :

- Honorary Doctoral Degree of Laws, Dominican University of California, U.S.A.
- Honorary Doctorate Degree of Science (Information Technology for Management), Mahasarakham University
- Honorary Bachelor Degree of Science (Computer Science) Engineering and Agricultural Technology, Rajamangala University of Technology Thanyaburi
- Bachelor of Architecture, Fu Hsing Institute of Technology, Taiwan

Certificate :

- Thailand Insurance Leadership Program (2011)
- Director Accreditation Program (DAP) (2005)
- The Role of the Chairman Program (RCP) (2005)

5 Years' work experience :

• ARIP PCL.	Director & Executive Chairman	1989-Present
• SVOA PCL.	Director & CEO	2013-Present
• SPVI PCL.	Director & Executive Chairman	2011-Present
• ABIKS Development Co., Ltd.	Director	2008-Present
• Lease IT PCL.	Director	2006-Present
• D&B (Thailand) Co., Ltd.	Chairman of the Board	2006-Present
• National Credit Bureau Co., Ltd.	Director	2000-Present
• IT City PCL.	Director & Executive Chairman	1996-Present
• Core & Peak Co., Ltd.	Director	1995-Present
• Business Online PCL.	Director & Executive Chairman	1995-Present
• Advanced Research Group Co., Ltd.	Director	1987-Present

นายมินทร์ อินทร์เทศ อายุ 59 ปี
กรรมการ และประธานกรรมการบริหาร

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 44.28%
จำนวนปีที่เป็นกรรมการ 25 ปี (มี.ค. 2532 – ปัจจุบัน)

Mr. Min Intanate Age 59 Years
Director & Executive Chairman

Shareholding Proportion (As of Nov 26, 2013) 44.28%
Duration of Directorship 25 Years (Mar 1989 – Present)



**นายปฐม อินทโรดม อายุ 42 ปี
กรรมการ และผู้จัดการใหญ่**

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.19%
จำนวนปีที่กรรมการ 10 ปี (ร.ค. 2547 – ปัจจุบัน)

**Mr. Pathom Indarodom Age 42 Years
Director & Chief Executive Officer**

Shareholding Proportion (As of Nov 26, 2013) 0.19%
Duration of Directorship 10 Years (Dec 2004 – Present)

การศึกษา :

- วิทยาศาสตร์มหาบัณฑิต สาขาวิศวกรรมคอมพิวเตอร์ มหาวิทยาลัยอัสสัมชัญ

ประกาศนียบัตร/ โครงการ :

- Director Accreditation Program (DAP) (2010)

ประสบการณ์ย้อนหลัง 5 ปี :

- | | | |
|-------------------------|-------------------------|----------------------|
| • บมจ. เออาร์ไอพี | กรรมการและผู้จัดการใหญ่ | 2547-ปัจจุบัน |
| • บจ. สเปซ อินเทอร์เน็ต | กรรมการ | ก.ย. 2554-30 ม.ค. 56 |

Educations :

- Master of Science in Computer Engineering, Assumption University

Certificate :

- Director Accreditation Program (DAP) (2010)

5 Years' work experience :

- | | | |
|--------------------------------|------------------------------------|-----------------------|
| • ARIP PCL. | Director & Chief Executive Officer | 2004-Present |
| • Splash Interactive Co., Ltd. | Director | Sep 2011- 30 Jan 2013 |



**นายวิลสัน เตียว ยอง เพ็ง อายุ 47 ปี
กรรมการ**

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.08%
จำนวนปีที่กรรมการ 4 ปี (ม.ค. 2553 – ปัจจุบัน)

**Mr. Wilson Teo Yong Peng
Age 47 Years, Director**

Shareholding Proportion (As of Nov 26, 2013) 0.08%
Duration of Directorship 4 Year (Jan 2010 – Present)

การศึกษา :

- ASEP, Advanced Senior Executive Program, Kellogg School of Management (U.S.A.)
- MBA, Oxford Brookes University Business School (U.K.)
- FCCA, Fellow of The Association of Chartered Certified Accountants (U.K.)
- FCA, Fellow of The Institute of Singapore Chartered Accountants
- FCPA, Fellow of The Institute of Certified Practising Accountants (Australia)
- IIA, The Institute of Internal Auditors (U.S.A.)

ประกาศนียบัตร/ โครงการ :

- Director Accreditation Program (DAP) (57/ 2006)

ประสบการณ์ย้อนหลัง 5 ปี :

- | | | |
|-----------------------------------|---------|---------------|
| • บมจ. เออาร์ไอพี | กรรมการ | 2553-ปัจจุบัน |
| • บจ. เอซิส คอมพิวเตอร์ | กรรมการ | 2552-ปัจจุบัน |
| • บจ. เอบีเคส์ ดีเวลลอปเม้นต์ | กรรมการ | 2551-ปัจจุบัน |
| • บมจ. บีซีเนส ออนไลน์ | กรรมการ | 2549-ปัจจุบัน |
| • บจ. กลุ่มเอควาเมช รีสิริช | กรรมการ | 2549-ปัจจุบัน |
| • บมจ. เอสวีไอเอ | กรรมการ | 2549-ปัจจุบัน |
| • บจ. คาต้าวัน เอเชีย (ประเทศไทย) | กรรมการ | 2549-ปัจจุบัน |
| • บจ. เอมิว คอร์ปอเรชัน | กรรมการ | 2549-ปัจจุบัน |
| • บจ. เอซีทีเอส | กรรมการ | 2543-ปัจจุบัน |

Educations :

- ASEP, Advanced Senior Executive Program, Kellogg School of Management (U.S.A.)
- MBA, Oxford Brookes University Business School (U.K.)
- FCCA, Fellow of The Association of Chartered Certified Accountants (U.K.)
- FCA, Fellow of The Institute of Singapore Chartered Accountants
- FCPA, Fellow of The Institute of Certified Practising Accountants (Australia)
- IIA, The Institute of Internal Auditors (U.S.A.)

Certificate :

- Director Accreditation Program (DAP) (57/2006)

5 Years' work experience :

- | | | |
|-------------------------------------|----------|---------------|
| • ARIP PCL. | Director | 2010-Present |
| • Asys Computer Co., Ltd. | Director | 2009-Present |
| • ABIKS Development Co., Ltd. | Director | 2008-Present |
| • Business Online PCL. | Director | 2006-Present |
| • Advanced Research Group Co., Ltd. | Director | 2006-Present |
| • SVOA PCL. | Director | 2006-Present |
| • Dataone Asia (Thailand) Co., Ltd. | Director | 2006-Present |
| • Anew Corporation Ltd. | Director | 2006-Present |
| • Acerts Co., Ltd. | Director | 2000- Present |

BOARD OF DIRECTORS คณะกรรมการบริษัท



นายประยูร รัตนไชยานนท์ อายุ 50 ปี กรรมการ

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.23%
จำนวนปีที่กรรมการ 4 ปี (ม.ค. 2553 – ปัจจุบัน)

Mr. Prayoon Rattanachaiyanont Age 50 Years, Director

Shareholding Proportion (As of Nov 26, 2013) 0.23%
Duration of Directorship 4 Year (Jan 2010 – Present)

การศึกษา :

- ปริญญาโท MBA (Operation Management), University of Scranton, ประเทศสหรัฐอเมริกา
- ปริญญา พานิชยศาสตร์บัณฑิต จุฬาลงกรณ์มหาวิทยาลัย
- ปริญญา บริหารธุรกิจบัณฑิต มหาวิทยาลัยสุโขทัยธรรมาธิราช

ประกาศนียบัตร/ โครงการ :

- Director Accreditation Program (DAP) (2004)

ประสบการณ์ย้อนหลัง 5 ปี :

• มจ. เออาร์ไอพี	กรรมการ	2553-ปัจจุบัน
• มจ.เอ.อาร์.แอ็คคาunts ดิง คอนซิลแตนท์	กรรมการ	2555-ปัจจุบัน
• มจ. เฮลท์ ออนไลน์	กรรมการ	2555-ปัจจุบัน
• มจ. เอบีเอส ดีเวลลอปเม้นต์	กรรมการ	2551-ปัจจุบัน
• มจ. ดีกู ซิสเต็มส์	กรรมการ	2551-ปัจจุบัน
• มจ. คอร์เนคต์พีค	กรรมการ	2542-ปัจจุบัน
• มจ. เออาร์ไอที	กรรมการ	2542-ปัจจุบัน
• มจ. บีซีเอส ออนไลน์	กรรมการ	2540-ปัจจุบัน
• มจ. เอนิว คอร์ปอเรชัน	กรรมการ	2538-ปัจจุบัน
• มจ. เอเน็ต	กรรมการ	2538-ปัจจุบัน
• มจ. กลุ่มเอดวานซ์ รีเสิร์ช	ผู้อำนวยการฝ่ายบัญชีและการเงิน	2537-ปัจจุบัน

Educations :

- MBA (Operation Management), University of Scranton, U.S.A.
- Bachelor of Commerce, Chulalongkorn University.
- Bachelor of Business Administration, Sukhothai Thammathirat University.

Certificate :

- Director Accreditation Program (DAP) (2004)

5 Years' work experience :

• ARIP PCL.	Director	2010-Present
• A.R. Accounting Consultants Co., Ltd.	Director	2012-Present
• Healthy Online Co., Ltd.	Director	2012-Present
• ABIKS Development Co., Ltd.	Director	2008-Present
• D2Systems Co., Ltd.	Director	2008-Present
• Core & Peak Co., Ltd.	Director	1999-Present
• ARIT Co., Ltd.	Director	1999-Present
• Business Online PCL.	Director	1997-Present
• Anew Corporation Ltd.	Director	1995-Present
• Anet Co., Ltd.	Director	1995-Present
• Advanced Research Group Co., Ltd.	Financial Controller	1994-Present



นายโสภณ อังครนศ อายุ 31 ปี กรรมการ

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) -ไม่มี-
จำนวนปีที่กรรมการ 10 เดือน (มี.ค. 2556 – ปัจจุบัน)

Mr. Sophon Intanate Age 31 Years Director

Shareholding Proportion (As of Nov 26, 2013) – None –
Duration of Directorship 10 months (Mar 2013 – Present)

การศึกษา :

- ปริญญาโท Commerce (เศรษฐศาสตร์และการธนาคาร) มหาวิทยาลัยซิดนีย์, NSW ประเทศออสเตรเลีย
- ปริญญาตรี Commerce (เศรษฐศาสตร์และการเงิน) มหาวิทยาลัยซิดนีย์, NSW ประเทศออสเตรเลีย

ประกาศนียบัตร/ โครงการ :

- Director Certification Program (DCP) (179/2013)

ประสบการณ์ย้อนหลัง 5 ปี :

• มจ.เออาร์ไอพี	กรรมการ	มี.ค 2556-ปัจจุบัน
• มจ. กลุ่มเอดวานซ์ รีเสิร์ช	กรรมการ	2553-ปัจจุบัน
• มจ. ไอที ซิตี้	ผู้จัดการ	2553-ปัจจุบัน
• มจ. ธนาคารกรุงเทพ	เจ้าหน้าที่ธุรกิจสัมพันธ์แผนกลูกค้ารายใหญ่ (หน่วยงานเครื่องยนต์ และจักรกล)	2551-2553

Educations :

- Master of Commerce (Economics & Banking), The University of Sydney, NSW, Australia
- Bachelor of Commerce (Economics & Finance), The University of Sydney, NSW, Australia

Certificate :

- Director Certification Program (DCP) (179/2013)

5 Years' work experience :

• ARIP PCL.	Director	Mar 2013-Present
• Advanced Research Group Co., Ltd.	Director	2010-Present
• IT City PCL.	Manager	2010-Present
• Bangkok Bank PCL.	Relationship Officer (Automobile and Heavy Machinery Department)	2008-2010



นายประกอบ วิศิษฐ์กิจการ อายุ 74 ปี
กรรมการอิสระ
และประธานกรรมการตรวจสอบ

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.16%
จำนวนปีที่เป็นกรรมการ 5 ปี (ท.ย. 2552 – ปัจจุบัน)

Mr. Prakob Visitkitjakarn Age 74 Years
Independent Director
& Chairman of Audit Committee

Shareholding Proportion (As of Nov 26, 2013) 0.16%
Duration of Directorship 5 Years (Sep 2009 – Present)

การศึกษา :

- ปริญญาโท MBA (Finance) คณะการเงินการคลัง, Indiana University, สหรัฐอเมริกา
- ปริญญาตรี (เกียรตินิยม) (Finance) คณะการเงินการคลัง, Indiana University, สหรัฐอเมริกา

ประกาศนียบัตร/ โครงการ :

- Director Certification Program (DCP) (33/2003)
- Audit Committee Program (ACP) (27/2009)
- The Role of the Chairman (RCP) (5/2001)
- Monitoring Fraud Risk Management (MFM) (1/2009)
- Monitoring the Quality of Financial Reporting (MFR) (8/2009)
- Charter Director Class (CDC) (3/2008)

ประสบการณ์ย้อนหลัง 5 ปี :

• บมจ. เออาร์ไอพี	กรรมการอิสระและประธานกรรมการตรวจสอบ	2552-ปัจจุบัน
• บมจ. สีซอ	กรรมการ	2551-ปัจจุบัน
• บมจ. ศรีตรัง แอโรอินดรัสตรี	กรรมการอิสระและประธานกรรมการตรวจสอบ	2540-ปัจจุบัน
• บมจ. ปูนซิเมนต์นครหลวง	กรรมการอิสระและประธานกรรมการตรวจสอบ	2542-2554

Education :

- Master of Business Administration (Finance), Indiana University, U.S.A.
- Bachelor of Finance (Honors), Indiana University, U.S.A.

