

ARIP Public Company Limited  
Report and financial statements  
31 December 2013



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## **Independent Auditor's Report**

To the Shareholders of ARIP Public Company Limited

I have audited the accompanying financial statements of ARIP Public Company Limited, which comprise the statement of financial position in which the equity method is applied as at 31 December 2013, and the related statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, and have also audited the separate financial statements of ARIP Public Company Limited for the same period.

### **Management's Responsibility for the Financial Statements**

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

### **Auditor's Responsibility**

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

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



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

### **Opinion**

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of ARIP Public Company Limited as at 31 December 2013, and its financial performance and cash flows for the year then ended, in accordance with Thai Financial Reporting Standards.

### **Emphasis of matter**

I draw attention to Note 4 to the financial statements regarding the change in accounting policy due to the adoption of Thai Accounting Standard 12 *Income Taxes*. The Company has restated the financial statements in which the equity method is applied and separate financial statements for the year ended 31 December 2012, presented herein as comparative information, to reflect the adjustments resulting from such change. The Company has also presented the financial statements in which the equity method is applied and separate statements of financial position as at 1 January 2012 as comparative information, using the same accounting policy for income taxes. My opinion is not qualified in respect of this matter.

Sophon Permsirivallop

Certified Public Accountant (Thailand) No. 3182

Ernst & Young Office Limited

Bangkok: 24 February 2014

## ARIP Public Company Limited

## Statement of financial position

(Unit: Baht)

	Note	Financial statements in which					
		the equity method is applied			Separate financial statements		
		31 December 2013	31 December 2012	1 January 2012	31 December 2013	31 December 2012	1 January 2012
			(Restated)			(Restated)	
<b>Assets</b>							
<b>Current assets</b>							
Cash and cash equivalents	8	57,846,083	60,689,033	62,508,050	57,846,083	60,689,033	62,508,050
Current investments	9	-	70,000,000	65,000,000	-	70,000,000	65,000,000
Trade and other receivables	7, 10	132,417,851	43,944,683	20,014,288	132,417,851	43,944,683	20,014,288
Inventories	11	25,265,792	1,953,888	903,662	25,265,792	1,953,888	903,662
Other current assets		12,167,634	6,892,154	10,313,770	12,167,634	6,892,154	10,313,770
<b>Total current assets</b>		<b>227,697,360</b>	<b>183,479,758</b>	<b>158,739,770</b>	<b>227,697,360</b>	<b>183,479,758</b>	<b>158,739,770</b>
<b>Non-current assets</b>							
Restricted bank deposit	12	11,346,293	3,096,293	1,000,000	11,346,293	3,096,293	1,000,000
Investment in associate	13	-	-	5,942,948	-	-	6,400,000
Property, plant and equipment	14	55,371,304	58,702,603	58,930,713	55,371,304	58,702,603	58,930,713
Intangible assets	15	5,242,847	6,569,025	1,771,710	5,242,847	6,569,025	1,771,710
Withholding tax deducted at source	16	4,527,665	8,136,196	3,608,531	4,527,665	8,136,196	3,608,531
Deposits		73,836	41,667	51,928	73,836	41,667	51,928
Deferred tax assets	23	1,569,211	1,166,039	922,267	1,569,211	1,166,039	922,267
Other non-current assets		213,417	361,167	-	213,417	361,167	-
<b>Total non-current assets</b>		<b>78,344,573</b>	<b>78,072,990</b>	<b>72,228,097</b>	<b>78,344,573</b>	<b>78,072,990</b>	<b>72,685,149</b>
<b>Total assets</b>		<b>306,041,933</b>	<b>261,552,748</b>	<b>230,967,867</b>	<b>306,041,933</b>	<b>261,552,748</b>	<b>231,424,919</b>

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

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บริษัท เออาร์ไอพี จำกัด (มหาชน)  
ARIP Public Company Limited

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(นายมนู เดียวไพโรจน์)  
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## ARIP Public Company Limited

## Statement of financial position (continued)


(Unit: Baht)

	Note	Financial statements in which					
		the equity method is applied			Separate financial statements		
		31 December 2013	31 December 2012	1 January 2012	31 December 2013	31 December 2012	1 January 2012
		(Restated)			(Restated)		
<b>Liabilities and shareholders' equity</b>							
<b>Current liabilities</b>							
Trade and other payables	7, 17	56,923,521	26,000,896	11,206,805	56,923,521	26,000,896	11,206,805
Income tax payable		102,450	528,696	-	102,450	528,696	-
Other current liabilities		12,117,925	6,436,829	8,448,335	12,117,925	6,436,829	8,448,335
<b>Total current liabilities</b>		<b>69,143,896</b>	<b>32,966,421</b>	<b>19,655,140</b>	<b>69,143,896</b>	<b>32,966,421</b>	<b>19,655,140</b>
<b>Non-current liabilities</b>							
Reserve for long-term employee benefits	18	5,194,266	2,990,428	1,354,103	5,194,266	2,990,428	1,354,103
Other non-current liabilities		284,484	481,435	-	284,484	481,435	-
<b>Total non-current liabilities</b>		<b>5,478,750</b>	<b>3,471,863</b>	<b>1,354,103</b>	<b>5,478,750</b>	<b>3,471,863</b>	<b>1,354,103</b>
<b>Total liabilities</b>		<b>74,622,646</b>	<b>36,438,284</b>	<b>21,009,243</b>	<b>74,622,646</b>	<b>36,438,284</b>	<b>21,009,243</b>
<b>Shareholders' equity</b>							
Share capital	19						
Registered							
466,000,000 ordinary shares of Baht 0.25 each		116,500,000	116,500,000	116,500,000	116,500,000	116,500,000	116,500,000
Issued and fully paid up							
466,000,000 ordinary shares of Baht 0.25 each							
(31 December 2012: 465,175,000 ordinary shares							
of Baht 0.25 each)		116,500,000	116,293,750	114,375,000	116,500,000	116,293,750	114,375,000
Share premium		83,464,677	83,464,677	83,464,677	83,464,677	83,464,677	83,464,677
Retained earnings							
Appropriated - statutory reserve	21	11,650,000	10,451,948	8,909,395	11,650,000	10,451,948	8,909,395
Unappropriated		19,367,812	14,904,089	3,209,552	19,367,812	14,904,089	3,666,604
Other components of shareholders' equity		436,798	-	-	436,798	-	-
<b>Total shareholders' equity</b>		<b>231,419,287</b>	<b>225,114,464</b>	<b>209,958,624</b>	<b>231,419,287</b>	<b>225,114,464</b>	<b>210,415,676</b>
<b>Total liabilities and shareholders' equity</b>		<b>306,041,933</b>	<b>261,552,748</b>	<b>230,967,867</b>	<b>306,041,933</b>	<b>261,552,748</b>	<b>231,424,919</b>

