

## **AUDITOR'S REPORT**

To the Shareholders of Minor International Public Company Limited

I have audited the accompanying consolidated and company financial statements of Minor International Public Company Limited and its subsidiaries and of Minor International Public Company Limited, which comprise the consolidated and company statements of financial position as at 31 December 2015, and the related consolidated and company income statements, 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 notes.

### *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.

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

*Opinion*

In my opinion, the consolidated and company financial statements referred to above present fairly, in all material respects, the consolidated and company financial position of Minor International Public Company Limited and its subsidiaries and of Minor International Public Company Limited as at 31 December 2015, and consolidated and company results of operations and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Anothai Leekitwattana  
Certified Public Accountant (Thailand) No. 3442  
PricewaterhouseCoopers ABAS Ltd.

Bangkok  
19 February 2016

**MINOR INTERNATIONAL PUBLIC COMPANY LIMITED**

**CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS**

**31 DECEMBER 2015**

**Minor International Public Company Limited**  
**Statement of Financial Position**  
**As at 31 December 2015**

	Notes	Consolidated		Company	
		2015	2014	2015	2014
		Baht	Baht	Baht	Baht
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	7	4,002,801,115	5,372,355,612	448,866,262	447,310,672
Trade and other receivables	8	4,960,243,693	3,325,658,378	1,143,639,608	903,127,601
Inventories	9	2,413,682,875	1,941,635,715	6,787,642	6,914,727
Land and real estates project for sales	10	7,286,110,754	946,193,538	-	-
Other current assets	11	1,185,435,516	1,420,523,934	85,003,049	122,541,598
<b>Total current assets</b>		<b>19,848,273,953</b>	<b>13,006,367,177</b>	<b>1,684,296,561</b>	<b>1,479,894,598</b>
<b>Non-current assets</b>					
Trade receivables long-term contracts	8	4,931,211,271	3,607,153,423	-	-
Available-for-sale investments	12	1,113,284,999	1,202,415,524	20,245,238	217,265
Investments in subsidiaries	13	-	-	5,733,492,298	5,812,719,758
Investments in associates	13	5,417,529,960	5,519,035,440	2,736,116,097	2,395,106,833
Interests in joint ventures	13	2,726,644,615	1,301,182,990	24,284,460	24,284,460
Other long-term investments	12	904,803,475	100,026,543	100,000,000	100,000,000
Long-term loans to related parties	14	5,152,960,421	3,430,057,022	34,221,547,173	29,122,936,682
Land and projects under development	15	-	1,118,950,542	-	-
Investment properties	16	629,181,430	314,533,065	-	-
Property, plant and equipment	17	33,867,217,930	24,989,850,201	247,012,217	315,667,636
Intangible assets	18	16,541,493,722	11,454,382,807	28,843,657	4,078,175
Prepaid rents	19	1,964,434,866	1,936,123,150	1,868,884	2,491,902
Deferred tax assets	32	581,674,015	434,926,513	-	-
Other non-current assets	20	2,058,735,651	5,864,142,458	47,702,238	24,147,748
<b>Total non-current assets</b>		<b>75,889,172,355</b>	<b>61,272,779,678</b>	<b>43,161,112,262</b>	<b>37,801,650,459</b>
<b>Total assets</b>		<b>95,737,446,308</b>	<b>74,279,146,855</b>	<b>44,845,408,823</b>	<b>39,281,545,057</b>

Director \_\_\_\_\_

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited**  
**Statement of Financial Position**  
**As at 31 December 2015**