Certificate :

- Director Certification Program (DCP) (33/2003)
- Audit Committee Program (ACP) (27/2009)
- The Role of Chairman (RCP) (5/2001)
- Monitoring Fraud Risk Management (MFM) (1/2009)
- Monitoring the Quality of Financial Reporting (MFR) (8/2009)
- Charter Director Class (CDC) (3/2008)

5 Years' work experience :

• ARIP PCL	Independent Director & Chairman of Audit Committee	2009-Present
• Lease IT PCL	Director	2008-Present
• Sri Trang Agro-Industry PCL.	Independent Director & Chairman of Audit Committee	1997-Present
• Siam City Cement PCL.	Independent Director & Chairman of Audit Committee	1999-2011

การศึกษา :

- ปริญญาโท เศรษฐศาสตร์ มหาวิทยาลัยบอสตัน ประเทศสหรัฐอเมริกา
- ปริญญาตรี เศรษฐศาสตรบัณฑิต (เกียรตินิยมอันดับ 2) จุฬาลงกรณ์มหาวิทยาลัย
- ปริญญาตรี นิติศาสตรบัณฑิต มหาวิทยาลัยรามคำแหง

ประกาศนียบัตร/ โครงการ :

- Director Accreditation Program (DAP) (2010)

ประสบการณ์ย้อนหลัง 5 ปี :

• บมจ. เออาร์ไอพี	กรรมการอิสระและกรรมการตรวจสอบ	2552-ปัจจุบัน
• สำนักงานคณะกรรมการส่งเสริมการลงทุน	- ที่ปรึกษาด้านการลงทุน (นักวิเคราะห์นโยบายและแผนเชี่ยวชาญ) - ผู้อำนวยการกลุ่มยุทธศาสตร์การลงทุนมหภาค - เจ้าหน้าที่ส่งเสริมการลงทุน 8ว	2554-ปัจจุบัน 2551-2554 2549-2551
• ทำเนียบรัฐบาล	รองผู้อำนวยการ สำนักงานประสานโครงการหนึ่งตำบล หนึ่งผลิตภัณฑ์ สำนักนายกรัฐมนตรี	2548-2549

Education :

- M.A. (Economics), Boston University U.S.A.
- Bachelor of Economics (2nd Class Honor), Chulalongkorn University
- Bachelor of Laws, Ramkhamhaeng University

Certificate :

- Director Accreditation Program (DAP) (2010)

5 Years' work experience :

• ARIP PCL	Independent Director & Audit Committee Member	2009-Present
• Office of the Board of Investment (BOI)	- Executive Investment Advisor - Director, Economic and Investment Strategy Division, Investment Strategy and Policy Bureau - Executive Assistant to the Secretary General of BOI	2011-Present 2008-2011 2006-2008
• The Prime Minister's Office	- Deputy Director, National One Tambon One Product Coordination Office	2005-2006



นายณัฐม เทอดสดีศรีศักดิ์ อายุ 39 ปี
กรรมการอิสระ และกรรมการตรวจสอบ

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.16%
จำนวนปีที่เป็นกรรมการ 5 ปี (ท.ย. 2552 – ปัจจุบัน)

Mr. Narit Therdsteeerasukdi
Age 39 Years
Independent Director
& Audit Committee Member

Shareholding Proportion (As of Nov 26, 2013) 0.16%
Duration of Directorship 5 Years (Sep 2009 – Present)

BOARD OF DIRECTORS คณะกรรมการบริษัท



นาวาอากาศเอกหญิง แพทย์หญิงอิสริยา สุขเจริญ
(นามสกุลเดิม ศรีวิจิตร) อายุ 51 ปี
กรรมการอิสระ และกรรมการตรวจสอบ
สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.16%
จำนวนปีที่เป็นการ 5 ปี (ก.ย. 2552 – ปัจจุบัน)

Gp.Capt. Isaraya Sukcharoen
(Maiden Name : Srivichit)
Age 51 Years
Independent Director &
Audit Committee Member

Shareholding Proportion (As of Nov 26, 2013) 0.16%
Duration of Directorship 5 Years (Sep 2009 – Present)

การศึกษา :

- แพทยศาสตรบัณฑิต คณะแพทยศาสตร์ จุฬาลงกรณ์มหาวิทยาลัย
- MBA, Heriot-Watt University, Edinburgh, Scotland
- นิติศาสตรบัณฑิต มหาวิทยาลัยสุโขทัยธรรมาธิราช

ประกาศนียบัตร/ โครงการ :

- Director Accreditation Program (DAP) (2010)
- Audit Committee Program (ACP) (2009)
- Monitoring Fraud Risk Management (2010)
- Monitoring the Quality of Financial Reporting (2010)
- Monitoring the Internal Audit Function (2010)
- Monitoring the System of Internal Control and Risk Management (2010)

ประสบการณ์ย้อนหลัง 5 ปี :

- | | | |
|--------------------|---|--|
| • บมจ. เออาร์ไอพี | กรรมการอิสระและกรรมการตรวจสอบ | 2552-ปัจจุบัน |
| • สว.ภูมิมอลออดยุค | - รองหัวหน้าศูนย์พัฒนาคุณภาพ
- รองประธานคณะกรรมการบริหารความเสี่ยง
- หัวหน้ากองจักษุและห้องผ่าตัด
- ประธานคณะกรรมการประกันคุณภาพการศึกษา | 2556-ปัจจุบัน
2549-ปัจจุบัน
2551-2556
2549-2556 |

Educations :

- Doctor of Medicine Degree, Faculty of Medicine, Chulalongkorn University
- MBA, Heriot-Watt University, Edinburgh, Scotland
- Bachelor of Laws, Sukhothai Thammathirat University

Certificate :

- Director Accreditation Program (DAP) (2010)
- Audit Committee Program (ACP) (2009)
- Monitoring Fraud Risk Management (2010)
- Monitoring the Quality of Financial Reporting (2010)
- Monitoring the Internal Audit Function (2010)
- Monitoring the System of Internal Control and Risk Management (2010)

5 Years' work experience :

- | | | |
|-------------------------------|--|--|
| • ARIP PCL. | Independent Director
& Audit Committee Member | 2009-Present |
| • Bhumibol Adulyadej Hospital | - Deputy Head, Quality Improvement Center
- Vice Chairman
of Risk Management Committee
- Head of Anesthesiology Department
- Chairman of the Board
of Education Quality Assurance | 2013-Present
2006-Present
2008-2013
2006-2013 |

EXECUTIVE COMMITTEE

คณะกรรมการบริหาร



DIRECTOR & EXECUTIVE CHAIRMAN

กรรมการและประธานกรรมการบริหาร

นายมินทร์ อินทร์เนต อายุ 59 ปี
กรรมการ และประธานกรรมการบริหาร

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 44.28%
จำนวนปีที่เป็นกรรมการ 25 ปี (2532 – ปัจจุบัน)

Mr. Min Intanate Age 59 Years
Director & Executive Chairman

Shareholding Proportion (As of Nov 26, 2013) 44.28%
Duration of Directorship 25 Years (1989 – Present)

การศึกษา / Educations :

- ปริญญาวิทยาศาสตรดุษฎีบัณฑิตกิตติมศักดิ์, Dominican University of California, ประเทศสหรัฐอเมริกา
- ปริญญาวิทยาศาสตรดุษฎีบัณฑิตกิตติมศักดิ์ สาขาวิชา:ระบบสารสนเทศเพื่อการจัดการ มหาวิทยาลัยมหาสารคาม
- วิทยาศาสตรบัณฑิต วิทยาศาสตร์บัณฑิต (วิทยาการคอมพิวเตอร์) คณะวิศวกรรมศาสตร์และเทคโนโลยีการเกษตร มหาวิทยาลัยเทคโนโลยีราชมงคลธัญบุรี
- ปริญญาตรี สถาปัตยกรรมศาสตร์ Fu Hsing Institute of Technology ประเทศไต้หวัน
- Honorary Doctoral Degree of Laws, Dominican University of California, U.S.A.
- Honorary Doctorate Degree of Science (Information Technology for Management), Mahasarakham University
- Honorary Bachelor Degree of Science (Computer Science) Engineering and Agricultural Technology, Rajamangala University of Technology Thanyaburi
- Bachelor of Architecture, Fu Hsing Institute of Technology, Taiwan

ประกาศนียบัตร / โครงการ / Certificate :

- Thailand Insurance Leadership Program (2011)
- Director Accreditation Program (DAP) (2005)
- The Role of the Chairman Program (RCP) (2005)

ประสบการณ์ย้อนหลัง 5 ปี / 5 Years' work experience :

• บมจ. เออาร์ไอพี	กรรมการและประธานบริหาร	2532-ปัจจุบัน	• ARIP PCL.	Director & Executive Chairman	1989-Present
• บมจ. เอสวีไอโอ	กรรมการและกรรมการผู้จัดการใหญ่	2556-ปัจจุบัน	• SVOA PCL.	Director & CEO	2013-Present
• บมจ. เอสพีวีไอโอ	กรรมการและประธานกรรมการบริหาร	2554-ปัจจุบัน	• SPVI PCL.	Director & Executive Chairman	2011-Present
• บจ. เอบีเอส ดีเวลลอปเม้นต์	กรรมการ	2551-ปัจจุบัน	• ABIKS Development Co., Ltd.	Director	2008-Present
• บมจ. ลีซอ	กรรมการ	2549-ปัจจุบัน	• Lease IT PCL.	Director	2006-Present
• บจ. ดี แอนด์ บี (ประเทศไทย)	ประธานกรรมการ	2549-ปัจจุบัน	• D&B (Thailand) Co., Ltd.	Chairman of the Board	2006-Present
• บจ. ข้อมูลเครดิตแห่งชาติ	กรรมการ	2543-ปัจจุบัน	• National Credit Bureau Co., Ltd.	Director	2000-Present
• บมจ. ไอที ซิตี้	กรรมการและประธานคณะผู้บริหาร	2539-ปัจจุบัน	• IT City PCL.	Director & Executive Chairman	1996-Present
• บจ. คอร์ แอนด์ พิค	กรรมการ	2538-ปัจจุบัน	• Core & Peak Co., Ltd.	Director	1995-Present
• บมจ. บิซิเนส ออนไลน์	กรรมการและประธานคณะผู้บริหาร	2538-ปัจจุบัน	• Business Online PCL.	Director & Executive Chairman	1995-Present
• บจ. กลุ่มเดอะวานซ์ รีเสิร์ช	กรรมการ	2530-ปัจจุบัน	• Advanced Research Group Co., Ltd.	Director	1987-Present

DIRECTOR & CEO

กรรมการ และผู้จัดการใหญ่

นายปฐม อินทโรดม**อายุ 42 ปี****กรรมการ และผู้จัดการใหญ่**

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.19%

จำนวนปีที่บริหาร 10 ปี (2547 – ปัจจุบัน)

Mr. Pathom Indarodom**Age 42 Years****Director & Chief Executive Officer**

Shareholding Proportion (As of Nov 26, 2013) 0.19%

Duration of Directorship 10 Years (2004 – Present)

การศึกษา / Educations :

- วิทยาศาสตรมหาบัณฑิต สาขาวิศวกรรมคอมพิวเตอร์ มหาวิทยาลัยอัสสัมชัญ
- Master of Science in Computer Engineering, Assumption University

ประกาศนียบัตร / โครงการ / Certificate :

- Director Accreditation Program (DAP) (2010)

ประสบการณ์ย้อนหลัง 5 ปี / 5 Years' work experience :

- | | | |
|--------------------------------|------------------------------------|----------------------|
| • มบจ. เออาร์ไอพี | กรรมการและผู้จัดการใหญ่ | 2547-ปัจจุบัน |
| • บจ. สเปซ อินเทอร์เน็ต | กรรมการ | ก.ย. 2554-30 ม.ค. 56 |
| • ARIP PCL. | Director & Chief Executive Officer | 2004-Present |
| • Splash Interactive Co., Ltd. | Director | Sep 2011-30 Jan 2013 |

EXECUTIVE DIRECTOR

กรรมการบริหาร

นางสาวพรปวีณ์ สหวัฒน์พงศ์**อายุ 46 ปี****กรรมการบริหาร**

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) 0.09%

จำนวนปีที่บริหาร 9 ปี (2548 – ปัจจุบัน)

Miss Pornpavee Sahawathanapong**Age 46 Years****Executive Director**

Shareholding Proportion (As of Nov 26, 2013) 0.09%

Duration of Executive 9 Years (2005 – Present)

การศึกษา / Educations :

- ปริญญาโท บริหารธุรกิจ มหาวิทยาลัยบูรพา
- ปริญญาตรี บริหารธุรกิจ (การบัญชี) / คณะศิลปศาสตร์ มหาวิทยาลัยศรีนครินทรวิโรฒประสานมิตร
- Master of Business Administration, Burapha University
- Bachelor of Business Administration (Accounting), Faculty of Arts, Srinakharinwirot University

ประกาศนียบัตร / โครงการ / Certificate :

- none

ประสบการณ์ย้อนหลัง 5 ปี / 5 Years' work experience :

- | | | |
|--------------------------------|-------------------------|----------------------|
| • มบจ. เออาร์ไอพี | ผู้อำนวยการฝ่ายการเงิน | ก.ค. 2548-ปัจจุบัน |
| • บจ. สเปซ อินเทอร์เน็ต | กรรมการ | ก.ย. 2554-30 ม.ค. 56 |
| • ARIP PCL. | Chief Financial Officer | July 2005-Present |
| • Splash Interactive Co., Ltd. | Director | Sep 2011-30 Jan 2013 |

EXECUTIVE DIRECTOR

กรรมการบริหาร

นาย นรศักดิ์ รัตนเวโรจน์**อายุ 46 ปี****กรรมการบริหาร**

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) -ไม่มี-

จำนวนปีที่บริหาร 1 ปี (ธ.ค. 2555 – ปัจจุบัน)

Mr. Norasak Rattanaveroj**Age 46 Years****Executive Director**

Shareholding Proportion (As of Nov 26, 2013) -none-

Duration of Directorship : 1 Year

(22 Dec 2012-Present)

ประสบการณ์ย้อนหลัง 5 ปี / 5 Years' work experience :

- | | | |
|-----------------------------------|-------------------------------|--------------------|
| • มบจ. เออาร์ไอพี จำกัด (มหาชน) | ผู้อำนวยการ
ฝ่ายผลิตรายการ | ธ.ค. 2555-ปัจจุบัน |
| • บจ. ทริคาสท์ | กรรมการ | 2548-2556 |
| • บจ. สเปซ อินเทอร์เน็ต | กรรมการ | 2552-2555 |
| • บจ. ทริคาสท์ เอ็นเตอร์เทนเมนท์ | กรรมการ | 2549-2551 |
| • บจ. สเปซ เอ็นเตอร์เทนเมนท์ | กรรมการ | 2541-2548 |
| • ARIP PCL. | Broadcast Director | Dec 2012-Present |
| • Tricast Co., Ltd. | Director | 2005-2013 |
| • Splash Interactive Co., Ltd. | Director | 2009-2012 |
| • Tricast Entertainment Co., Ltd. | Director | 2006-2008 |
| • Splash Entertainment Co., Ltd. | Director | 1998-2005 |