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

  
 (นายมนต์ เดียวไพโรจน์)  
 Directors



  
 (นายปฐม อินทโรดม)

บริษัท เออาร์ไอพี จำกัด (มหาชน)  
 ARIP Public Company Limited

ARIP Public Company Limited  
Statement of comprehensive income  
For the year ended 31 December 2013

(Unit: Baht)

		Financial statements in which the equity method is applied		Separate financial statements	
	Note	2013	2012 (Restated)	2013	2012 (Restated)
<b>Revenues</b>					
Sales		15,973,028	18,030,886	15,973,028	18,030,886
Service income		513,081,723	227,963,398	513,081,723	227,963,398
Interest income		1,177,712	3,330,535	1,177,712	3,330,535
Dividend income		-	-		2,188,800
Other income		283,797	182,508	283,797	417,516
<b>Total revenues</b>		<b>530,516,260</b>	<b>249,507,327</b>	<b>530,516,260</b>	<b>251,931,135</b>
<b>Expenses</b>					
Cost of sales and services		423,628,204	149,879,021	423,628,204	149,879,021
Selling expenses		4,138,015	3,794,442	4,138,015	3,794,442
Administrative expenses		59,477,160	57,687,078	59,477,160	57,687,078
<b>Total expenses</b>		<b>487,243,379</b>	<b>211,360,541</b>	<b>487,243,379</b>	<b>211,360,541</b>
<b>Profit before share of profit from investment in associate</b>		<b>43,272,881</b>	<b>38,146,786</b>	<b>43,272,881</b>	<b>40,570,594</b>
Share of profit from investment in associate	13	-	2,880,860	-	-
<b>Profit before finance cost and income tax expenses</b>		<b>43,272,881</b>	<b>41,027,646</b>	<b>43,272,881</b>	<b>40,570,594</b>
Finance cost		(451,074)	(164,278)	(451,074)	(164,278)
<b>Profit before income tax expenses</b>		<b>42,821,807</b>	<b>40,863,368</b>	<b>42,821,807</b>	<b>40,406,316</b>
Income tax expenses	23	(9,685,832)	(9,311,478)	(9,685,832)	(9,311,478)
<b>Profit for the year</b>		<b>33,135,975</b>	<b>31,551,890</b>	<b>33,135,975</b>	<b>31,094,838</b>
<b>Other comprehensive income:</b>					
Actuarial gains		436,798	-	436,798	-
<b>Other comprehensive income for the year</b>		<b>436,798</b>	<b>-</b>	<b>436,798</b>	<b>-</b>
<b>Total comprehensive income for the year</b>		<b>33,572,773</b>	<b>31,551,890</b>	<b>33,572,773</b>	<b>31,094,838</b>
<b>Earnings per share</b>					
25					
<b>Basic earnings per share</b>					
Profit for the year		0.071	0.069	0.071	0.068
<b>Diluted earnings per share</b>					
Profit for the year		0.071	0.068	0.071	0.067

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

(นายปฐม อินทโรดม)

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ARIP

บริษัท เออาร์ไอพี จำกัด (มหาชน)  
ARIP Public Company Limited

(นายมนู เลียวไพโรจน์)

กรรมการ

ARIP Public Company Limited  
Statement of changes in shareholders' equity  
For the year ended 31 December 2013

(Unit: Baht)

	Financial statements in which the equity method is applied					
	Issued and fully paid up share capital	Share premium	Retained earnings		Other comprehensive income	Total
			Appropriated	Unappropriated		
<b>Balance as at 1 January 2012</b>						
- as previously reported	114,375,000	83,464,677	8,909,395	2,287,285	-	209,036,357
Cumulative effect of change in accounting policy for the adoption of new accounting standard (Note 4)	-	-	-	922,267	-	922,267
<b>Balance as at 1 January 2012 - as restated</b>	114,375,000	83,464,677	8,909,395	3,209,552	-	209,958,624
Convert warrants to share capital (Note 19)	1,918,750	-	-	-	-	1,918,750
Dividend paid (Note 28)	-	-	-	(18,314,800)	-	(18,314,800)
Transferred unappropriated retained earnings to statutory reserve (Note 21)	-	-	1,542,553	(1,542,553)	-	-
Total comprehensive income for the year	-	-	-	31,551,890	-	31,551,890
<b>Balance as at 31 December 2012</b>	<u>116,293,750</u>	<u>83,464,677</u>	<u>10,451,948</u>	<u>14,904,089</u>	<u>-</u>	<u>225,114,464</u>
<b>Balance as at 1 January 2013</b>						
- as previously reported	116,293,750	83,464,677	10,451,948	13,738,050	-	223,948,425
Cumulative effect of change in accounting policy for the adoption of new accounting standard (Note 4)	-	-	-	1,166,039	-	1,166,039
<b>Balance as at 1 January 2013 - as restated</b>	116,293,750	83,464,677	10,451,948	14,904,089	-	225,114,464
Convert warrants to share capital (Note 19)	206,250	-	-	-	-	206,250
Dividend paid (Note 28)	-	-	-	(27,474,200)	-	(27,474,200)
Transferred unappropriated retained earnings to statutory reserve (Note 21)	-	-	1,198,052	(1,198,052)	-	-
Total comprehensive income for the year	-	-	-	33,135,975	436,798	33,572,773
<b>Balance as at 31 December 2013</b>	<u>116,500,000</u>	<u>83,464,677</u>	<u>11,650,000</u>	<u>19,367,812</u>	<u>436,798</u>	<u>231,419,287</u>

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

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บริษัท เออาร์ไอพี จำกัด (มหาชน)  
ARIP Public Company Limited

ALP  
(นายมนู เดียวไพโรจน์)

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ARIP Public Company Limited  
Statement of changes in shareholders' equity (continued)  
For the year ended 31 December 2013

(Unit: Baht)