	Notes	Consolidated		Company	
		2015	2014	2015	2,014
		Baht	Baht	Baht	Baht
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Bank overdrafts and short-term borrowings					
from financial institutions	21	2,587,773,533	2,333,211,208	1,330,000,000	-
Trade and other payables	22	7,752,557,631	5,589,021,177	410,564,593	380,275,014
Short-term borrowings from					
related parties	14	18,795,000	-	1,542,893,032	1,991,660,154
Current portion of finance lease liabilities	21	8,239,474	10,470,088	-	-
Current portion of long-term borrowings	21	1,504,786,523	1,276,730,547	-	-
Current portion of debentures	21	-	3,000,000,000	-	3,000,000,000
Current portion of deferred income		85,055,325	76,190,132	912,523	-
Income tax payable		338,129,322	251,828,770	8,088,063	-
Other current liabilities	23	1,284,520,575	1,035,466,991	69,896,864	100,440,982
<b>Total current liabilities</b>		<b>13,579,857,383</b>	<b>13,572,918,913</b>	<b>3,362,355,075</b>	<b>5,472,376,150</b>
<b>Non-current liabilities</b>					
Finance lease liabilities	21	22,270,053	22,182,908	-	-
Long-term borrowings	21	19,550,400,837	13,639,041,210	3,182,762,000	4,550,000,000
Debentures	21	21,800,000,000	13,800,000,000	21,800,000,000	13,800,000,000
Employee benefits obligations	24	258,023,797	240,495,351	15,531,774	17,866,953
Deferred tax liabilities	32	2,854,570,191	2,089,033,975	202,908,846	196,175,448
Other non-current liabilities	25	1,756,931,887	891,011,112	443,337,148	113,592,293
<b>Total non-current liabilities</b>		<b>46,242,196,765</b>	<b>30,681,764,556</b>	<b>25,644,539,768</b>	<b>18,677,634,694</b>
<b>Total liabilities</b>		<b>59,822,054,148</b>	<b>44,254,683,469</b>	<b>29,006,894,843</b>	<b>24,150,010,844</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited**  
**Statement of Financial Position**  
**As at 31 December 2015**

	Notes	Consolidated		Company	
		2015	2014	2015	2014
		Baht	Baht	Baht	Baht
<b>Liabilities and shareholders' equity (Cont'd)</b>					
<b>Shareholders' equity</b>					
Share capital	26				
Authorised share capital					
4,641,789,065 ordinary shares					
of Baht 1 each					
(2014: 4,201,634,495 ordinary shares					
of Baht 1 each)		4,641,789,065	4,201,634,495	4,641,789,065	4,201,634,495
Issued and paid-up share capital					
4,402,311,612 ordinary shares					
of Baht 1 each					
(2014: 4,001,556,662 ordinary shares					
of Baht 1 each)	26	4,402,311,612	4,001,556,662	4,402,311,612	4,001,556,662
Share premium					
Ordinary shares	26	7,354,672,554	7,333,139,701	7,329,020,178	7,307,487,325
Expired warrants in a subsidiary		104,788,723	104,788,723	-	-
Retained earnings					
Appropriated - legal reserve	28	464,178,907	420,169,113	464,178,907	420,169,113
Unappropriated		22,140,776,139	16,545,330,801	4,230,276,304	3,989,622,934
Other components of equity	29	(1,664,204,923)	(348,273,393)	(587,273,021)	(587,301,821)
Equity attributable to owners of the parent		32,802,523,012	28,056,711,607	15,838,513,980	15,131,534,213
Non-controlling interests		3,112,869,148	1,967,751,779	-	-
<b>Total shareholders' equity</b>		<b>35,915,392,160</b>	<b>30,024,463,386</b>	<b>15,838,513,980</b>	<b>15,131,534,213</b>
<b>Total liabilities and shareholders' equity</b>		<b>95,737,446,308</b>	<b>74,279,146,855</b>	<b>44,845,408,823</b>	<b>39,281,545,057</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited**