EXECUTIVE DIRECTOR

กรรมการบริหาร

นายมารุจ เทวบุญ**อายุ 43 ปี****กรรมการบริหาร**

สัดส่วนการถือหุ้น (ณ วันที่ 26 พ.ย. 2556) -ไม่มี-

จำนวนปีที่บริหาร 4 ปี (2553 – ปัจจุบัน)

Mr. Marut Teawarboon**Age 43 Years****Executive Director**

Shareholding Proportion (As of Nov 26, 2013) -none-

Duration of Executive 4 Year (2010 – Present)

การศึกษา / Educations :

- ปริญญาโท การตลาด/บริหารธุรกิจ มหาวิทยาลัยกรุงเทพ
- ปริญญาตรี คณะนิเทศศาสตร์ มหาวิทยาลัยกรุงเทพ
- Master of Marketing/Business Administration, Bangkok University
- Bachelor of School of Communication Arts, Bangkok University

ประกาศนียบัตร / โครงการ / Certificate :

- none

ประสบการณ์ย้อนหลัง 5 ปี / 5 Years' work experience :

- | | | |
|------------------|----------------------------------|---------------|
| • มจ. เออาร์ไอพี | ผู้อำนวยการ
ฝ่ายงานแสดงสินค้า | 2547-ปัจจุบัน |
| • ARIP PCL. | Expo Director | 2004-Present |

GENERAL INFORMATION

General Information

Company	ARIP Public Company Limited
Address	99/16-20 Ratchadapisek Road, Din Daeng, Bangkok 10400
Type of Business	3 categories as 1. Printed Media 2. Event, Expo and Conference 3. Digital and Other Media
Company Registered Number	0107553000051
Telephone no.	0-2642 3400
Fax no.	0-2641 2331
Website	www.arip.co.th, www.aripplc.com
E-mail address	tarip@arip.co.th
Registered Capital	116,500,000 Baht
Paid-up Capital	116,500,000 Baht
Par Value	0.25 Baht
Type and Amount of Outstanding Shares	Ordinary Shares 466,000,000 shares

Other Relevant Information

Share Registrar	Thailand Securities Depository Co., Ltd. The Stock Exchange of Thailand Building 62 Ratchadapisek Road, Klongtoey, Bangkok 10110 Tel : +66 (0) 2596 9000, +66 (0) 2229 2888 Fax : +66 (0) 2832 4994 – 6
Auditor	Mr. Sophon Permsirivallop Certified Public Accountant (Thailand) No. 3182 Ernst & Young Office Limited 33rd Floor, Lake Rajada Office Complex 193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110 Tel : +66 (0) 2264 0777 Fax : +66 (0) 2264 0789-90

VISION, MISSION AND BUSINESS GOALS

VISION

To be a leading content provider that delivers quality, innovative and reliable contents to enhance the perception and knowledge of the general public, which plays a key role in driving the economy of the nation as a whole.

MISSION STATEMENT

To strengthen the overall competitiveness of Thai people by enhancing their knowledge and knowhow particularly in the areas of business, ICT and education via modern media technology characterized by ease of use & access, and through a combination of media platforms such as print & digital media, TV & radio broadcasting, seminar & events.

BUSINESS GOALS

The Company's business goals are as follows:

1) Content Development

The Company aims to be a leading provider of contents, which will enhance potential and competitive advantages for individuals and organizations. Currently, it focuses on business, marketing, ICT and education contents. Our goals are to create constructive, creative and high quality materials with comprehensive analysis, which is beneficial to our readers.

2) Media Development

The Company aims to develop and create fully integrated media that can effectively reach relevant target groups. ARIP positions itself to be a reliable medium between manufacturers/sellers and buyers/users by integrating the Company's various media such as print, digital, television and other.

3) Advertising Service Development

The Company aims to provide consultative advertising services to increase value for its clients and advertisers. It seeks to provide integrated marketing communication services to customers.

4) Event, Exposition and Conference Organizing Development

The Company aims to maintain a leadership in ICT exposition/conference/trade fair and seeks to expand to other exhibition organizing services enquired by both the public and private sectors. It looks for opportunities to cooperate with relevant international exhibition organizers to increase the potential of the Company in the future.



Corporate Social Responsibility (CSR)

The Company has established, promoted, monitored, and maintained ethical standards and practiced in dealings with all Company stakeholders. The Company not only concerned with our profit but we put our effort to help people, economy, society and environment with morality, ethics and the code of conduct. The Company conducts good governance to control the activities based on honesty, transparency and fairness in accordance with the following corporate governance policies.

Corporate Social Responsibility – Employees

The Company always recognizes that human resource is one of key factors in business, thus, the Company improve working environment for better quality of employees' life and higher competency. In addition, the Company also provides them more opportunities in practicing and enhancing their working skills in order to create high performance manpower for continuous development of our organization.



Promote Employees' Health Program: The importance of health care to employees is one of the necessities; the Company is providing our employee with the annual health check-up and also their family for special price.

Promote Safety in the Workplace Program: The Company has managed workplace risks by arranging firefighting scenario and evacuation fire drill training continuously; as well as, recognizing in the safety of working place and various infrastructure systems with various safety equipment support so that all employees can work safely and healthy.

Activities that promote unity and the Thai culture

New Year Party: New Year's Day event was held for Thai culture activities, by organizing a staff party and receive a blessing from the senior management and executives.

Annual Meeting: The Company annual meeting is arranged as a chance for employee that they can meet to exchange ideas, summarized and evaluated the year's work. In the event, we also prepare the action plan for the following year to be consistent in the same direction as the Company policy. In addition, there are also prizes distributions on to employees for their morals.



Promote Employees' Better life quality, security and stability.

Employee life insurance program: This program supports for employees to have health protected.

Provident Fund Program: For the staff welfare as well as to be used as collateral for the saving security amount so that the employees are using in their retirement age.



Corporate Social Responsibility – Stakeholders

The importance of products and service standards are also the Company main concentration, the Company strives to create high customer satisfaction and commit on quality products and services at a reasonable price. We are steadily raising the Company standard practice. The Company recognizes our corporate responsibility and is eager to provide business opportunities for the communities in which we operate.

Disclose information about all products and services accurately, so that the stakeholders can make decisions correctly, including the promise of a good image and sustainable treatment.

The Company believes in long-term relationships built upon understanding and trust. This will allow us to develop with one another from the very beginning and achieve mutual prosperity and trust.



Corporate Social Responsibility – Environment

Energy saving program: The Company values the environment, by taking part in reducing global warming along with changing our employees' behavior and procuring materials with less negative impact on the environment.

Reducing paper consumption by sending document in electronic format to lower paper usage which can create national saving, and also reduce global warming effect.

Waste Sorting: Separating the different elements found in waste streams is essential for enabling the recovery of useful materials, minimizing the amount of material sent to landfill and allowing recyclable materials to find a new incarnation. By using or disposable paper to a more environmentally friendly way. Paper and book recycling can reduce waste paper and deposit cost, and also cure country's environment.

Ensure all purchased office equipment is Energy Star compliant, an international standard for energy efficient electronic equipment.

It is all well and good having the most recent energy efficient equipment, but the Company makes sure to train employees on how to operate the equipment and maximize all efficiencies. Employee morale might heighten, as they feel they're doing their bit for the environment. By promoting saving electricity behavior. For example, turning off all lights after use. Taking the stairs instead of the elevator.



Corporate Social Responsibility – Community and Society



The Company arranges so many activities for children, e.g. drawing contest in the campaign of “Cards for children”



learning center building; computer and learning media donation for children in the country



giving scholarships to the University of the Thai Chamber of Commerce to support academic activities



arrangement of the “Thailand Top Company Awards 2013” prize-giving ceremony for showing the achievement of Thai business organizations where have both quality and code of conduct



provision of “ComToday” book to many secondary schools to focus and enhance students’ knowledge



the “IT school” activity for implanting morality and ethics for all students regarding usage of social network

Innovation for Corporate Social Responsibility

The Company supports employees to invent new innovative learning media, such as a development of Multimedia Bookshelf software and also an application of Multimedia e-Book with the added multi-media operation system. These new innovations will help reduce the use of paper and maintain environmental friendly community. In addition, the Company also promotes the development of new environmental friendly teaching/learning media production into educational industry, the teachers and those who interested can produce teaching materials or electronic books simplicity through online platform.



NATURE OF BUSINESS

The Company's businesses are divided into 3 main business units as follows:

1) Print Media Business

The Company produces and sells print media on business, management and information technology (ICT) comprising the following:

1.1 ICT and Consumer Electronic Magazines

- "Computer.Today" is a fortnightly magazine covering ICT for modern lifestyles. It comes in an easy-to-carry compact size and suitable for consumers in all generations currently COMTODAY.

- "Click.Today" is a magazine gathering tips & techniques for everyone, which can guide ICT user to use their equipment applications in order to enhance the efficiency for ICT produce.

- "eLeader" is a monthly magazine providing in-depth business insight and ICT applications combined with theoretical, strategies and business concepts. Moreover, eLeader concentrates on the addition "eEnterprise" as a part of the magazine focusing on progress reports and global trends of the computer industry and ICT, suitable for ICT professional and the executive.

1.2 Business and Management Magazines

- "Business+" is a magazine presenting economic analysis, business strategies, management tool and marketing strategies as well as progress report in business circles and interviews with successful executives. In addition, Business+ also contains case studies and international news for benchmarking Thai entrepreneur context.

1.3 Annual Reports Magazine

- "Business+ Top 1000" is a magazine ranking Thailand's 1,000 most excellence companies. The contents include analysis of top-gain and top-loss companies in each industry with the "Top 50" companies in revenue, profit and rates of return.

- "Business+ Top Universities" is a directory of Universities in Thailand. It includes a compilation of information on all public and private universities in Thailand as well as interviews with University's presidents on their visions and missions. Business+ Top Universities provides comprehensive information for students and parents who are searching for universities and courses that answer their education ambitions. The book also features Top 100 Ranking of the most popular faculties, and also includes the score tables and a list of major subjects being offered in universities countrywide.

- "Business+ Top Insurance" provides comprehensive information on the insurance industry in Thailand, including Life and Non-Life insurance. The Top Insurance also features interviews with CEOs leading insurance companies and related organizations. It uses accessible and easy-to-understand language to furnish readers with knowledge indispensable for selecting right insurance policies and coverages that fit their needs.

1.4 Contracting businesses

Contracting businesses for designing, producing and sell printed media, books and other printed materials by customer orders for ICT and business administration.

2) Exposition, Trade Fair, Event and Seminar Organizing Business

2.1 Leading ICT product exhibitor under the name “Commart”. At present, Commart is held four days per each event, three events a year.

2.2 The Company designs, organizes seminars and training program in area of business and ICT, such as lectures on business management, small group seminars, workshops, exhibitions or activities to educate ordinary organizations.

2.3 The Company also services on organizing and managing exhibition covering marketing activities. We do presentations, procuring venues for holding the activities, searching for data on target groups, PR and finding the experts as the hosts in concurrence with and according to the objectives of the customers in both the state and private sectors.

3) The Business of Digital and Other Media

3.1 Website Production

The objectives of the websites are to serve as a source for data on ICT and consumer electronics; to publicize the Company’s magazines and exhibitions; to be an online television station; to provide free e-mail services and to offer domain registration services. Details as follows:

- www.arip.co.th

This website is one of Thailand’s largest sources for knowledge sharing on ICT and consumer electronics. It contains daily news and updated technology presenting tips and techniques, interesting articles and new product testing to help consumers make informed decisions when they purchase ICT and consumer electronic products. The content is presented in the form of an audiovisual multimedia online society in the form of web blog and follow-up on Facebook and Twitter.

- www.thaimail.com

This is Thailand’s first web-based free e-mail system. It is easy to use, comes with Thai menus and it is free, so Thai people can fully benefit from the internet.

- www.commartthailand.com / www.commart.co.th

This is the Company’s website for publicizing its ICT product exhibition and contains data on various promotions, upcoming activities in the exhibition and lists of supplier participating in the event.

- www.techtvthailand.com

This is Web TV, dedicated to showing audio visual content about the ICT and communication both live streaming and archived to playback anytime including Scoops in TV Program “CyberCity” for online marketing tools.

3.2 Multimedia e-Book and Multimedia Bookshelf

The Company produces Multimedia e-Book and develops Multimedia Bookshelf as well as other related Multimedia e-Book management applications. It is building capabilities in the electronic publishing business, which covers production, storage and distribution of Multimedia e-Book. This is in response to the rapid growth in the usage of technology and ICT devices.

3.3 Mobile Phone Application Development

The Company has developed a mobile phone application, “CommartApp” to provide updates on ICT products and price comparison. “CommartApp” subscribers can also receive promotions, follow special activities and compare ICT product price lists before shopping in the Commart Expo. Commart’s map guide is also available on the App, showing booths offering variety of products such as notebook computers, LCD TVs, digital cameras and computer tablets. This application is available on iPhone and iPad and can be downloaded for free from App Store.

3.4 Creating ICT software and solution

Create ICT software and solutions in order to enhance and strengthen for Online Business, Education Technology, Business and Trading information on multiple platforms such as computer, smart phone and tablet.

- Online Media Services and Telecast Solution (I-MAC) is a solution that consists of creating a Multimedia Bookshelf Systems and Multimedia e-Book website in addition, I-MAC includes the telecast video streaming, video on demand and other services.

- Education and Training Technology Solution (I-Know) is a solution that consists of Learning Management System (LMS). The digital - electronic production for educational aspects and academic contents have been developed in multiple formats such as electronic or digital book , moreover, the creations of educational applications developed in covers Android and iOS system.

3.5 Broadcast Media

The Company produces TV programs and production services as follow:-

- TV Program, “Cyber City” is the Technotainment TV program on air at channel 5, every Saturday morning. This program focus on digital lifestyle of young generation and the ITC in the future with the concept “Creative, Colorful, Connected Digital Life Style for Work and Play”.

- Production House, Production of TV programs, Video presentations, Scoops, Advertising Spots to customers such as “Tech 4 Teens” the variety TV program, about the useful of IT and Telecommunication all around. T4T represents the different point of views for teenage to use technology wisely, efficiently and enjoy new innovation.