	Separate financial statements					
	Issued and fully paid up share capital	Share premium	Retained earnings		Other comprehensive income	Total
			Appropriated	Unappropriated		
<b>Balance as at 1 January 2012</b>						
- as previously reported	114,375,000	83,464,677	8,909,395	2,744,337	-	209,493,409
Cumulative effect of change in accounting policy for the adoption of new accounting standard (Note 4)	-	-	-	922,267	-	922,267
<b>Balance as at 1 January 2012 - as restated</b>	114,375,000	83,464,677	8,909,395	3,666,604	-	210,415,676
Convert warrants to share capital (Note 19)	1,918,750	-	-	-	-	1,918,750
Dividend paid (Note 28)	-	-	-	(18,314,800)	-	(18,314,800)
Transferred unappropriated retained earnings to statutory reserve (Note 21)	-	-	1,542,553	(1,542,553)	-	-
Total comprehensive income for the year	-	-	-	31,094,838	-	31,094,838
<b>Balance as at 31 December 2012</b>	<u>116,293,750</u>	<u>83,464,677</u>	<u>10,451,948</u>	<u>14,904,089</u>	<u>-</u>	<u>225,114,464</u>
<b>Balance as at 1 January 2013</b>						
- as previously reported	116,293,750	83,464,677	10,451,948	13,738,050	-	223,948,425
Cumulative effect of change in accounting policy for the adoption of new accounting standard (Note 4)	-	-	-	1,166,039	-	1,166,039
<b>Balance as at 1 January 2013 - as restated</b>	116,293,750	83,464,677	10,451,948	14,904,089	-	225,114,464
Convert warrants to share capital (Note 19)	206,250	-	-	-	-	206,250
Dividend paid (Note 28)	-	-	-	(27,474,200)	-	(27,474,200)
Transferred unappropriated retained earnings to statutory reserve (Note 21)	-	-	1,198,052	(1,198,052)	-	-
Total comprehensive income for the year	-	-	-	33,135,975	436,798	33,572,773
<b>Balance as at 31 December 2013</b>	<u>116,500,000</u>	<u>83,464,677</u>	<u>11,650,000</u>	<u>19,367,812</u>	<u>436,798</u>	<u>231,419,287</u>

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

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บริษัท เออาร์ไอพี จำกัด (มหาชน)  
ARIP Public Company Limited

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(นายมนู เตียวไพโรจน์)

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## ARIP Public Company Limited

## Cash flows statement

For the year ended 31 December 2013

(Unit: Baht)

	Financial statements in which the equity method is applied		Separate financial statements	
	2013	2012 (Restated)	2013	2012 (Restated)
<b>Cash flows from operating activities</b>				
Profit before tax	42,821,807	40,863,368	42,821,807	40,406,316
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	10,319,548	8,775,046	10,319,548	8,775,046
Allowance for doubtful accounts	160,339	655,903	160,339	655,903
Reversal of decrease of inventory to net realisable value	(348,318)	(973,606)	(348,318)	(973,606)
Loss (gain) on sale of equipment	31,991	(67,313)	31,991	(67,313)
Loss on intangible assets written off	116	-	116	-
Loss (gain) on sale of investment in associate	-	55,826	-	(235,008)
Share of profit from investment in associate	-	(2,936,686)	-	-
Reserve for long-term employee benefits	2,203,838	1,636,325	2,203,838	1,636,325
Interest income	(1,177,712)	(3,330,535)	(1,177,712)	(3,330,535)
Dividend income	-	-	-	(2,188,800)
Profit from operating activities before changes in operating assets and liabilities	54,011,609	44,678,328	54,011,609	44,678,328
Operating assets (increase) decrease				
Trade and other receivables	(88,610,695)	(24,714,821)	(88,610,695)	(24,714,821)
Inventories	(22,963,586)	(76,620)	(22,963,586)	(76,620)
Other current assets	(5,275,480)	3,060,449	(5,275,480)	3,060,449
Other assets	3,724,112	(4,517,405)	3,724,112	(4,517,405)
Operating liabilities increase (decrease)				
Trade and other payables	30,922,625	14,794,091	30,922,625	14,794,091
Other current liabilities	5,484,145	(1,530,071)	5,484,145	(1,530,071)
Reserve for long-term employee benefits	436,798	-	436,798	-
Cash flows from (used in) operating activities	(22,270,472)	31,693,951	(22,270,472)	31,693,951
Cash paid for income tax	(10,515,250)	(9,026,554)	(10,515,250)	(9,026,554)
<b>Net cash flows from (used in) operating activities</b>	<b>(32,785,722)</b>	<b>22,667,397</b>	<b>(32,785,722)</b>	<b>22,667,397</b>

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

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บริษัท เออาร์ไอพี จำกัด (มหาชน)  
ARIP Public Company Limited

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(นายมนู เลียวไพโรจน์)

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ARIP Public Company Limited  
Cash flows statement (continued)  
For the year ended 31 December 2013

(Unit: Baht)

	Financial statements in which the equity method is applied		Separate financial statements	
	2013	2012 (Restated)	2013	2012 (Restated)
<b>Cash flows from investing activities</b>				
Increase in restricted bank deposit	(8,250,000)	(2,096,293)	(8,250,000)	(2,096,293)
Proceeds from sale of investment in associate	-	6,635,008	-	6,635,008
Dividend received	-	2,188,800	-	2,188,800
Decrease (increase) in current investments	70,000,000	(5,000,000)	70,000,000	(5,000,000)
Acquisition of equipment	(4,806,825)	(7,126,695)	(4,806,825)	(7,126,695)
Acquisition of intangible assets	(1,162,393)	(6,253,046)	(1,162,393)	(6,253,046)
Proceeds from sales of equipment	275,040	102,804	275,040	102,804
Interest income	1,154,900	3,459,058	1,154,900	3,459,058
<b>Net cash flows from (used in) investing activities</b>	<b>57,210,722</b>	<b>(8,090,364)</b>	<b>57,210,722</b>	<b>(8,090,364)</b>
<b>Cash flows from financing activities</b>				
Cash received from converted warrants	206,250	1,918,750	206,250	1,918,750
Dividend paid	(27,474,200)	(18,314,800)	(27,474,200)	(18,314,800)
<b>Net cash flows used in financing activities</b>	<b>(27,267,950)</b>	<b>(16,396,050)</b>	<b>(27,267,950)</b>	<b>(16,396,050)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(2,842,950)</b>	<b>(1,819,017)</b>	<b>(2,842,950)</b>	<b>(1,819,017)</b>
Cash and cash equivalents at beginning of the year	60,689,033	62,508,050	60,689,033	62,508,050
<b>Cash and cash equivalents at end of the year (Note 8)</b>	<b>57,846,083</b>	<b>60,689,033</b>	<b>57,846,083</b>	<b>60,689,033</b>

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

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(นายปรุฒ อินทโรดม)

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บริษัท เออาร์ไอพี จำกัด (มหาชน)  
ARIP Public Company Limited

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**ARIP Public Company Limited**  
**Notes to financial statements**  
**For the year ended 31 December 2013**

**1. General information**

ARIP Public Company Limited ("the Company") was incorporated as a limited company and transformed to be a public company under Thai laws and is domiciled in Thailand. Its major shareholder is an individual. The Company is principally engaged in the production and distribution of IT-related publications, the placement of advertisements, and the management of event and marketing activities. The registered office of the Company is at 99/16-20 Ratchadapisek Road, Din Daeng, Bangkok.

The Company received a letter from the Market for Alternative Investment (MAI) informing that the Company's ordinary shares were listed securities since 2 December 2010.

**2. Basis of preparation**

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

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

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

**3. New accounting standards**

Below is a summary of accounting standards that became effective in the current accounting year and those that will become effective in the future.

**(a) Accounting standards that became effective in the current accounting year**

Accounting standards:

TAS 12	Income Taxes
TAS 20 (revised 2009)	Accounting for Government Grants and Disclosure of Government Assistance
TAS 21 (revised 2009)	The Effects of Changes in Foreign Exchange Rates

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Financial Reporting Standard:

TFRS 8 Operating Segments

Accounting Standard Interpretations:

TSIC 10 Government Assistance - No Specific Relation to Operating Activities

TSIC 21 Income Taxes - Recovery of Revalued Non-Depreciable Assets

TSIC 25 Income Taxes - Changes in the Tax Status of an Entity or its Shareholders

Accounting Treatment Guidance for Transfers of Financial Assets

These accounting standards, financial reporting standard, accounting standard interpretations and accounting treatment guidance do not have any significant impact on the financial statements, except for the following accounting standard.

**TAS 12 Income Taxes**

This accounting standard requires an entity to identify temporary differences between the carrying amount of an asset or liability in the statement of financial position and its tax base and recognise the tax effects as deferred tax assets or liabilities subjecting to certain recognition criteria. The Company has changed this accounting policy in this current period and restated the prior year's financial statements, presented as comparative information, as though the Company had initially recognised the tax effects as deferred tax assets or liabilities. The cumulative effect of this change in accounting policy has been presented in Note 4 to the financial statements.

**(b) Accounting standards that will become effective in the future**

		<u>Effective date</u>
Accounting Standards:		
TAS 1 (revised 2012)	Presentation of Financial Statements	1 January 2014
TAS 7 (revised 2012)	Statement of Cash Flows	1 January 2014
TAS 12 (revised 2012)	Income Taxes	1 January 2014
TAS 17 (revised 2012)	Leases	1 January 2014
TAS 18 (revised 2012)	Revenue	1 January 2014
TAS 19 (revised 2012)	Employee Benefits	1 January 2014
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates	1 January 2014
TAS 24 (revised 2012)	Related Party Disclosures	1 January 2014
TAS 28 (revised 2012)	Investments in Associates	1 January 2014
TAS 31 (revised 2012)	Interests in Joint Ventures	1 January 2014

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		<u>Effective date</u>
TAS 34 (revised 2012)	Interim Financial Reporting	1 January 2014
TAS 36 (revised 2012)	Impairment of Assets	1 January 2014
TAS 38 (revised 2012)	Intangible Assets	1 January 2014
Financial Reporting Standards:		
TFRS 2 (revised 2012)	Share-based Payment	1 January 2014
TFRS 3 (revised 2012)	Business Combinations	1 January 2014
TFRS 4	Insurance Contracts	1 January 2016
TFRS 5 (revised 2012)	Non-current Assets Held for Sale and Discontinued Operations	1 January 2014
TFRS 8 (revised 2012)	Operating Segments	1 January 2014
Accounting Standard Interpretations:		
TSIC 15	Operating Leases - Incentives	1 January 2014
TSIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	1 January 2014
TSIC 29	Service Concession Arrangements: Disclosures	1 January 2014
TSIC 32	Intangible Assets – Web Site Costs	1 January 2014
Financial Reporting Standard Interpretations:		
TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities	1 January 2014
TFRIC 4	Determining whether an Arrangement contains a Lease	1 January 2014
TFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds	1 January 2014
TFRIC 7	Applying the Restatement Approach under TAS 29 <i>Financial Reporting in Hyperinflationary Economies</i>	1 January 2014
TFRIC 10	Interim Financial Reporting and Impairment	1 January 2014
TFRIC 12	Service Concession Arrangements	1 January 2014
TFRIC 13	Customer Loyalty Programmes	1 January 2014
TFRIC 17	Distributions of Non-cash Assets to Owners	1 January 2014
TFRIC 18	Transfers of Assets from Customers	1 January 2014

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The Company's management believes that these accounting standards, financial reporting standard, accounting standard interpretations and financial reporting standards interpretations will not have any significant impact on the financial statements for the year when they are initially applied, except for TFRIC 1 and TFRIC 13, for which the management is still evaluating the first-year impact to the financial statements and has yet to reach a conclusion.

#### 4. Cumulative effect of changes in accounting policies due to the adoption of new accounting standard

During the current year, the Company made the changes described in Note 3 to the financial statements to its significant accounting policy, as a result of the adoption of Thai Accounting Standard 12 Income Taxes. The cumulative effect of the changes in the accounting policy has been separately presented in the statements of changes in shareholders' equity.

The amounts of adjustments affecting the statements of financial position and the statements of comprehensive income are summarised below.

(Unit: Thousand Baht)

Financial statements in which  
the equity method is applied /  
Separate financial statements

As at 31 December 2013	As at 31 December 2012	As at 1 January 2012
	(Restated)	

#### Statements of financial position

Increase in deferred tax assets	1,569	1,166	922
Increase in unappropriated retained earnings	1,569	1,166	922

(Unit: Thousand Baht)

Financial statements in which  
the equity method is applied /  
Separate financial statements

For the years ended 31 December 2013	2012
	(Restated)

#### Statements of comprehensive income

##### Profit or loss:

Decrease in income tax (Thousand Baht)	403	244
Increase in profit for the period (Thousand Baht)	403	244
Increase in basic earnings per share (Baht)	0.0009	0.0005
Increase in diluted earnings per share (Baht)	(หมายเหตุ: 0.0009)	0.0005

## 5. Significant accounting policies

### 5.1 Revenue recognition

#### *Sales of goods*

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

#### *Magazine subscription income*

Magazine subscription income is recognised based on straight-line basis over the subscription period.

#### *Rendering of services*

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

Advertising service income is recognised when the service has been rendered. The service is generally considered to be rendered when the advertisement is issued.

Arrangement of exhibitions and seminar is recognised when the event has occurred.

Barter sales are recognised when the service has been rendered. These revenues are valued at fair value of the goods or services received, adjusted by the amount of the cash or equivalent means transferred in the operation. In the case of not being able to reliably assess the value of goods or services received, revenue will be valued according to the fair value of the goods or services delivered, similarly adjusted by the amount of the cash or cash equivalents transferred in the operation.

#### *Interest income*


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

#### *Dividends*


Dividends are recognised when the right to receive the dividends is established.

### 5.2 Cash and cash equivalents

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

  
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### 5.3 Trade accounts receivable

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

### 5.4 Inventories

Finished goods are valued at the lower of average cost and net realisable value.

### 5.5 Investment in associate

Investment in associate is presented using the equity method.

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

### 5.6 Property, plant and equipment / depreciation

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

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

Building	-	20 years
Building improvement	-	5, 10 years
Computer equipment	-	3, 5 years
Office equipment and furniture	-	5 years
Motor vehicles	-	5 years


Depreciation is included in determining income.