- Studio and Production Equipment Service

Type of Revenue	2011		2012		2013	
	MB	%	MB	%	MB	%
(1) Print Media	62.80	27.32	65.15	26.11	51.55	9.72
(2) Exposition, Trade Fair, Event and Seminar Organizing	151.90	66.08	175.41	70.30	345.10	65.05
(3) Digital and Other Media	12.06	5.25	5.44	2.18	132.41	24.96
Total sales revenue	226.76	98.64	246.00	98.59	529.06	99.72
Other revenue	3.12	1.36	3.51	1.41	1.46	0.28
Total revenue	229.88	100.00	249.51	100.00	530.52	100.00

Revenue Structures

ARIP's Milestones

- 1989 Established A.R. Information & Publication Co., Ltd.
- 1990 Launched its first business magazine, currently Business+
- 1991 Launched its first IT magazine "Computer.Today", a leading consumer IT media, Currently COMTODAY (Com = Community, Communication and Computer)
- 1999
 - Started publishing business and management pocket books
 - Launched www.arip.co.th, a leading IT portal
- 2000 Organized its first IT exhibition "Commart"
- 2003 Launched eLeader, a leading corporate IT media
- 2007 Launched Top1000 Companies special publication
- 2008 Launched eEnterprise, a leading news and updates for CIO
- 2010
 - Organized its first art exhibition "The Poetry of the Nature"
 - Registered as a public limited company in pursuant to the Public Limited Company Act, and rename to ARIP Public Company Limited
 - Traded on the "Market for Alternative Investment (MAI)" on December 2, 2010
- 2011
 - Launched its first mobile application "Commart Check Price" (Currently "CommartApp"), an application that provide ICT product price comparison, updates on technology news and promotions as well as a platform for users to participate in special activities at Commart Expo.
 - Launched its first digital magazine "Computer.Today" (Currently "COMTODAY")
- 2012
 - Launched special publication "Top Universities"
 - Launched special publication "Top Insurance"
 - Obtained an investment promotion certificate from Thailand's Board of Investment (BOI) under software business category: Enterprise Software, Digital Content and Embedded Software.
- 2013
 - Launched "Thailand Top Company Award" Award to the outstanding company.
 - Launched "Cyber City" Produce our Television program

Risk Factors

There are various risk factors, both external and internal, which may affect the operations of the Company. The risks and uncertainties that the Company does not mention are classified as insignificant or unpredictable risks.

1. Risk from reliance on human resources

To support its media and exposition business, the Company extensively engages in content creation activities, particularly those contents involving news and information on business, marketing and ICT. It has to rely on people who have good knowledge and skills on the fields. They must have insightful understanding about the dramatic changes of technology as well as the movement and trends of business and marketing in addition, the adding of 48 channels of digital TV has the risk from employee shortage. Since people are important resources for the Company's business operations, losing them may have an impact on the business.

However, the Company has set policy measures to reduce the risk in losing knowledgeable and experienced personnel. It gives emphasis to training and development as well as to empower employees in its' business operation. It supports employees' continual growth alongside the Company's success and growth. Moreover, as an incentive and motivation for our human resources to work for the Company for a long period, ARIP allocated ESOP warrants with the rights to subscribe to new ordinary shares, to its directors and employees. In addition, the Company has a policy to develop knowledge and capability of the whole team and encourages teamwork spirit without relying on any single individual. This would help reducing the risk in reliance on any person in particular.

2. Risk from competition and changes in consumer behaviors and modern technology

Nowadays, print media business has been affected by the swift introduction and adoption of modern technologies, such as notebooks, smartphones and tablets. Consumers can now access to information faster and more conveniently. Therefore, the need to buy printed magazines is continually declining. This trend actually poses a risk on the entire print media industry.

However, the Company has realized such a shift in consumer's behaviors. Our contents have been produced and developed focusing on quality and constructive value to meet the needs of readers. In addition, the Company has also launched e-Magazines to cope with the changed behaviors in media consumption. For Broadcast, the production equipment high prices and dynamic, then the Company must consider the investment carefully.

In the event and exposition business, the Company is considered a leader in ICT event and exposition segment. During few years, a number of retailers in electronic and ICT products have started to organize events featuring ICT products and electronic equipment, which indirectly compete with the Company's events. However, with experience, expertise, creativity in organizing events as well as appealing marketing and public

relations scheme, ARIP's events and expositions are still able to maintain the popularity among visitors and exhibitors or vendors. The Company plans to utilize its experience and expertise to expand its business to organize events and expositions for other products and services.

3. Risk from increased prices and shortage of paper

Paper is an important raw material in the production of books and magazines. Even though the Company does not own a printing house, it has ordered and procured paper to be used by those printing houses to print the Company's publications. Paper is considered a commodity, in which the price may fluctuate according to market demand and supply from manufacturers. Therefore, the Company encounters risk caused by the fluctuation of paper prices. While the Company's production costs may suddenly go up, prices of magazines being produced by the Company may not be adjusted in the same way.

In the production of print media, the Company can estimate a number of print copies; therefore it can calculate the amount of paper in advance. It usually orders paper from manufacturers and/or distributors approximately 3-6 months in advance. This method enables us to acquire an amount of paper as required at a reasonable price, and reduce the risk posed by paper shortage. Moreover, the Company has started to enter the digital media, which would naturally cut its demand for paper.

4. Risk from the shift in advertising spending

Although most of our clients are still spending a portion of their advertising budget on publications, they tend to be getting more interested in new media platforms. These platforms are, for example, social media, online website, satellite television and digital television system. The Company has developed and expanded to new advertising media platforms to cope with the changes.

5. Risk from the venue to host major expositions

A suitable venue is an important factor contributing to the success of event & expo business. The Company has been using Queen Sirikit National Convention Center as the main venue for its major expositions all along because it locates in a proper location, right in the heart of Bangkok. It can be conveniently accessed by subway (MRT), and has a sizable space. The Company will normally discuss and lay out plans to organize its events with the Queen Sirikit National Convention Center on an annual basis. However, the rent agreement is entered individually event by event. The Company may encounter risk being unable to secure the rental agreement with the Queen Sirikit National Convention Center for its events held in Bangkok.

The Company has been using the Queen Sirikit National Convention Center since 2001 and has continuously obtained well cooperation from the Center. It is confident that the good relationship would allow the Company to be able to rent the space at the Center for its future events. However, if it is necessary to move our events to other venue, we would still use a right location as the key consideration. Presently, there are several convention centers being built in Bangkok and other provinces. Those convention centers offer large space and

can be conveniently accessed. Our expositions are well known and widely accepted for more than 10 years. Additionally, we have good relationship with manufacturers and distributors participating in our events. The Company is confident that its events and expositions would continue to enjoy a good position.

6. Risk from unable renewal contract “Cyber City”

Contract to co-produce TV program “Cyber City” with The Royal Thai Army is yearly, so there is risk of being unable to renew the contract for the following. The Company tries to reduce this risk by shifting to production house and content provider to produce program for new digital TV.

7. Risk from claims and lawsuits

The Company carries out media business including print, digital and others. The contents being used in the business are usually acquired from articles written by the Company’s editorial staff or independent writers, as well as articles translated from overseas sources. This may create a risk of claims and lawsuits in terms of copyright infringement and critics that may offend other people.

The Company has established a code of conduct on journalism so they can be used as a guideline for our employees. As a preventive measure, we provide training courses, by inviting guest speakers with special expertise, to educate our editorial staff so they are aware of risk factors and cases, which may lead to copyright infringement. For independent writers, the Company has mentioned in the service contract that they have to represent that their works do not infringe the rights of any one. If there is an issue of copyright infringement occurs, the writers shall be liable for all damages. However, these problems rarely occur in the past. In the meantime, the Company has purchased professional indemnity insurance to minimize the impact if we are being sued.

8. Risk from having major shareholders

The company’s list of shareholders as of November 26, 2013 shows that Mr. Min Intanate is a major shareholder of the Company holding 44.28% of the Company’s shares. This major shareholder may control the resolution of shareholders’ meetings, especially where it is prescribed by laws or the Company’s regulations that the resolution requires not less than three fourths of the votes of shareholders presented in the meetings and having voting rights. Since the major shareholder has over 25% voting rights, he would be capable of opposing any such special resolution. As a result, other shareholders will not be able to counterbalance the votes of the major shareholder.

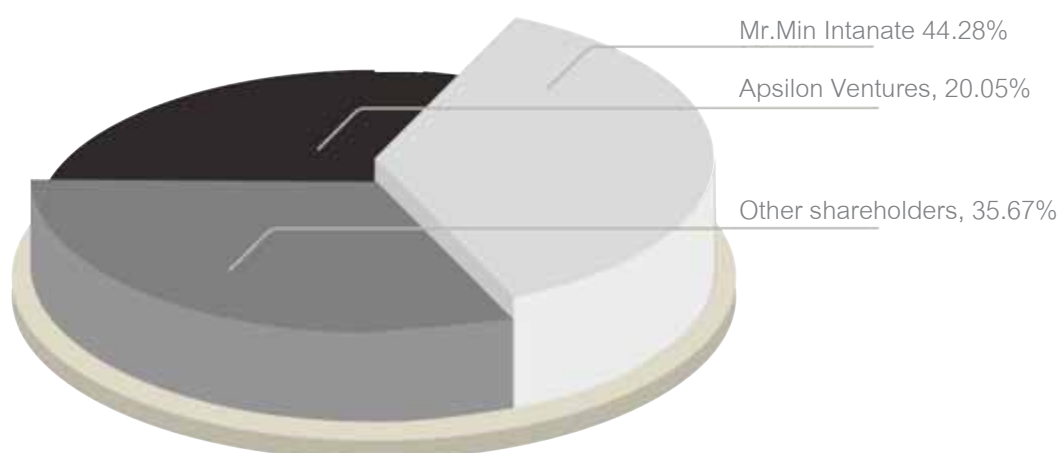
In addition, Apsilon Ventures Pte Ltd, another shareholder, holds 20.05% of the Company’s shares (See Page 114). If these two shareholders, that are not related persons in pursuant to Article 258 of Securities and Exchange Act, somehow decide to vote in the same direction, their combined voting rights would be 64.33%. Such voting rights would allow them to have the power to control the Company and be able to influence the decisions of the Company in almost every matter. This includes decisions on appointment of directors or request for resolutions on any matter that require a simple majority vote of the shareholders’ meetings. Therefore, other

shareholders of the Company may encounter risk on the inability to obtain votes in order to examine or counterbalance the matters being proposed by the major shareholders for the shareholders' meetings to consider. However, the Company has set up an Audit Committee, comprising independent directors, to audit, consider and review transactions that may give rise to conflict of interest in the future, and to ensure transparency in the Company's operations.

9. Risk from rioting and natural disasters

The rioting and Natural Disasters are neither predictable nor avoidable. Their impact may directly or indirectly affect the Company's operation. However, we can mitigate the severity of the impacts and potential losses. The Company has prepared both short and long-term contingency plans. For a short-term plan, it has prepared a secondary operation facility in case of the main office is not accessible. For a long-term plan, the Company has invested in an IT system for data backup and redundancy. In the event that it is unable to operate the business at the Company's main office, staff will be able to work remotely.

SHAREHOLDING STRUCTURE



Top Ten Major shareholders as of November 26, 2013 include:

Name of shareholder	No. of shares	% shareholding
1. Mr. Min Intanate	206,338,000	44.28
2. BNP Paribas Wealth Management Singapore Branch*	93,432,000	20.05
3. Mr. Chatchai Songsangcharoen	13,295,900	2.85
4. Ms. Isree Boonduang	4,000,000	0.86
5. Ms. Boosayawadee Lokkanukhor	3,875,000	0.83
6. Mr. Nattapawut Threerattanawong	3,456,700	0.74
7. Mr. Nitichai Yosamornsoontorn	2,550,000	0.55
8. Mr. Supratara Keawkhomphon	2,495,400	0.54
9. Mr. Kasidist lamohpass	2,489,000	0.53
10. Ms. Kanhungnit Tehchavimon	2,378,000	0.51
Other Shareholders	131,690,000	28.26
Total	466,000,000	100.00

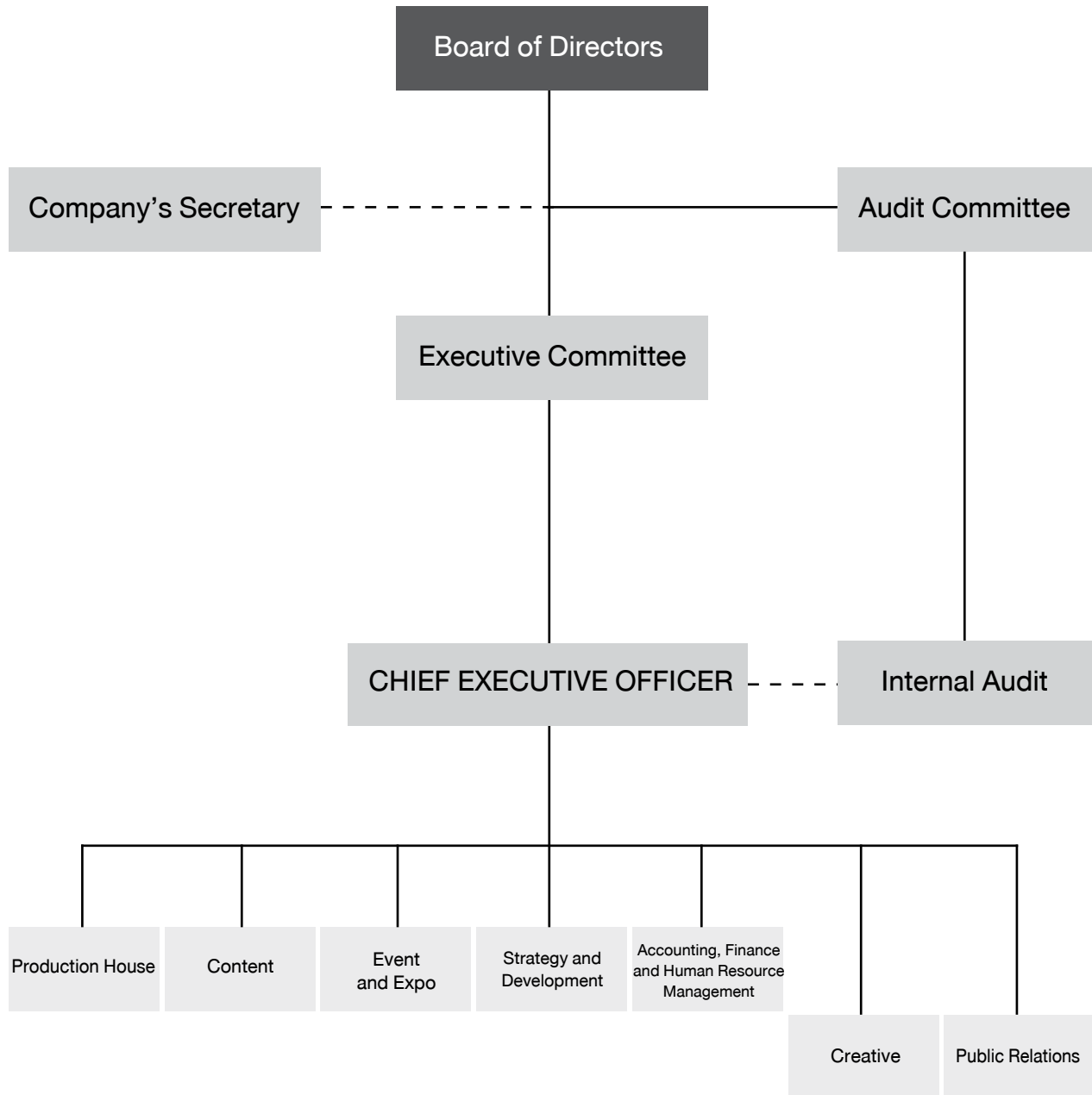
* The Custodian of Apsilon Ventures Pte. Ltd., which held by Keppel Telecommunications & Transportation Ltd ("Keppel T&T") 100.00%.