No depreciation is provided on land and assets under installation.

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

### 5.7 Intangible assets/amortisation

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses.

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

The useful life of computer software is 3 and 5 years.

## 5.8 Related party transactions

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

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


## 5.9 Long-term leases

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


## 5.10 Foreign currencies

The financial statements are presented in Baht, which is also the Company's functional currency. Transactions in foreign currency are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies outstanding are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

  
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## 5.11 Impairment of assets

At the end of each reporting period, the Company performs impairment reviews in respect of property, plant and equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Company could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

## 5.12 Employee benefits

### *Short-term employee benefits*

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

### *Post-employment benefits*

#### Defined contribution plans

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

#### Defined benefit plans

The Company has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

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

The defined benefits liability comprises the present value of the defined benefit obligation less unrecognised past service cost and actuarial gains or losses.

For the first-time adoption of TAS 19 Employee Benefits in 2011, the Company elected to recognise the transitional liability, which exceeds the liability that would have been recognised at the same date under the previous accounting policy, through an adjustment as an expense on a straight-line basis over up to five years from the date of adoption.

### 5.13 Provisions

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

### 5.14 Income tax

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

#### Current tax

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

#### Deferred tax

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

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

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

The Company records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

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## 6. Significant accounting judgments and estimates

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

### Leases

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

### Allowance for doubtful accounts

In determining an allowance for doubtful accounts, the management needs to make judgment and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

### Property, plant and equipment/Depreciation

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

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

### Intangible assets

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

  
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### Deferred tax assets

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

### Post-employment benefits under defined benefit plans

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

### Litigation

The Company has contingent liabilities as a result of litigation. The Company's management has used judgement to assess of the results of the litigation and believes that no loss will result. Therefore no contingent liabilities are recorded as at the end of reporting period.

## 7. Related party transactions

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

(Unit: Million Baht)

	2013	2012	Transfer pricing policy
<b><u>Transactions with related parties</u></b>			
<b>Revenue</b>			
Sales of goods	2	2	Cost plus margin
Advertising income	6	5	Market price
Revenue from management of event	8	8	Market price
Other service income	2	1	Cost plus margin
<b>Expenses</b>			
Purchases of goods	3	5	Market price
Advertising and marketing expenses	17	5	Cost plus margin
Internet fee	1	-	Market price
Management fee	3	3	Agreed upon basis
Service fee for accounting software	1	2	Agreed upon basis
Other service fee	3	8	Cost plus margin

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As at 31 December 2013 and 2012, the balances of the accounts between the Company and those related parties are as follows:

(Unit: Thousand Baht)

	2013	2012
<b><u>Trade and other receivables - related parties (Note 10)</u></b>		
Related companies (related by common shareholders and directors)	5,765	5,693
<b><u>Trade and other payable - related parties (Note 17)</u></b>		
Related companies (related by common shareholders and directors)	7,242	8,918

**Directors and management's benefits**

During the years ended 31 December 2013 and 2012, the Company had employee benefit expenses payable to their directors and management as below.

(Unit: Thousand Baht)

	2013	2012
Short-term employee benefits	19,026	16,900
Post-employment benefits	132	879
Total	19,158	17,779


During the year 2012, the Company has allocated 15.6 million warrants to its directors and/or employees without charge. The details of warrants are presented in Note 20 to the financial statements (2013: Nil).

**8. Cash and cash equivalents**

(Unit: Thousand Baht)

	2013	2012
Cash	115	165
Bank deposits	57,731	60,524
Total	57,846	60,689

As at 31 December 2013, bank deposits in saving accounts and fixed deposits carried interests between 0.63% and 2.05% per annum (2012: between 0.63% and 2.25% per annum).

  
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## 9. Current investment

As at 31 December 2012, the Company had invested in fixed deposit with a maturity of more than 3 months totaling Baht 70 million (2013: Nil). The fixed deposit carried interest at rate of 3.18% per annum.

## 10. Trade and other receivable

	(Unit: Thousand Baht)	
	2013	2012
<b>Trade receivables - related parties</b>		
Aged on the basis of due dates		
Not yet due	3,520	4,852
Past due		
Up to 3 months	1,894	470
Total trade receivables - related parties	5,414	5,322
<b>Trade receivables - unrelated parties</b>		
Aged on the basis of due dates		
Post date cheque	5,153	5,080
Not yet due	29,549	4,495
Past due		
Up to 3 months	33,934	8,652
Over 12 months	-	824
Total	68,636	19,051
Less: Allowance for doubtful debts	(984)	(824)
Total trade receivables - unrelated parties, net	67,652	18,227
Total trade receivable - net	73,066	23,549
<b>Other receivables</b>		
Accrued income - related party	351	371
Accrued income - unrelated party	41,848	17,121
Retention receivable	16,925	2,904
Advance payments	228	-
Total other receivables	59,352	20,396
Trade and other receivables - net	132,418	43,945

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## 11. Inventories

(Unit: Thousand Baht)

	Cost		Reduce cost to net realisable value		Inventories - net	
	2013	2012	2013	2012	2013	2012
Finished goods	26,375	3,527	(1,667)	(2,015)	24,708	1,512
Work in process	558	442	-	-	558	442
Total	26,933	3,969	(1,667)	(2,015)	25,266	1,954

## 12. Restricted bank deposits

These represent savings deposits pledged with the banks to secure the issuance of bank guarantee granted by the bank to the Company.

## 13. Investment in associate

On 26 December 2012, the Company sold an investment in 1.28 million shares of Splash Interactive Company Limited to the other shareholders for Baht 6.6 million, which terminated its shareholding in that company. Gain (loss) from sale of investment is included in profit or loss. This transaction had been approved by a meeting of the Board of Directors on 11 December 2012.

The Company received share of profit from investment in associate for the year ended 31 December 2012 totalling Baht 2.9 million.