Dividend Policy

The Company has a policy to pay dividend of not less than 50 percent of net profit after taxation. However, the payout ratio may be lower if the Company plans to expand its operations.

In 2013, the Company pay dividend 84.38 percent of net profit after taxation.

MANAGEMENT STRUCTURE



Board of Directors

Name – Last Name	Position
1. Mr. Manu Leoparote	Chairman of the Board and Independent Director
2. Mr. Min Intanate	Director
3. Mr. Pathom Indarodom	Director
4. Mr. Prayoon Rattanachaiyanont	Director
5. Mr. Wilson Teo Yong Peng	Director
6. Mr. Sophon Intanate	Director
7. Mr. Prakob Visitkitjakarn	Independent Director and Chairman of Audit Committee
8. Mr. Narit Therdsteerasukdi	Independent Director and Audit Committee Member
9. Group Captain Isaraya Sukcharoen	Independent Director and Audit Committee Member

Company's Secretary

Mr. Chanchai Boonyasurakul

Authorized Directors

Mr. Manu Leoparote, Mr. Min Intanate, Mr. Pathom Indarodom or Mr. Prayoon Rattanachaiyanont. The signatures of any two of the four above-mentioned directors affixed with the Company's seal shall bind the Company.

Directors Meeting Attendance for the Year 2013

Director	Board Meeting Attendant / Total Meeting	Audit Committee Meeting Attendant / Total Meeting
1. Mr. Manu Leoparote	4/4	-
2. Mr. Min Intanate	4/4	-
3. Mr. Pathom Indarodom	4/4	3/4
4. Mr. Chanchai Boonyasurakul *	1/1	
5. Mr. Prayoon Rattanachaiyanont	4/4	-
6. Mr. Wilson Teo Yong Peng	4/4	-
7. Mr. Prakob Visitkitjakarn	4/4	4/4
8. Mr. Narit Therdsteerasukdi	4/4	3/4
9. Group Captain Isaraya Sukcharoen	4/4	4/4
10. Mr. Sophon Intanate **	3/3	-

* Mr. Chanchai Boonyasurakul resigned from the director since 28 February 2013

** Mr. Sophon Intanate takes the position instead of Mr. Chanchai Boonyasurakul on 1 March 2013

Authorities and Duties of the Board of Directors

The Directors shall honestly and prudently perform their duties in accordance with the laws of Thailand, the objectives of the Company as contained in the Articles of Association of the Company, and minutes of shareholders' meetings, all with the aim to protect the interests of the Company. A summary of the duties are as follows:

1. The Board of Directors shall hold an annual general shareholders' meeting within four months after the last day of each fiscal year.
2. The Board of Directors shall hold a meeting at least once every three months, as well as, attend a non-executive directors' meeting without the management team at least once a year.
3. The Board of Directors shall prepare the Statement of financial position and Statement of comprehensive income as of the last day of the fiscal year for reporting to the shareholders in Annual General Meeting for their consideration and approval.
4. The Board of Directors may designate any director(s) or any person as their proxy to act on behalf of the Board on specific issues for a period of time under the Board supervision. The Board may change, amend or cancel the proxy whenever it deems appropriate.

The Board of Directors may assign their proxy to Executive Committee to perform certain activities. However, the proxy shall limit the authorized person(s) not to make decision on any transaction that may have any conflict of interest with the Company or its subsidiaries, except for the transactions which are already or under guidelines approved by the Board.

5. The Board of Directors shall determine the Company's target, policy, business plan and budget and supervise the management of the Executive Committee to ensure that they are in line with the Company's policy, with an exception for the following matters which require the approval of shareholders: a capital increase, capital reduction, debenture issuance, disposal or transfer of the business or significant part of there to other parties, the purchase or transfer of other businesses, and an amendment of Memorandum of Association or Articles of Association.

The Board of Directors shall ensure the Company complies with regulations of the SEC and SET, i.e. connected transactions, the disposal or acquisition of assets, etc.

6. The Board of Directors shall determine the management structure, appointment of the Executive Committee, Chief Executive officer, and members of other Committees.
7. The Board of Directors shall monitor the Company's performance in comparison to the business plan and budget.
8. Director(s) shall not engage in any business which is similar or in competition with the business of the Company or become a partner in an ordinary partnership or become a director of a private company or any other company operating a business which is similar or in competition with the business of the Company, unless he or she notifies the shareholders meeting prior to the resolution of his or her appointment.

9. A Director shall notify the Company without delay when he or she has a direct or indirect interest in any contract which is made by the Company; and when he or she holds shares or debentures of the Company or an affiliated Company, and shall indicate any increase or decrease in the number of the director's total number of shares.

10. The Board of Directors shall arrange a performance evaluation section of the Board of Director, and also an annual evaluation of the company's Chief Executive Officer (CEO).

Executive Committee

Name – Last Name	Position
1. Mr. Min Intanate	Executive Chairman
2. Mr. Pathom Indarodom	Chief Executive Officer
3. Mr. Norasak Rattanaveroj	Broadcast Director
4. Miss Pornpavee Sahawathanapong	Chief Financial Officer
5. Mr. Marut Teawarboon	Expo Director

Authorities and Duties of the Executive Committee

The authorized duties of the Executive Committee are to the Company according to strategies and policies set by the Board including the determination of management policy, business plan, budget, management structure and overall management of the Company. The Executive Committee is to report the plan to the Board for its consideration and/or approval and also monitor the Company's performance in accordance with the policies. The Executive Committee's duties are summarized as following:

1. Prepare and propose annual budget to the Board of Directors. In urgent case, the Executive Committee shall consider and approve any changes of annual budget and shall report to the Board in the next Board meeting.
2. Approve expenditures according to the level of authorization that have been approved by the Board of Directors.
3. Approve major investment as contained in the annual budget that are assigned or approved by the Board of Directors.
4. Provide advice to management in respect of financial, marketing, human resource management, and others.

The Executive Committee has the authority to make decisions relating to any normal business transactions of the Company, which do not include approval of transaction which may cause a conflict of interest with the Company or its subsidiary (if any) according to the SET's regulations. The Executive Committee is required to obtain approval from the Board or Shareholders for connected transaction in accordance with the Company's Articles of Association or relevant laws, except for normal business transaction already covered by existing guidelines approved by the Board.

Audit Committee

Name – Last Name	Position
1. Mr. Prakob Visitkitjakarn*	Independent Director & Chairman of Audit Committee
2. Mr. Narit Therdsteeerasukdi	Independent Director & Audit Committee Member
3. Group Captain Isaraya Sukcharoen	Independent Director & Audit committee Member

* A member of the Audit Committee who is competent in accounting and finance

Audit Committee's Secretary

Miss Duangta Yuttarat

Authorities Duties of the Audit Committee

1. To review and ensure that the Company's financial reports (quarterly and annually) are accurate and adequately disclose related information prior to submission to the Board of Directors.

2. To review and ensure that the Company's internal control system and internal audit system are suitable and effective; to consider the independency of the internal audit unit, as well as to approve the appointment, transfer and dismissal of the chief of the internal audit unit or any other units in charge of an internal audit.

3. To review and ensure the Company's compliance with the Securities and Exchange Act, the Exchange's regulations, and the laws relating to the Company's business

4. To consider, select and nominate an independent persons to be the Company's auditor, and to propose such person's remuneration, as well as attend a non-management meeting with an auditor at least once a year.

5. To review the connected transactions, or the transactions that may lead to conflicts of interests, to ensure that they are in compliance with the Securities and Exchange Act, and are reasonable and for the highest benefit of the Company.

6. To prepare the audit committee's reports to be disclosed in the Company's annual reports. Those reports shall be signed by the chairman of the audit committee and contain at least the following information:

- (a) An opinion on the accuracy, completeness and creditability of the Company's financial reports,
- (b) An opinion on the adequacy of the Company's internal control system,
- (c) An opinion on the compliance with the Securities and Exchange Act, the Exchange's regulations, or the laws relating to the Company's business,
- (d) An opinion on the suitability of an auditor,
- (e) An opinion on the transactions that may lead to conflicts of interests,
- (f) The number of the audit committee's meetings and the attendance of such meetings by each committee member,
- (g) An opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter, and
- (h) Other transactions which, according to the audit committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Board of Directors.

7. To perform any other acts as assigned by the Board of Directors, with the approval of the audit committee. In the case that the audit committee's duties are changed, the Company shall report on a resolution to change their duties, and shall prepare a list and scope of work of the audit committee according to such change in the form as prescribed by the Stock Exchange of Thailand (SET). Such list scope of work must be submitted to the Exchange within 3 (Three) business days from the date on which the change is made in accordance with the procedures under the SET's regulations relating to reporting via an electronic media.

The definition of "Independent Director"

The Company has defined the "Independent Director" in accordance with the requirement set by the SEC and SET, as follows:

An Independent director is a director who independently provides opinions to the Board of Directors. Protect the interests of all shareholders and review the transaction that may lead to conflict of interest between the Company and related parties. The Qualifications of the independent Director as follow:

1. Holds shares of no more than 1 percent of the Company paid-up capital.
2. Does not take part in the management of the Company, or its subsidiaries.
3. Is independent from the management and shareholders who have the authority in the Company.
4. Is not a related person or close relative of any management or majority shareholder of the Company or the authority person.
5. Does not have significant business relation with Company which may refrain from providing or expressing his/her independent opinions.
6. Is not an employee, staff member or advisor who receives a regular salary from the Company during the 1 year period before becoming an independent director.

Nomination of Directors

The selection of a person to be appointed as a director of the Company will be carried out through the shareholders' meetings. The Board of Directors will select and nominate such person according to his/her experience, knowledge, ability and qualifications as required by law. Since the Company has not set up a nomination committee to perform a selection or nomination of such position, the shareholders' meetings will select directors based on criteria and procedures as specified in the Company's Articles of Association.

In 2013, The directors from major shareholders include Mr. Min Intanate, Mr. Wilson Teo Yong Peng and Mr. Sophon Intanate.

Shareholders' voting rights for the selection of directors

The Board of Directors shall be appointed by Shareholders in Annual General Meeting according to the following procedures:

1. Each Shareholder shall have one vote per one share.
2. Each Shareholder shall cast his/her vote for one or more candidates for Board membership but shall not

divide his/her voting rights more than one candidates.

3. In a case where there is a tie amongst Board candidates, the chairman of the meeting shall cast the deciding vote.

Remuneration of Directors and Management

Director Remuneration

(Unit:Baht)

Name – Last Name	Position	Remuneration Y 2012	Remuneration Y 2013
1. Mr. Manu Leoparote	Chairman of the Board and Independent Director	3,145,000	3,296,000
2. Mr. Min Intanate	Director	2,545,000	2,666,000
3. Mr. Pathom Indarodom	Director	25,000	20,000
4. Mr. Chanchai Boonyasurakul	Director	265,000	45,000
5. Mr. Prayoon Rattanachaiyanont	Director	265,000	260,000
6. Mr. Wilson Teo Yong Peng	Director	25,000	20,000
7. Mr. Prakob Visitkitjakarn	Independent Director and Chairman of Audit Committee	625,000	620,000
8. Mr. Narit Therdsteerasukdi	Independent Director and Audit Committee Member	505,000	500,000
9. Gp. Captain Isaraya Sukcharoen	Independent Director and Audit Committee Member	505,000	500,000
10. Mr. Sophon Intanate	Director	0	215,000
Total		7,905,000	8,142,000

Remark: - The remuneration consists of salary and meeting allowance amount 5,000 Baht per attendance
 - Bonus 2012 approved by the Annual General Meeting 2013 in amount of 550,000 Baht
 - Bonus 2013 pending approval from the Annual General Meeting 2014 in amount of 550,000 Baht

Management Remuneration

1. The overall remuneration for management and executive directors include in the salaries.

Type of Remuneration	2012		2013	
	No. of persons	Amount (Baht/Y)	No. of persons	Amount (Baht/Y)
Salary, bonus and welfare*	6	8,994,707	5	10,334,531

* Included the total contribution to the provident fund for 5 executives was 345,681 Baht in 2013 and 257,925 Baht for 6 executives in 2012.

2. Other Remunerations

Director & Officer Insurance, "Management Liability Protection for You & Your Business: Non-US Securities",
Limit of Liability (Aggregate) 50,000,000 Baht.

Employee

As at December 31, 2013 the Company employs a total of 125 employees (excluded of 5 executives), which can be divided into 125 full time employees and 0 part time employees with the details as follows:

(Unit : persons)

Department	Full Time Employee	Part Time Employee	Total
Strategy and Development	11	-	11
Event & Expo	17	-	17
Sales and Marketing	17	-	17
Creative	14	-	14
Public Relations	2	-	2
Content	41	-	41
Internal Audit	1	-	1
Accounting, Finance and Human Resource Management	22	-	22
Total	125	-	125

Labor Disputes

-None-

Employee Remuneration

1. Employees' remuneration (excluded of the executives) include in the salaries

(Baht/Year)

Type of Remuneration	2012		2013	
	No. of persons	Amount	No. of persons	Amount
Salary, bonus and welfare*	114	48,291,914	125	54,877,233

* Included the total contribution to the provident fund for 90 employees was 1,417,616 Baht in 2013 and 873,093 Baht for 90 employees in 2012.