## 14. Property, plant and equipment

(Unit: Thousand Baht)

	Land	Building	Building improvements	Computer equipment	Furniture fixtures and office equipment	Motor vehicles	Total
Cost:							
1 January 2012	41,074	10,000	12,885	17,077	7,342	10,587	98,965
Additions	-	-	98	4,015	2,137	877	7,127
Disposals	-	-	-	(511)	(863)	-	(1,374)
31 December 2012	41,074	10,000	12,983	20,581	8,616	11,464	104,718
Additions	-	-	1,267	2,503	1,037	-	4,807
Disposals	-	-	-	(1,106)	(468)	(1,255)	(2,829)
31 December 2013	41,074	10,000	14,250	21,978	9,185	10,209	106,696

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(Unit: Thousand Baht)

	Land	Building	Building improvements	Computer equipment	Furniture fixtures and office equipment	Motor vehicles	Total
<b>Accumulated depreciation:</b>							
1 January 2012	-	5,918	12,429	11,029	5,814	4,844	40,034
Depreciation for the year	-	500	154	3,778	768	2,120	7,320
Depreciation on disposals	-	-	-	(511)	(828)	-	(1,339)
31 December 2012	-	6,418	12,583	14,296	5,754	6,964	46,015
Depreciation for the year	-	500	197	4,170	911	2,054	7,832
Depreciation on disposals	-	-	-	(1,059)	(466)	(997)	(2,522)
31 December 2013	-	6,918	12,780	17,407	6,199	8,021	51,325
<b>Net book value:</b>							
31 December 2012	41,074	3,582	400	6,285	2,862	4,500	58,703
31 December 2013	41,074	3,082	1,470	4,571	2,986	2,188	55,371
<b>Depreciation for the year (All included in administrative expenses)</b>							
2012							7,320
2013							7,832

As at 31 December 2013, certain equipment items have been fully depreciated but are still in use. The original cost of those assets amounted to approximately Baht 30 million (2012: Baht 23 million).

## 15. Intangible assets

The net book value of intangible assets as at 31 December 2013 and 2012 is presented below.

(Unit: Thousand Baht)

	Computer Software	Software under development	Total
<b>Cost:</b>			
1 January 2012	5,828	168	5,996
Additions	5,419	834	6,253
Transfer in (out)	210	(210)	-
31 December 2012	11,457	792	12,249
Additions	1,063	99	1,162
Write-off	(243)	-	(243)
31 December 2013	12,277	891	13,168

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	Computer Software	Software under development	Total
<b>Accumulated amortisation:</b>			
1 January 2012	4,224	-	4,224
Amortisation for the year	1,456	-	1,456
31 December 2012	5,680	-	5,680
Amortisation for the year	2,488	-	2,488
Write-off	(243)	-	(243)
31 December 2013	7,925	-	7,925
<b>Net book value:</b>			
31 December 2012	5,777	792	6,569
31 December 2013	4,352	891	5,243
<b>Amortisation expenses for the year</b>			
2012			1,456
2013			2,488

As at 31 December 2013, certain computer software has been fully amortised but is still in use. The original cost of those assets amounted to approximately Baht 5 million (2012: Baht 3 million).

#### 16. Withholding tax deducted at source

(Unit: Thousand Baht)

	2013	2012
Year 2005	-	3,609
Year 2011	4,527	4,527
Total	4,527	8,136

The Company has requested for a refund of the withholding tax deducted at source from the Revenue Department. However, its net realisable value is subject to the result of a tax audit by the Revenue officials. The management believes that the Company will receive the refund in full amount in the future.

On 30 July 2013, the Company received a refund of withholding tax deducted at source of the year 2005 of Baht 3.6 million from the Revenue Department.

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## 17. Trade and other payables

	(Unit: Thousand Baht)	
	2013	2012
Trade payables - related parties	4,569	7,441
Trade payables - unrelated parties	14,200	8,378
Accrued expenses - related parties	2,673	1,477
Accrued expenses - unrelated parties	35,482	8,705
Total trade and other payables	56,924	26,001

## 18. Provision for long-term employee benefits

Provision for long-term employee benefits as at 31 December 2013 and 2012, which is compensations on employees' retirement, was as follows:

	(Unit: Thousand Baht)	
	2013	2012
<b>Defined benefit obligation at beginning of year</b>	6,606	5,703
Current service cost	1,695	830
Interest cost	335	289
Benefits paid during the year	(594)	(216)
Actuarial gain	(437)	-
<b>Defined benefit obligation at end of year</b>	7,605	6,606
Unrecognised transitional provisions	(2,411)	(3,616)
<b>Provisions for long-term employee benefits at end of year</b>	5,194	2,990

Long-term employee benefit expenses included in the profit or loss was as follows:

	(Unit: Thousand Baht)	
	Financial statements in which the equity method is applied/ Separate financial statements	
	2013	2012
Current service cost	1,695	830
Interest cost	335	289
Transitional liability recognised during the year	1,205	733
Total expense recognised in profit or loss	3,235	1,852
Line items under which such expenses are included in profit or loss		
Cost of sales	2,599	664
Selling and administrative expenses ( นายปฐม อินทโรดม )	( นายมนู เดียวไพฑูริ ) 636	1,188

The cumulative amount of actuarial gains recognised in other comprehensive income and taken as part of retained earnings of the Company as at 31 December 2013 amounted to Baht 0.4 million

Principal actuarial assumptions at the valuation date were as follows:

	Financial statements in which the equity method is applied/ Separate financial statements	
	2013	2012
	(%per annum)	(%per annum)
Discount rate	4.2	4.1
Future salary increase rate (depending on age)	5.0 - 9.0	5.0 - 9.0
Staff turnover rate	0 - 30.0	0 - 25.0

Amounts of defined benefit obligation for the current and previous period are as follows:

(Unit: Thousand Baht)

	Defined benefit obligation
	Financial statements in which the equity method is applied/Separate financial statements
Year 2013	5,194
Year 2012	2,990
Year 2011	1,354

## 19. Share capital

Registered ordinary shares which are not issued and paid-up are the ordinary shares reserved for the exercise of warrants offered to certain directors and/or employees of the Company, as discussed in Note 20 to the financial statements.

During the year, the holders of the ordinary share warrants offered to the directors and/or employees (ESOP) exercised 0.8 million warrants at an exercise price of Baht 0.25 each, or a total of Baht 0.2 million (2012: 7.68 million warrants at an exercise price of Baht 0.25 each, or for a total of Baht 1.92 million) to purchase 0.8 million ordinary shares with a par value of Baht 0.25 each, or a total of Baht 0.2 million (2012: 7.68 million ordinary shares with a par value of Baht 0.25 each, or a total of Baht 1.92 million).

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The reconciliation of number of ordinary shares is as follows.

	(Unit: Thousand Shares)	
	2013	2012
<u>Registered share capital</u>		
Number of ordinary shares at the beginning of the year	466,000	466,000
Number of ordinary shares at the end of the year	466,000	466,000
 (Unit: Thousand Shares)		
<u>Issued and paid-up share capital</u>		
Number of ordinary shares at the beginning of the year	465,175	475,500
Increase in number of ordinary shares due to exercised warrants	825	7,675
Number of ordinary shares at the end of the year	466,000	465,175


## 20. Warrants

Details of warrants of the Company which will be offered to certain directors and/or employees are as follows:

Type of warrant	: Registered and non-transferable
No. of units issued	: 15,600,000 Units
Issue price	: None
Allocation ratio	: 1 warrant to 1 new ordinary share (except for the adjustment of exercise ratio under the condition)
Exercise price	: Baht 0.25 per share (except for the adjustment of exercise price under the condition)
Term of issue	: 1 year from the date approved by the shareholder's meeting
Term of warrants	: 3 years from issue date
No. of ordinary shares allocated	: 15,600,000 ordinary shares of Baht 0.25 each or 5% of paid up share capital.
Issue date	: 15 November 2010
Allocation to	: Directors and/or employees of the Company

  
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Conditions and period of exercise : Warrant holders may first exercise no more than 50% of the total warrants allotted, following a period of 12 months after the allotment date.

Warrant holders may exercise the remaining warrants, following a period of 24 months after the allotment date until the final exercise date.

The movements of warrants during the period/ year are summarised below.

	(Unit: Thousand Units)	
	2013	2012
Brought forward/Number of unexercised warrants	825	8,500
Exercised during the period/year	(825)	(7,675)
Number of unexercised warrants	-	825

## 21. Statutory reserve


Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net income after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution.

During the year 2013, the Company had set aside the statutory reserve of Baht 1.2 million from its net profit (2012: Baht 1.5 million).

## 22. Expenses by nature

Significant expenses by nature are as follows:

	(Unit: Million Baht)	
	2013	2012
Employee expenses	74	63
Cost of sales, advertising media and services	375	115
Depreciation and amortisation	10	9
Consultant and management fee	6	7

  
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## 23. Income tax

Income tax expenses for the years ended 31 December 2013 and 2012 are made up as follows:


(Unit: Thousand Baht)

	Financial statements in which the equity method is applied		Separate financial statements	
	2013	2012 (Restated)	2013	2012 (Restated)
<b>Current income tax:</b>				
Current income tax charge	10,089	9,555	10,089	9,555
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	(403)	(244)	(403)	(244)
<b>Income tax expense reported in the statements of comprehensive income</b>	<u>9,686</u>	<u>9,311</u>	<u>9,686</u>	<u>9,311</u>

Reconciliation between income tax expenses and the product of accounting profit multiplied by the applicable tax rates for the years ended 31 December 2013 and 2012

(Unit: Thousand Baht)

	Financial statements in which the equity method is applied		Separate financial statements	
	2013	2012 (Restated)	2013	2012 (Restated)
Accounting profit before tax	42,822	40,863	42,822	40,406
Applicable tax rate	20%	23%	20%	23%
Accounting profit before tax multiplied by applicable tax rate	8,564	9,398	8,564	9,398
Adjustment in respect of current income tax of previous year	503	-	503	-
Effects of changes in the applicable tax rates	(403)	(244)	(403)	(244)
Effects of:				
Non-deductible expenses	1,503	1,191	1,503	1,191
Additional expense deductions allowed	(481)	(1,034)	(481)	(1,034)
Total	1,022	157	1,022	157
<b>Income tax expenses reported in the statement of comprehensive income</b>	<u>9,686</u>	<u>9,311</u>	<u>9,686</u>	<u>9,311</u>

  
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The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	Statements of financial position					
	Financial statements in which the equity method is applied			Separate financial statements		
	As at	As at	As at	As at	As at	As at
	31 December	31 December	1 January	31 December	31 December	1 January
	2013	2012	2012	2013	2012	2012
		(Restated)			(Restated)	
<b>Deferred tax assets</b>						
Allowance for doubtful accounts	197	165	53	197	165	53
Allowance for diminution in value of inventories	333	403	598	333	403	598
Provision for long-term employee benefits	1,039	598	271	1,039	598	271
<b>Total</b>	<b>1,569</b>	<b>1,166</b>	<b>922</b>	<b>1,569</b>	<b>1,166</b>	<b>922</b>

In October 2011, the cabinet passed a resolution to reduce the corporate income tax rate from 30 percent to 23 percent in 2012, and then to 20 percent from 2013. In addition, in order to comply with the resolution of the cabinet, in December 2011, the decreases in tax rates for 2012 - 2014 were enacted through a royal decree. The Company has reflected the changes in the income tax rates in its deferred tax calculation, as presented above.

## 24. Promotional privileges

The Company has received promotional privileges from the Board of Investment for the manufacture of Enterprise software, Digital content and Embedded Software, pursuant to the promotion certificate No. 2911(7)/2555 issued on 20 December 2012. Subject to certain imposed conditions, the tax privileges of the Company includes the following:

- Exemption from corporate income tax on income from the promoted activities for a period of 8 years as from the date of first earning operating income (8 October 2013).

In case that there are losses incurred during the corporate income tax exemption period, the Company is allowed to utilise the losses as a deduction against net income of future years after the expiry of the tax exemption period but with a time limit of 5 years after that period.

- Exemption from income tax on dividend paid to the shareholders from the income of the promoted operation during the corporate income tax exemption period.
- Exemption from import duty on machinery as approved by the Board.

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During the year 2013, the Company has operated revenues divided from promoted operations of Baht 12.4 million (2012: Nil).

## 25. Earnings per share

Basic earnings per share is calculated by dividing profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

Diluted earnings per share is calculated by dividing profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year plus the weighted average number of ordinary shares which might need to be issued for the conversion of all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued.

Calculation of basic earnings per share and diluted earnings per share is presented below:

	Financial statements in which the equity method is applied		Separate financial statements	
	For the years ended 31 December			
	2013	2012	2013	2012
		(Restated)		(Restated)
Profit for the year (Thousand Baht)	33,136	31,552	33,136	31,095
Weighted average number of ordinary shares (Thousand shares)	465,663	458,372	465,663	458,372
Effect of dilutive potential ordinary shares ESOP-W (Thousand shares)	283	6,266	283	6,266
Total weighted average number of ordinary shares (Thousand shares)	465,946	464,638	465,946	464,638
Basic earnings per share (Baht/share)	0.071	0.069	0.071	0.068
Diluted earnings per share (Baht/share)	0.071	0.068	0.071	0.067

## 26. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company is organised into business units based on its products and services and has three reportable segments as follows:

- Printing media
- Management of event
- Digital and other media

No operating segments have been aggregated to form the above reportable operating segments.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements. However, the Company financing activities (including finance costs and finance income) and income taxes are managed on a company basis and are not allocated to operating segments.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

The following tables present revenue, profit and total assets information regarding the Company and its subsidiaries' operating segments for the years ended 31 December 2013 and 2012, respectively.