2. Other Remunerations

In 2013, Employees exercised ESOP warrants on May 31, 2013 a total of 13 employees in total of 825,000 shares. The detail of ESOP warrants as follows:

Numbers of Warrants under ESOP warrants scheme	15,600,000 units
Number of Ordinary Shares under the scheme	15,600,000 shares
Date of issuance and offering	15 November 2010
Numbers of Warrants are exercisable in this year	825,000 units
Exercise period	The last business days of November and May
Exercise ratio	1 warrant per 1 ordinary share
Exercise price	0.25 Baht per share
Term	3 years after the warrant issuing dat

1. Results of the exercise of ESOP warrants in Y2013

1.1 Number of exercised warrant-holders	13	persons
1.2 Number of exercised warrants	825,000	units
1.3 Number of ordinary shares issued for this exercised period	825,000	shares
1.4 Balance of the total ESOP warrants	-	unit

2. Amount of money received from the shares issued through the exercise of warrants in 2013

Total amount : 206,250 Baht

Human Resource Development Policy

The Company has a policy to develop its staffs on a regular basis with an aim to enhance their knowledge, skills and expertise, as well as efficiency in the performance of employees in all levels. The Company encourages its staffs to develop expertise from actual operation (On-the-job training). New employees will have supervisors from each department to train them. Besides, the Company's advisors will regularly provide internal trainings to share their experiences and provide additional knowledge to employees. The Company also considers sending its employees and executives from various departments to attend additional trainings and seminars on matters related to the operation of each department. Moreover, the Company has a policy to send employees on overseas field trips, in order for them to catch up with new technology and innovations and see if those innovations may be applied to improve the Company's business operation.

In 2013, The Company has provided 12.77 hours per person of human resource development.

CORPORATE GOVERNANCE

The Company focuses on the best practices of corporate governance as the Company considers that it is an important mechanism leading to the Company's growth, creating competitive advantage and adding value to the shareholders in the long term. The Company has policy to comply with through corporate governance practice according to the guidelines of the Stock Exchange of Thailand covering 5 categories with details as follows:

Section 1 : The Rights of Shareholders

1. The Company recognizes and places importance on fundamental rights of shareholders including the right to sell or transfer shares, the right to share the Company's profit, the right to receive adequate information of the Company, the right to attend shareholders' meetings in order to exercise voting right in appointing or removing directors, appointing auditors, and any matter, which may affect the Company such as the allocation of dividends, determination or amendment of Articles of Association and Memorandum of Association, decrease or increase of capital and approval extraordinary items.

2. The Company operates in various matters that will encourage shareholders' exercising of their rights, In addition to fundamental rights. In shareholders' meetings, the Company would provide information on date, time, place and agenda of the meetings, as well as the opinions of the Company's directors and other supplementing information concerning the matters that need to be considered in the meetings, and distribute the information to the shareholders at least 14 days prior to the meetings. All information regarding the shareholder meeting shall be posted on the Company's website (<http://www.aripplc.com>). The Company also gives opportunity to shareholders to ask questions and express their opinions or suggestions in any matters fully and freely. Upon completion of the meetings, the Company will prepare minutes of the meetings which present accurate and complete information for the shareholders to verify.

3. The Company has a policy to have the Company's Board of Directors attend the shareholders' meetings in order to clarify or answer questions of shareholders in the meetings.

4. The Company encourages shareholders' participation and voting in meetings at no charge. Any action that could be considered to violate their right to attend meetings is prohibited.

5. The Company is aware and put the emphasis on the importance of shareholders' right. It seeks not to infringe upon or evict the shareholders' rights.

In 2013, the Company held one shareholder meeting: the Annual General Meeting of the Shareholders (the "AGM") for the year 2013 on March 28, 2013. The meeting held for the convenience of shareholders. The Company sends shareholders an invitation letter with related documents to issues which shareholders are being asked to vote on, background information and the opinions of the Board in each session are listed in the meeting agendas as indicated in the AGM 2013 invitation letter. The Company arranged to provide 3 types of Proxy Form and name of independent director(s) together with advice in authorization paper that allow shareholder choices to choose someone to represent them in the Shareholder's meeting. This includes the map of the place for meeting for shareholders for at least 14 days in advance before the meeting day. At the same time, there was an announcement on the Company website (<http://www.aripplc.com>).

Section 2 : The Equitable Treatment of Shareholders

1. The Company has a policy to perform and protect the rights of all shareholders equally and fairly. The Company also provides opportunity for shareholders who cannot attend the meeting in person. They can appoint independent directors or other persons to attend the meeting and vote on their behalf.

2. The Company also provides opportunity for minority shareholders to propose any issues be added to the meeting agenda as well as nominations for director within a reasonable time in advance. The Company have illustrated the principles and methods used on the Company's website (<http://www.aripplc.com>).

3. The Company encourages the use of proxy forms on which shareholders can specify their voting preferences. The Company provides options for shareholders to appoint three independent directors as their proxy.

4. The meetings will be carried out in accordance with the Articles of Association and following the order of meeting agendas in which complete details will be presented in each agenda. There will be no agenda being unnecessarily added without notifying the shareholders in advance especially important agenda that the shareholders will need to spend some time studying before making decision.

5. The Company's Board of Directors has established measures to prevent illegal use of internal information (Insider Trading) by all parties including directors, executives, employees and staffs, as well as spouses and minor children of directors who involve with the information. There will also be penalties related to the disclosure of the Company's information or the use of the Company's information for personal gain in accordance with the policy on the prevention of internal information exploitation.

For the AGM 2013, the Company granted equitable rights to shareholders' in the voting process where one share is equal one vote. The Company allowed minority shareholders to propose any issues to be added to the meeting agenda as well as submit nominations for directors at least 3 months in advance. The Company provides options for shareholders to appoint three independent directors as their proxy (with their background information provided). The Company did not add other agenda items that were not specified in the invitation letter. The Board of Directors moderate the shareholders' meeting according to the agenda announced earlier in the meeting's invitation document, and will not add any agenda to the meeting without informing shareholders in advanced.

Section 3 : The Role of Stakeholders

The Company has emphasized on the rights of stakeholders and the equitable treatment to all parties involved, with the details as follows:

- **Employee:** The Company recognizes the importance of the Company's employees who will take part in driving the Company so it can continue to develop its business operation in the future. The Company subsequently focuses on the continuous development of its employees' potential, ability and skills, as well as considering offering remuneration proportionately to the knowledge and ability of each employee, and maintaining workplace environment by taking quality of life and workplace safety into consideration. The Company has committed to treat all employees equally, fairly and providing welfare benefits such as provident fund, health insurance, annual medical check-up etc.

- **Partner:** The Company fairly treats its partners who are suppliers by strictly complying with trading terms and/or terms of contracts in order to develop business relationships that are mutually beneficial.

- **Customer:** The Company pays attention and is responsible for its customers by focusing on trading with quality, integrity, fairness and implementing health safe products for consumer.
- **Competitor:** The Company conducts its businesses under the rules of fair competition and as prescribed by laws. It maintains the norms of conduct in the competition and avoids dishonest methods in destroying its competitors.
- **Creditor:** The Company recognizes the significance determination of creditor management policy and responsibility with impartial and equitable practice. The practice will be revealed explicitly and concretely. The Company will inform its creditors in advance to jointly consider a reasonable solution in the event it is unable to comply with the agreed.
- **Community and Society:** The Company emphasizes on maintaining the environment of communities surrounding the Company's office.
- **Environment:** The Company will operate with the commitment to environmental responsibilities:
 - The Company will comply with relevant environment policy.
 - The Company will manage the business with not only limit to achieve maximum profits, but our performance is measured and ensured compliance with the environmental policy.
 - The Company will encourage employees to strong concern and be responsible for environmental conservation.
- **Safety and Occupational Health:** The Company believes that the safety and occupational health of our employees are our fundamental responsibilities and that the future continued success of our operation depends upon the protection of our employees. The Company, therefore, set the policy to enable our employees to work safely and comply with the relevant laws.
 - The Company will strive to prevent accident, injury and occupational illnesses through the active participation of every employee. The Company committed to continuous efforts to identify and eliminate or manage safety risks associated with its activities.
 - The Company will efficiently and carefully work in concern with the government agencies and other relevant units to recover the situation from any emergencies or accident caused by our operation.
 - The Company will strictly comply with all applicable laws and regulations. In case that no enforceable body of law exists, the Company will apply reliable standards of our own.
 - The Company will arrange for the proper design of tool and equipment, regulations, training and the control tools in a manner that safeguards workers, property and the communities in which the Company operates from machine, working procedures and occupational illnesses.
- **Human Rights:** The Company requires that its directors, management and employees fully observe the following human rights.
 - The Company encourages all employees to exercise their rights of citizenship in accordance with the constitution and relevant laws.
 - Employees' personal information shall be kept with utmost discretion and confidentiality. Disclosure of personal information such as employee' biodata, health record, working experience or any other personal information to non-related party without the permission of such employee is considered a violation of the Code of Conduct and may result in a range of disciplinary action except when it is done in accordance with the Company's regulations or legal requirements.
 - The Company does not support the violation of human rights and frauds.

- Employees must refrain from any deliberate discrimination or harassment in word or action against others based on the basis of race, gender, religion, age, and physical or mental disability.

- Encourage and give the employees, the community and society the opportunities in participation of conferment and expressing the opinions, in order to be contribute in reflecting problems and search for solutions, whether they are actions of entity of the Business or the Company personal violation of Human Right or Regulation.

- **Intellectual Property:** The Company will comply with the legal requirements on intellectual property and copyrights. Employees must check beforehand that the work or information that belongs to third parties can be used within the Company without violating the intellectual property of others.

- Any work that is performed under the Company is considered the Company intellectual property.

- All the intellectual properties which include the work in progress, innovation in all formats shall be returned to the Company once an employee vacates the office.

- Employees who use the Company computers should use only the licensed software programs of the Company to avoid violating intellectual property of others.

- Employees must check beforehand that the work or information that belongs to third parties can be used within the Company without violating the intellectual property of others.

- **Against Corruption:** The Company set the policy to work against corruption and bribery as follows:

- Employees are prohibited from soliciting or accepting any advantage from third parties that may impair their objectivity or weaken their ability to promote the best interests of the Company.

- Employees shall refrain from offering the advantage to outside persons as a motive for him to do or refrain from doing any illegal and wrongful act.

- **Whistle blower:** The Company sets the channels for whistleblower programs to report on any suspected violation or crime. The procedure to protect the whistleblower is also put in place. To foster trust, information regarding whistleblower messages will be kept confidential and will be known only among responsible parties.

In 2013, the Company has reviewed the regulation in business practice to cover rights and benefit relevant to the employment that all employees were treated fairly and equally and such were clearly presented in Company's regulations. The Company has provided all employees, including new recruits; the Company's working regulations for acknowledgement. The Company organized annual health check-up for all employees to promote good health.

The Company treats all of their suppliers and business partners with fairness. It has set transparent procurement procedure to ensure that all suppliers were treated fairly.

Section 4 Disclosure and Transparency

1. The Company's Board of Directors gives emphasis to the disclosure of information with accuracy, completeness and transparency in financial reports and the Company's information in accordance with the criteria of the SEC and the Stock Exchange. This include important information that affects the stock and security prices of the Company, which will affect the decision-making process of investors and stakeholders of the Company so that all related parties of the Company are aware of all information equally. The Company will publish information of the Company to shareholders and the public through media of the Stock Exchange of Thailand and the Company's website and disclose information in Thai and English.

2. The Company's Board of Directors is aware of the responsibility for financial reports that should contain accurate, complete, true and reasonable information. The Company's financial statement is prepared in accordance with generally accepted accounting standards. It would choose appropriate accounting policies; comply with them on a regular basis with cautious judgment. There will be adequate information being disclosed in the notes to financial statements.

3. The Company provides a statement of the Board's responsibilities concerning the Company's financial report. This statement is presented alongside the auditor's report in the Company's annual report (56-1) and annual report (56-2). The Company discloses the roles and responsibilities of the Board of Directors and Internal Audit Committee, the total number of meetings and the number of meetings each member attends, as well as the results of tasks performed during the year in the annual report and in shareholder meeting notices, according to SET and the SEC regulations. The Company sets up a unit to directly take charge of providing information and communication with shareholders investors and financial analyst.

4. The Company has disclosed the information of the consolidation and the investment / the disposal of investment to the Company's Board of Directors with the completeness and transparency according to regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC). At the BOD's meeting, Directors and Executive committee has been submitted "The Report on Interest of Directors, Executives and Related Persons" and "The Acquisition Report" to the Board of Director.

In 2013, the Company discloses financial and non-financial information (as required by SET regulations) accurately, thoroughly, and in a timely and transparent manner through various channels including the SET and the Company's website (<http://www.aripplc.com>). The Company provides a statement of the Board's responsibilities concerning the Company's financial report. This statement is presented in the Company's annual report. The Company discloses details of remuneration of Directors and senior executives, including the nature and amount of payment, in its annual report and Form 56-1.

Report of changes in Management's Securities Holding

Name	Position	No. of Shares Jan 1, 2013	Change		No. of Shares Dec 31, 2013
			(+) Buy	(-) Sell	
1. Mr. Manu Leopaiprote	Chairman of the Board and Independent Director	780,000	-	-	780,000
2. Mr. Min Intanate	Director and Executive Chairman	206,338,000	-	-	206,338,000
3. Mr. Pathom Indarodom	Director and Chief Executive Officer	884,800	-	-	884,800
4. Mr. Prayoon Rattanachaiyanont	Director	1,064,400	-	-	1,064,400
5. Mr. Wilson Teo Yong Peng	Director	375,000	-	-	375,000
6. Mr. Sophon Intanate	Director	-	-	-	-
7. Mr. Prakob Visitkitjakarn	Independent Director and Chairman of Audit Committee	750,000	-	-	750,000
8. Mr. Narit Therdsteerasukdi	Independent Director and Audit Committee Member	750,000	-	-	750,000
9. Gp. Capt. Isaraya Sukcharoen	Independent Director and Audit Committee Member	750,000	-	-	750,000
10. Miss Pompavee Sahawathanapong	Chief Financial Officer	404,800	-	-	404,800
11. Mr. Marut Teawarboon	Expo Director	252,500	-	252,500	-
12. Mr. Norasak Rattanaverroj	Broadcast Director	-	-	-	-

Section 5 Responsibilities of the Board of Directors

1. Structure of the Board of Directors

The structure of the Company's Board of Directors comprises independent directors at least one third of the entire board. At present, the Company has a total of 9 directors in which 2 of them are executives and 7 of them are non-executive directors (including the Chairman of the Board), which also include 3 members of the audit committee. This structure will counterbalance the votes when considering various matters. Moreover, the Company's Board of Directors also appoints subcommittees to help supervising the Company's operation as follows:

1.1 Executive Committee: the Company has a total of 5 members of the executive committee. This executive committee will determine direction and strategy for business operation in accordance with the goals set by the Company's Board of Directors to ensure that the administration is carried out smoothly.

1.2 Audit Committee: the Company's audit committee comprises 3 members to perform specific functions and propose matters to the Company's Board of Directors to consider and acknowledge. The audit committee has rights and duties as set out in the authority of the audit committee. In this regard, at least 1 member of the audit committee must have sufficient knowledge and experience in accounting so that he/she is able to be responsible for the review of credibility of the Company's financial statements.

In addition, the Company has a policy to appoint different individuals who take the positions of the Chairman of the Board, Executive Chairman and the Chief Executive Officer in order to prevent any person from having absolute authority in any particular matter especially. The Company's Board of Directors who determines authority, succession planning and selects candidates for those positions and the Company's CEO will not serve as a director of other companies.

2. Roles, Duties and Responsibilities of the Board of Directors

Refer to Authorities and Duties of the Board of Directors (See Page 117)

3. Duration of office

In each annual general meeting of shareholders one-third of the directors shall vacate their positions. In the first and second years following the registration of the Company, the directors shall conduct a random draw to decide which members are to vacate their positions, unless they have determined any other method among themselves. In subsequent years, the directors who have been in their positions longest should vacate their posts. Directors whose term in office has thus ended may be re-elected.

Members of the audit committee shall remain in office for three years. Member(s) of the audit committee whose term in office has expired may be re-appointed; however, in the tenure of the audit committee shall hold office for not more than nine consecutive years. Resignation from the Audit Committee, member(s) of the audit committee shall submit his (her) letter of resignation to the Chairman of the Board of Directors at least 30 days in advance. The Board of Directors shall approve resignations and send copies of resignation letters to the Stock Exchange of Thailand.

Should a vacancy arise in the audit committee for reasons other than the expiry of the duration of office, the Board of Directors shall appoint a person with all the necessary qualifications to replace the resigned person. The appointed person shall remain in office only for the remaining term of office of the person whom they are replacing, and the Stock Exchange of Thailand shall be notified accordingly.

4. Meetings of the Board of Directors

The Company has a policy for the Company's Board of Directors to convene meetings at least once every 3 months and there may be additional special meetings as necessary. For each meeting, the meeting agendas will be clearly specified and meeting invitation must be sent with all relevant details 7 days in advance so that the Company's Board of Directors will have enough time to study the information before attending the meeting. Minutes of the meetings must be recorded in writing and minutes that have been certified by the Company's Board of Directors must be kept so that the Board of Directors and other related parties can verify later on.

The Audit Committee shall hold meetings once every quarter to deliberate the quarterly budget and other issues in accordance with the Audit framework. The chairman of the Audit Committee may call the meetings in special instances to deliberate issues that are necessary or urgent as deemed appropriate. In calling a meeting of the audit committee, the Chairman of the Audit Committee shall send a letter to the members of the Audit Committee no less than 7 days prior to the date of the meeting. An exception may be made in urgent circumstances; the meeting may be announced by other means to schedule for an earlier suitable period. The Chairman of the Audit Committee shall report the minutes of the meeting to the Board of Directors on the next meeting.

5. Remuneration of Directors and Executives

The Company has determined remuneration for the directors and executives at an appropriate level, which is sufficient to retain competent directors and executives. While it avoids paying excessive remuneration, it maintains the rate at the level comparable to companies in the same group of industry. Factors to be considered include experience, obligations, appraisal and scope of roles and responsibilities. The remuneration payment of the directors must be approved by the Company's shareholders. For remuneration of executives, it will be in accordance with principles and policies as determined by the Company's Board of Directors in which the consideration will be made based on duties, responsibilities, performance of each executive, and operational performance of the Company.

6. Development of Directors and Executives

Every newly appointed director shall be duly informed of the regulations and information of the Company and its subsidiaries as needed before performing their duties. Each director would receive proper training to continuously develop their knowledge in order to help them efficiently perform their duties and effectively control the business operation of the Company.

In 2013, Mr. Sophon Intanate, Director, has training course for the director. "Director Accreditation Program (DAP)"

INTERNAL CONTROL

The Company deliberately provides the adequate and appropriate internal controls that are aiming for the effective and productive business operations of the Company. The Company employs effective internal control system covering all aspects including finance, operational performance, human resource management, general management, and information system management; and ensures that accounting system and financial reports are accurate and reliable in accordance with the regulations relating to the business operations of the Company. In summarizing, the Company's internal control system could be summarized as follows:

1. Control Environment

The Company's environment facilitates the internal control system to be adequate, appropriate and effective as following:

- The Company has conducted organizational structure and chain of command that is explicit and appropriate. Duty and responsibility are assigned in writing so that all employees are aware of and realize their roles, authority and responsibility.
- The Company has established policies and procedures in operational systems in writing.
- The Company has regulations that prohibit management and employees from behaving in a manner that may cause conflict of interest with the business, as well as penalties if operational regulations are violated.

2. Risk Evaluation

The Company has conducted both internal and external risks assessments that may impact on the achievement of the business. The Company also adequately analyzes and employs the risk management and communication to relevant employees.

3. Control Activities

The Company has policies and procedures as operational guidelines by aiming to achieve the objective as defined by the management. The control activities will point out the possible risks that may arise in practice for the employees to be aware of, in order to accomplish their tasks according to the objectives such as:

- Finance and accounting: the Company has internal control in accordance with monetary collection, savings, expenditure, bank deposits and overdraft as prescribed by the regulations. Transactions are also recorded accurately and consistently.
- Procurement of supplies and services: the Company has established requirements and procedures for buying process so the officers can be used as guidelines for procurement. Duty and responsibility are explicitly determined in procurement process including approval authority, determination of requirement and acceptance for goods, supplies and services.
- The Company has determined the key performance indicators (KPI) that will employ to all employees in the organization.

- The Company has determined scope of authority and the level of authorized and delegation financial in writing.

4. Information and Communication

The Company has information system according to performance, financial reporting, operations, policy compliance, and procedures. The Company has developed data preparation system and accumulated the essential information sufficiently and adequately for the decision-making. Moreover, the information obtained from outside of the organization is transmitted to the executives and users within the organization in the format that allows the recipients to perform their duties and responsibilities effectively.

5. Monitoring and Evaluation

The Company has established an internal audit unit to inspect and assess results of internal control, and monitor in order to ensure that the Company's key operations and financial transactions are carried out in accordance with the Company's regulations. The internal audit unit will execute annual audit plan and fully perform the audit in accordance with the plan. The internal audit unit shall be under obligation to audit independently and able to perform full reviews. The Board of Directors has subsequently determined the duties and responsibilities of the internal audit unit, moreover, stipulated the internal audit unit shall report directly to the audit committee. The Audit Committee noted the recommendation of the internal audit, and that any found mainly in the lower level. The Audit Committee assigned to internal audit to monitor and report to the Audit Committee next meeting.

The Board of Directors is of the opinion that the Company has adequate internal control systems and compliance with internal controls evaluation of the SET. The Company has internal control systems for related transaction sufficiently. Including monitoring and tracking system control operations will be able to protect the Company's property arising from the management used in bad faith or without power.

Monitoring of Insider Trading Policy

The Company's Board of Directors has recognized the importance of preventing the Company's internal information against use for personal benefits, and therefore made a policy to keep confidential information that have not been made available to the public. Such confidential information shall only be disclosed to the parties concerned.

1. The Company's directors, executives, employees and staff are not allowed to disclose the Company's confidential and/or internal information or exploit it for the benefit of themselves or others whether directly or indirectly and whether they will receive any benefit in return or not.

2. The Company's directors and executives (including their spouses and minor children), employees and staff are not allowed to use the Company's internal information, which may have actual or potential impact on changes in price of the Company's securities in order to buy, sell, offer to buy or offer to sell or persuade other people to buy, sell, offer to buy or offer to sell the Company's securities whether directly or indirectly before it is released to the public. The above prohibitions remain whether such actions benefit themselves or others or in order to allow others to conduct such actions so that they will receive benefit in return. Any person violating this regulation will be subject to disciplinary punishment measures of the Company.

3. The Company has notified the executives to ensure their awareness and acknowledgement of their obligations to report the holdings of the Company's shares by themselves, their spouses and minor children. They also have an obligation to report changes in securities possession to the Office of SEC in pursuant to Article 59 and penalties under the Securities and Exchange Act, B.E. 2535.

In this regards, the Company has notified its directors, executives, employees and staff so they are aware of the above regulations, and to forbid them from trading the Company's securities within the period of 1 month prior to the disclosure of financial statements to the public.

As for employees, the Company includes this subject as a matter of ethics to be observed by employees. Employees must not use their positions, duties and the Company's confidential information to seek benefits for themselves and related parties.

If any of the above persons are found to use the Company's internal information for their own benefits, the Company shall deem that such persons have committed a serious disciplinary offense and will be subjected to penalization pursuant to the Company's Articles of Association.

RELATED TRANSACTION

List of related parties, nature of relationship, information of related transactions, and pricing policy according to types of transactions have been disclosed in the notes to financial statements for the fiscal year ended on December 31, 2013 under Note 7 to financial statements: business transactions with related companies. The Company has complied with the following policies:

Necessity and Justification of Related Transactions

The Company's audit committee has deliberated related transactions and has an opinion that the related transactions are necessary and reasonable. They contribute the best benefit to the Company. Such transactions are considered to be transacted under ordinary course of business, and in accordance with market or fair value. They are indifferent from the sales and purchase with other third parties.

Approval of Procedure of Related Transactions

The Company has established policy measures with regards to the Company's conduct when entering into related transactions with those who may have conflict of interest. Executives and those who may have conflict of interest are not allowed to participate in the approval of such transactions. The Company's audit committee will give opinion and comment on the significance of the transactions, justification and appropriateness in terms of prices of related transactions, whereby terms and conditions will be established in accordance with the ordinary course of business under fair market price. This market price can be compared with pricing of third parties. In case that the audit committee is not specialized in considering any related transaction, the Company will involve an independent specialist or the Company's auditor to provide opinions in such related transactions to support the decision making of the Board of Directors or shareholders as the case may be.

In addition, the Board of Directors must ensure that the Company will comply with the Securities and Exchange Act, and regulations, notifications, or requirements of the Stock Exchange of Thailand. Moreover, it will comply with the requirements regarding disclosure of related party transactions, and the acquisition or disposal of significant assets of the Company or its associated companies in accordance with standard accounting practice set by the Federation of Accounting Professions.

Policy or Tendency of Related Transactions in the Future

The Company may continue to have related transactions with its associates, which are considered to be transacted under ordinary course of business and conditions. They would be indifferent to conditions of the Company's transacted with third parties, such as a trade fair's space fee; magazine advertising, for instance. These related transactions are carried out, as they are necessary to the business operation within the group of the Company. In this regards, pricing policy will be clearly established with fairness and according to market price. The audit committee will also review the compliance with criteria and may give opinions on the justification of transactions on a quarterly basis.

For any future related transactions that may not be in accordance with ordinary course of business, the Company will involve the audit committee to review the compliance with criteria and justify those transactions before the Company entering such transaction. However, if there is any future related transaction which may potentially create conflict of interest, the Board of Directors must comply with the Securities and Exchange Act, regulations, notifications, orders or requirements of the Stock Exchange of Thailand, it will also comply with the requirements regarding disclosure of related transactions, and the acquisition or disposal of significant assets of the Company or associated companies in accordance with standard accounting practice set by Federation of Accounting Professions.

Policy on Conflict of Interest

The Company has established measures to prevent conflict of interest that may arise from related transactions of the Company and persons who may have conflict of interest. The Executives and Stakeholders are not allowed to take part in the approval of those transactions. The Company's Board of Directors must ensure that the Company has complied with the Securities and Exchange Act, and regulations, notifications, orders, or requirements of the Stock Exchange of Thailand. Besides, it will ascertain that the Company follows regulations regarding the disclosure of related transactions, the acquisition or disposition of significant assets of the Company, and the accounting standards prescribed by the Federation of Accounting Professions.

In addition, the Company will provide the audit committee or auditors or independent specialists as the case may be, to review and give opinion on the suitability of prices and justification of transactions, and will disclose related transactions in the notes to the financial statements that have been verified or reviewed by the Company's Auditors, annual information reporting form (56-1) and annual report (56-2).

List of Directors and Controlling Persons in the Company

No.	Name	ARIP PCL	SVOA PCL	T.M.C. INDUSTRIAL PCL	ASIA PRECISION PCL	POLYPLEX (THAILAND) PCL	KHON KAEN SUGAR INDUSTRY PCL	ABIKS DEVELOPMENT	D&B (THAILAND)	NCB	IT CITY PCL	CORE & PEAK	BOL PCL	ADVANCED RESEARCH GROUP	ANET	ASYS COMPUTER	ACERTS	ANEW CORPORATION	DATA ONE ASIA (THAILAND)	D2 SYSTEM	ARIT	LEASE IT PCL	SRI TRANG AGRO INDUSTRY PCL	HEALTH ONLINE	A.R.ACCOUNTING CONSULTANT	SPVI PCL	TRICAST
1	Mr. Manu Leopairrote	X	/,AC	X	X,AC	X	X																				
2	Mr. Min Intanate	/,C	/,//					/	X	/	/,C	/	/,C									/			/,C		
3	Mr. Pathom Indarodom	/,//																									
4	Mr. Prayoon Rattanachaiyanont	/						/				/	/		/				/				/				
5	Mr. Wilson Teo Yong Peng	/						/					/						/								
6	Mr. Sophon Intanate	/																									
7	Mr. Prokob Visitijakarn	/,AC																				/					
8	Mr. Narit Therdskeerasukdi	/,AC																									
9	Gp.Capt. Isaraya Sukcharoen	/,AC																									
10	Ms. Pornpavee Sahawathanapong	//																									
11	Mr. Marut Teawarboon	//																									
12	Mr. Norasak Rattanaverroj	//																									/

Note: x = Chairman of the Board

C = Executive Chairman

AC= Audit Committee member

/ = Director

// = Executive Director

MANAGEMENT DISCUSSION AND ANALYSIS (MD&A)

OPERATING RESULTS

In 2013, The Company has achieved a leap growth because of the greatly expanded our business especially in exhibition and event management services. Even though the ICT industry has been declined steadily from 2012, result in the downsizing of ICT market share. At ARiP, we have continue adjusted our internal strategies through creation of greatly expanded qualified new business prospects, in these huge growth potential especially in the digital media both digital broadcasting and online businesses. For the ICT software and ICT system development industry; which have got BOI investment support, start generating revenue for our Company, although the amount is not much however, it started as a good sign for this business.