(Unit: Thousand Baht)

	Year ended 31 December 2013						Total
	Printing media segment	Management of event segment	Digital and other media segment	Other segment	Total reportable segments	Adjustments and eliminations	
Revenue from external customers	51,684	345,161	132,493	-	529,338	-	529,338
Inter-segment revenue	1,940	-	165	-	2,105	(2,105)	-
Interest revenue	-	-	-	1,178	1,178	-	1,178
Depreciation and amortization	756	500	2,079	6,985	10,320	-	10,320
<b>Segment profit</b>	<b>7,213</b>	<b>29,457</b>	<b>7,530</b>	<b>1,178</b>	<b>45,378</b>	<b>(2,105)</b>	<b>43,273</b>
Income tax expense							9,686
<b>Segment total assets</b>	<b>10,578</b>	<b>107,432</b>	<b>68,244</b>	<b>119,788</b>	<b>306,042</b>	<b>-</b>	<b>306,042</b>
Additions to non-current assets other than financial instruments, deferred tax assets, net defined benefit assets and rights arising under insurance	(1,725)	(378)	2,041	(4,711)	(4,773)	-	(4,773)

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(Unit: Thousand Baht)

	Year ended 31 December 2012						Total
	Printing media segment	Management of event segment	Digital and other media segment	Other segment	Total reportable segments	Adjustments and eliminations	
Revenue from external customers	65,149	175,485	5,501	-	246,176	-	246,176
Inter-segment revenue	2,832	-	535	-	3,367	(3,367)	-
Interest revenue	-	-	-	3,331	3,331	-	3,331
Depreciation and amortization	705	691	1,204	6,175	8,775	-	8,775
Share of profit from investment in associate	-	-	-	2,881	2,881	-	2,881
<b>Segment profit</b>	<b>8,717</b>	<b>34,256</b>	<b>(4,791)</b>	<b>3,331</b>	<b>41,513</b>	<b>(3,367)</b>	<b>38,146</b>
Income tax expense							9,311
<b>Segment total assets</b>	<b>18,765</b>	<b>30,472</b>	<b>11,231</b>	<b>201,085</b>	<b>261,553</b>	<b>-</b>	<b>261,553</b>
Additions to non-current assets other than financial instruments, deferred tax assets, net defined benefit assets and rights arising under insurance	1,186	191	3,917	(374)	4,920	-	4,920

The Company is operated in Thailand only. As a result, all of the revenues and assets as reflected in these financial statements pertain to the aforementioned geographical reportable.

For the year 2013, the Company has revenue from 10 major customers in the amount of Baht 359 million, arising from sales by management of event of Baht 262 million and digital and other media of Baht 97 million (2012: Baht 77 million derived from 10 major customers, arising from sales by the management of event of Baht 70 million and printing media of Baht 7 million).

## 27. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Employees and the Company contribute to the fund monthly at the rate of 3 and 5 percent of basic salary. The fund, which is managed by TISCO Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules. During the year 2013, the Company contributed Baht 1.8 million (2012: Baht 1 million).

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On 11 November 2013, the Board of Directors Meeting of the Company approved to establish a new a provident fund named "SinSathaporn", which is managed by BBL Asset Management Co., Ltd. (transferred from the former fund which is managed by TISCO Asset Management Co., Ltd.). The Company's new provident fund is effective from January 2014.

## 28. Dividend

Dividends declared in the years ended 31 December 2013 and 2012 consist of:

Dividends	Approved by	Dividend (Thousand Baht)	Dividend per share (Baht)
Final dividends for 2012	Annual General Meeting of the shareholders on 28 March 2013	11,164	0.024
Interim dividends on operating results of the six-month period of 2013	Board of Director's meeting on 11 November 2013	16,310	0.035
Total		27,474	
Interim dividends on operating results of the six-month period of 2012	Board of Director's meeting on 8 August 2012	18,315	0.04
Total		18,315	

## 29. Commitments and contingent liabilities

### 29.1 Operating lease and service commitments

The Company has entered into operating lease agreements in respect of the lease of warehouse space, motor vehicles and service agreements. The terms of agreements are generally 1 year. These agreements are non-cancellable.

As at 31 December 2013, future minimum lease payments required under these agreements were Baht 9.4 million (2012: Baht 9 million). They were payable within 1 year.

### 29.2 Guarantees

As at 31 December 2013, there were outstanding bank guarantees of approximately Baht 22.9 million (2012: Baht 2.4 million) issued by banks on behalf of the Company in respect of certain performance bonds as required in the normal course of business. These included letters of guarantee amounting to Baht 21.9 million (2012: Baht 1.4 million) to guarantee advance payment received from customer and Baht 1 million (2012: Baht 1 million) to guarantee electricity use, among others.

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### 30. Financial instruments

#### 30.1 Financial risk management

The Company's financial instruments, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, current investments, trade and other receivables restricted bank deposits and trade and other payables. The financial risks associated with these financial instruments and how they are managed is described below.

##### ***Credit risk***

The Company is exposed to credit risk primarily with respect to trade accounts receivable and other receivable. The Company manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, the Company does not have high concentrations of credit risk since it has a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of receivables and other receivable as stated in the statement of financial position.

##### ***Interest rate risk***

The Company's exposure to interest rate risk relates primarily to its cash at banks with interest bearing. However, since most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

Significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

As at 31 December 2013

	Fixed interest rates	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
<b>Financial Assets</b>					
Cash and cash equivalents	-	57.8	0.1	57.9	0.6 - 2.1
Trade and other receivables	-	-	132.4	132.4	-
Deposits at bank with restrictions	-	11.3	-	11.3	1.8 - 2.1
	-	69.1	132.5	201.6	
<b>Financial liabilities</b>					
Trade and other payables	-	-	56.9	56.9	-
	-	-	56.9	56.9	

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(Unit: Million Baht)

As at 31 December 2012

	Fixed interest rates	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
<b>Financial Assets</b>					
Cash and cash equivalents	-	60.5	0.2	60.7	0.6 - 2.3
Current investments	-	70.0	-	70.0	3.0 - 3.5
Trade and other receivables	-	-	43.9	43.9	-
Deposits at bank with restrictions	-	3.1	-	3.1	2.1
	-	133.6	44.1	177.7	
<b>Financial liabilities</b>					
Trade and other payables	-	-	26.0	26.0	-
	-	-	26.0	26.0	

**Foreign currency risk**

The Company considers itself no foreign currency risk because it has few transactions that are denominated in foreign currency. The Company therefore does not enter into forward exchange contracts.

**30.2 Fair values of financial instruments**

Since the majority of the Company's financial instruments are short-term in nature, their fair value is not expected to be materially different from the amounts presented in the statements of financial position.

A fair value is the amount for which an asset can be exchanged or a liability settled between knowledgeable, willing parties in an arm's length transaction. The fair value is determined by reference to the market price of the financial instruments or by using an appropriate valuation technique, depending on the nature of the instrument.

**31. Capital management**

The primary objective of the Company's capital management is to ensure that it has an appropriate financial structure in order to support its business and maximise shareholder value. As at 31 December 2013, the Company's debt-to-equity ratio was 0.3:1 (2012: 0.2:1).

**32. Events after the reporting period**

On 24 February 2014, the Board of Directors Meeting approved the final dividend payment to the Company's shareholders at Baht 0.025 per share, totalling Baht 11.7 Million which will be paid on 11 April 2014.

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### 33. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 24 February 2014.

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