Revenue

The Company's main source of revenue derives from service such as Exhibitions, Event and revenue from Advertising, Digital Media, TV and Print Media, which represent 96.71 percent of total revenue, and sales income from Magazines, Books and Other Finished Good has represent 3.01 percent of total revenue.

In 2013, The Company's total revenue is 530.52 million Baht, which increased from last year of 281.01 million Baht or 112.63% from exhibition service to government and the other company increased 169.69 million Baht or 96.74%. The revenue for digital and other media increased from last year 126.97 million Baht or 2,334% form TV program and new service "Multimedia e-Book". Meanwhile, the revenue from printed media decreased from last year due to the fact that ICT Industry downturn continuously and market trends from print media declined. However, the Company also used strategies Hybrid marketing to maintain customers. Then the print revenue decrease from last year 13.60 million Baht or -20.87%.

Costs

In 2013, The Company's cost of goods sold and services is 423.63 million Baht, which increased from last year of 273.75 million Baht or 182.65% and the ratio of cost per sale Y2013 is 80.07% increase compared from last year's ratio (60.93%) because the exhibition service to government's cost was higher than our own service. In addition, there were the increase costs of production of TV program and digital media.

Expenses

In 2013, The Company's selling and administrative expenses are 63.62 million Baht, which increased from last year of 2.13 million Baht or 3.47%. They consists of the increase in selling expenses of 0.34 million Baht or 9.05%, and the increase in administration expenses of 1.79 million Baht or 3.10%. However, the ratio of selling and administrative expenses per sale of 2012-2013 was 24.64% and 11.99% respectively.

The corporate income tax rate in 2012 and 2013 is 23% and 20%, respectively.

FINANCIAL STATUS

Assets

As at December 31, 2013, the Company has total assets of 306.04 million Baht, which increased from last year of 44.49 million Baht or 17.01% details as follows:

- Current assets increased by 44.22 million Baht or 24.10%, are mainly the increase in account receivables 88.47 million Baht and Inventories 23.32 million Baht.
- Land, building and equipment decreased by 3.33 million Baht or -5.67%
- Non-current assets increased by 3.60 million Baht or 18.60%, are mainly the increase in restricted bank deposit 8.25 million Baht and the refund of withholding corporate income tax 3.61 million Baht.

Account receivables

As at December 31, 2013, the Company has account receivables of 74.05 million Baht and net account receivables of 73.07 million Baht, which increased from last year of 49.68 million Baht and 49.52 million Baht respectively. Such increase related to the revenue growth. The aging within credit term was 52% of total debt and the balance of pass due account was under 3 months.

The Company's policy in regard to allowance for doubtful account is to set aside 25% for accounts aging more than three months, 50% for accounts aging more than six months and 100% for accounts aging more than nine months. However, when the Company does not have confident to receive the payment from any customers, the Company will set provision immediately. In 2013, the Company has allowance for doubtful 0.98 million Baht for debt outstanding within 3 months,

Inventories

As at December 31, 2013, the Company has net of inventories of 24.71 million Baht and inventory aging within 3 months is 24.49 million Baht and aging over 3 months is 0.22 million Baht.

Liabilities

As at December 31, 2013, the Company has total liabilities of 74.62 million Baht increased from last year of 38.18 million Baht or 104.79% details as follows:-

- Current liabilities increased by 36.18 million Baht or 109.74%, are mainly the increase in accrued expenses and account payables of regular business.
- Non-current liabilities increased by 2.01 million Baht or 57.80%, is the provision for long-term employee benefits.

Shareholders' Equity

As at December 31, 2013, the Company has total shareholders' Equity 231.42 million Baht increased from the last year of 6.30 million Baht or 2.80%. The increase are mainly the increase in retained earnings 6.10 million Baht (Total comprehensive income for Y2013 in amount of 33.14 million Baht and Dividend paid 27.47 million Baht) and the conversion of warrants ESOP to share capital of 0.21 million Baht.

CASH FLOW ANALYSIS

In 2013, The Company has net cash flows used in operating activities of 32.79 million Baht, increased from last year of 55.45 million Baht. The increase is mainly from the increase in trade account receivable and inventories.

Net cash flows used in investing activities of 12.79 million Baht, increased from last year 9.70 million Baht. The increase is mainly from restricted bank deposit.

Net cash flows used in financing activities of 27.27 million Baht, increased from last year 10.87 million Baht from dividend payment Y2012 and interim dividend payment on operating results for the first half Y2013.

FINANCIAL RATIO

Liquidity Ratio

In 2011-2013, The Company has current ratio 8.08 times, 5.57 times and 3.29 times, respectively. Even though the ratio is declined, the Company's liquidity is still in the good condition.

Profitability Ratios

Gross margin for 2011-2013 was 36.90%, 39.07% and 19.93% respectively. In 2013, this ratio decreased from last year because the gross margin from exhibition service to government was narrower than our own service. However, the Company has a growth rate of gross profit 9.69% from last year.

Net margin for 2011-2013 was 9.70%, 12.65% and 6.25% respectively. In 2013, this ratio decreased from last year because higher cost of sales and services. However, the Company managed to decrease in the selling and administrative expenses from 24.64% to 11.99%.

Return of shareholders' equity for 2011-2013 was 10.41%, 14.50% and 14.52%, respectively. In 2013, this ratio increases from the last year because of the increase of 1.58 million Baht in net profit.

CAPITAL STRUCTURE

As at December 31, 2011-2013, the Company's debt to equity ratio was 0.10 times, 0.16 times and 0.32 times respectively. In 2013, this ratio increase from last year because of the increased in the account payable and accrued expenses.

FACTORS AND INFLUENCES ON THE COMPANY'S FUTURE PROSPECTS

The Company plans to produce more TV programs in response to a steady stream of domestic digital TV Thai, where the Company is planning to do the list that will be used as working capital investment from the Company operation cash flow, which is a sufficient investment. In addition, the Company also has a policy to invest more in online business and digital media, which has been accepted very well by the prospective customer. These strategies are consisting with consumer behavior in the current generation, who knowledge gained through Digital media.

BOARD OF DIRECTORS' DUTIES ON FINANCIAL DISCLOSURE 2013

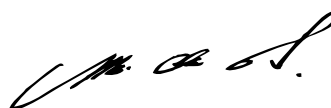
The Board of Directors of ARIP Public Company Limited understands the responsibility of ensuring integrity, sufficient, relevant and transparent disclosure of the Company's fiscal year 2013 financial statements. Such disclosure abides the generally accepted accounting principles, ensuring the integrity of the Company's operations/ appropriate accounting policies have been put in place and adhered to on a consistent basis while due consideration has been placed on the process of preparing the Company fiscal year 2013 financial statements including other information that has been included in this year's annual report.

To enhance stakeholder trust, the Board appointed an audit committee comprising of independent directors with qualification as stipulated by the guidelines of Stock Exchange of Thailand. Ensuring that the Company provides sufficient, transparent, correct and appropriate financial disclosure along with information regarding related party transaction is a key function of the committee. Ensuring appropriate, sufficient and effective risk management guidelines, appropriate internal control procedures along with robust internal audit processes are also the function of the committee. Legal compliance is at the forefront of the Board's concerns therefore the committee is also charged with ensuring that the Company's operations adheres to all relevant external and internal legal guidelines and policies.

The Board of Directors believes that the Company's overall financial statements for fiscal year 2013 ending December 31, 2013, which has been reviewed by the audit committee, management and the Company's financial auditor to be correct, complete, appropriate, in compliance with generally accepted accounting practices and employs appropriate accounting policies on a consistent basis. The financial disclosure is deemed to be transparent, provides an appropriate level of disclosure and is in compliance with all the relevant legal, guidelines and policies.



Mr. Manu Leopaivate
Chairman of the Board



Mr. Min Intanate
Executive Chairman

AUDIT COMMITTEE'S REPORT

The Audit Committee of ARIP Public Company Limited is composed of three (3) independent directors. Each member of the Committee meets the qualification as defined by The Stock Exchange of Thailand regulations.

The members of the Committee are as follows:-

1. Mr. Prakob Visitkitjakarn* Independent Director and Chairman of Audit Committee
2. Mr. Narit Therdsteerasukdi Independent Director and Audit Committee Member
3. Gp.Capt. Isaraya Sukcharoen Independent Director and Audit Committee Member

*The person who has experience in Financial and Accounting, Auditing.

Duties and responsibilities of the Audit Committee are as follows;

- To review the financial report to be accurate, complete and reliable.
- To oversee adequacy and efficiency of internal control system internal audit system.
- To consider disclosure of connected transactions or the transactions that may lead to conflict of interests to be sufficiently accurate and complete.
- To consider, select, and propose for appointment of the Company's auditor.
- To oversee the Company's compliance with related laws and regulation.
- Other duties assigned by the Company's Board of Directors.

During 2013, the Audit Committee conferred quarterly with the Company's auditor, internal auditors, Management and the Account Department to review the financial reports, discuss and mutually give recommendations so that the financial reports reflected generally accepted accounting principles. The Company's financial statements were adequately disclosed and that no transactions, in contrary to the related requirements and regulations, were found. Each quarter the audit committee submitted a report on audit results to the Board of Directors. The major issues could be summarized as follows;

1. Reviewing the quarterly financial statements and annual financial statements proposed to the Board of Directors.
2. Considering objective and scopes of work and approving audit plan for the year 2014 of the Internal Audit section and giving recommendations and remarks.
3. Acknowledging audit results and recommendations for the year 2013 by Company's auditor and the Internal Audit section, following up the Management's corresponding response and proposing to the Board of Directors.

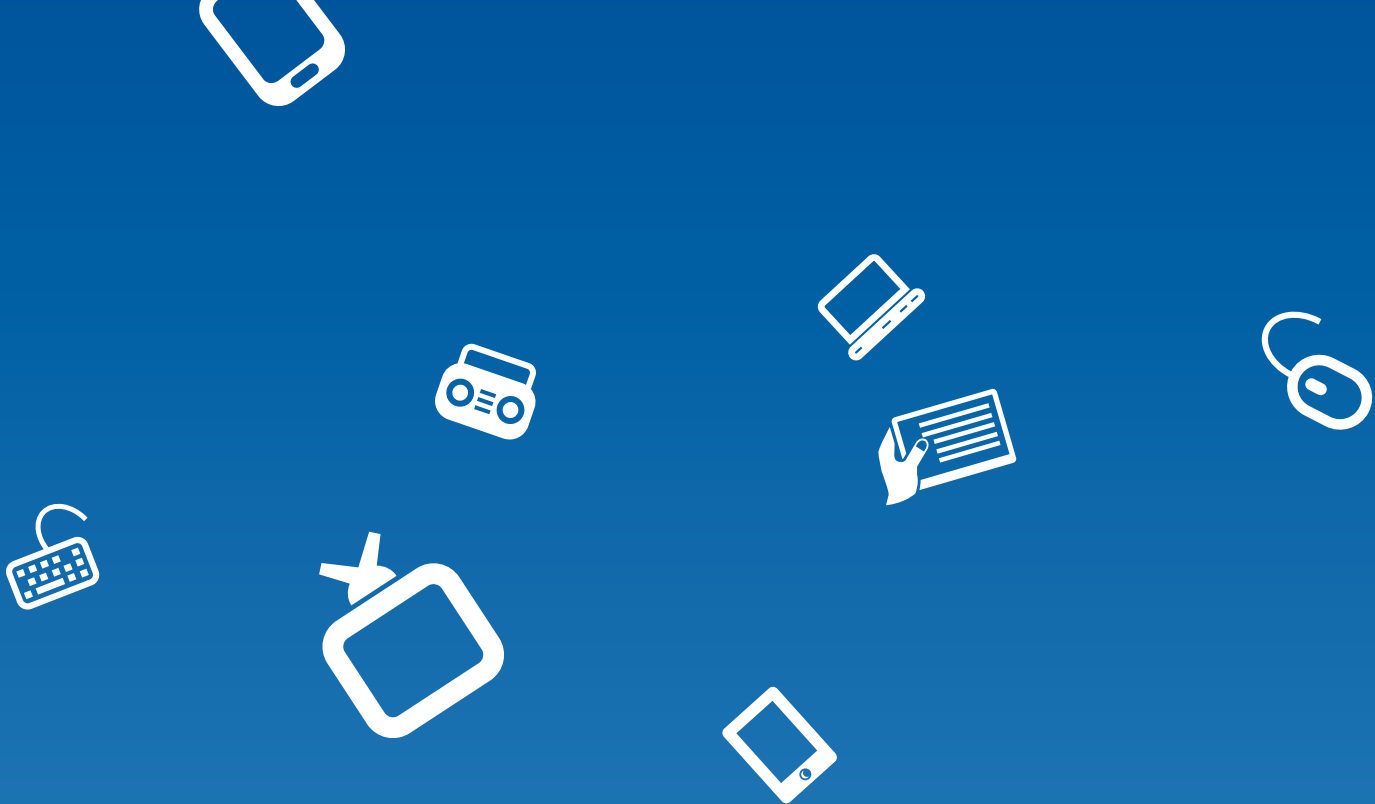
4. Considering connected transactions, or transactions that may lead to conflicts of interests to ensure fairness and no transfer of benefits.
5. Considering and proposing appointment of the Company's auditor and auditor's remuneration by considering auditor's qualification, expertise in auditing and justification of the audit work quantity.
6. Overseeing the Company's major risk management, good internal control system, compliance with the securities law, rules and regulation of the Stock Exchange of Thailand or other relevant legal issues.

For the year 2014, the Audit Committee has proposed to the Board of Directors to appoint Ms. Rungnapa Lertsuwankul C.P.A., Registration No. 3516 and/ or Ms. Pimjai Manitkajohnkit C.P.A., Registration No. 4521 and/ or Ms. Rosaporn Decharkom C.P.A., Registration No. 5659 and/ or Ms. Sumana Punpongsanon C.P.A., Registration No. 5872, Ernst & Young Office Limited, as the Company's auditor for the year 2014, for the shareholders meeting's approval.



Mr. Prakob Visitkitjakarn
Chairman of the Audit Committee





ANNUAL REPORT 2013



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