**Income Statement**

**For the year ended 31 December 2015**

	Notes	Consolidated		Company	
		2015 Baht	2014 Baht	2015 Baht	2014 Baht
<b>Revenues</b>	14				
Revenues from hotel and related services operations		16,371,612,142	13,182,366,622	532,393,527	473,646,178
Sales of real estates		3,687,354,534	2,750,490,282	-	-
Rental income from property business		380,021,866	407,719,154	-	-
Revenues from entertainment operations		134,892,795	146,538,971	133,791,780	141,894,813
Sales of food and beverage		16,667,070,297	15,285,245,811	-	-
Sales from distribution and manufacturing		3,420,558,256	3,601,443,959	-	-
Revenues from management services		983,845,896	1,265,178,840	277,194,746	234,703,308
Franchise fee income		786,869,703	588,964,162	-	-
Dividends income		11,667,755	14,370,673	1,464,234,009	1,544,512,477
Interest income		442,866,527	323,018,473	1,394,318,842	1,145,240,406
Other income	30	4,008,759,776	1,398,731,050	153,864,007	71,345,991
<b>Total revenues</b>		<b>46,895,519,547</b>	<b>38,964,067,997</b>	<b>3,955,796,911</b>	<b>3,611,343,173</b>
<b>Expenses</b>	14				
Direct cost of hotel and related services operations		8,825,122,057	7,202,166,711	270,047,693	215,396,274
Cost of sales of real estates	10	1,216,028,418	761,998,151	-	-
Direct cost of rental from property business		186,800,156	209,232,998	-	-
Direct cost of entertainment operations		46,879,535	57,308,493	83,714,664	89,993,161
Cost of sales of food and beverage		5,488,249,510	4,926,695,968	-	-
Cost of sales from distribution and manufacturing		2,066,388,634	2,163,585,859	-	-
Selling expenses		14,306,922,215	13,427,038,837	515,656,781	483,407,759
Administrative expenses		7,166,530,071	4,995,288,735	434,780,532	372,169,501
<b>Total expenses</b>		<b>39,302,920,596</b>	<b>33,743,315,752</b>	<b>1,304,199,670</b>	<b>1,160,966,695</b>
<b>Operating profit</b>		<b>7,592,598,951</b>	<b>5,220,752,245</b>	<b>2,651,597,241</b>	<b>2,450,376,478</b>
Share of profit of investments in associates and interests in joint ventures	13	1,253,508,924	823,000,054	-	-
<b>Profit before financial costs and income tax</b>	31	<b>8,846,107,875</b>	<b>6,043,752,299</b>	<b>2,651,597,241</b>	<b>2,450,376,478</b>
Financial costs		(1,300,940,797)	(1,145,173,001)	(927,932,495)	(763,346,018)
<b>Profit before income tax</b>		<b>7,545,167,078</b>	<b>4,898,579,298</b>	<b>1,723,664,746</b>	<b>1,687,030,460</b>
Income tax	32	(410,788,424)	(396,950,055)	(38,291,965)	(32,029,711)
<b>Profit for the year</b>		<b>7,134,378,654</b>	<b>4,501,629,243</b>	<b>1,685,372,781</b>	<b>1,655,000,749</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited****Income Statement****For the year ended 31 December 2015**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
<b>Note</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Profit attributable to:</b>				
Owners of the parent	7,040,164,749	4,401,785,695	1,685,372,781	1,655,000,749
Non-controlling interests	94,213,905	99,843,548	-	-
	<u>7,134,378,654</u>	<u>4,501,629,243</u>	<u>1,685,372,781</u>	<u>1,655,000,749</u>
<b>Earnings per share</b>	33			
Basic earnings per share	1.5992	1.0000	0.3829	0.3760
Diluted earnings per share	1.5992	1.0000	0.3829	0.3760

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.



**Minor International Public Company Limited**  
**Statement of Comprehensive Income**  
**For the year ended 31 December 2015**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Profit for the year	7,134,378,654	4,501,629,243	1,685,372,781	1,655,000,749
<b>Other comprehensive income:</b>				
Item that will be reclassified subsequently to income statement				
(Loss) gain on remeasuring of available-for-sale investments	(377,286,485)	406,218,027	28,800	13,475
Item that will not be reclassified to income statement				
Exchange differences on translating financial statements	(715,565,929)	(485,696,357)	-	-
<b>Other comprehensive income (expense) for the year, net of tax</b>	<b>(1,092,852,414)</b>	<b>(79,478,330)</b>	<b>28,800</b>	<b>13,475</b>
<b>Total comprehensive income for the year</b>	<b>6,041,526,240</b>	<b>4,422,150,913</b>	<b>1,685,401,581</b>	<b>1,655,014,224</b>
<b>Total comprehensive income attributable to:</b>				
Owners of the parent	5,944,760,830	4,384,985,727	1,685,401,581	1,655,014,224
Non-controlling interests	96,765,410	37,165,186	-	-
	<b>6,041,526,240</b>	<b>4,422,150,913</b>	<b>1,685,401,581</b>	<b>1,655,014,224</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

Minor International Public Company Limited  
Statement of Changes in Shareholders' Equity  
For the year ended 31 December 2015

Consolidated (Baht)														
Attributable to owners of the parent														
Notes	Attributable to owners of the parent					Other components of equity								
	Issued and paid-up share capital	Share premium	Expired warrants in a subsidiary	Legal reserve	Unappropriated retained earnings	Other comprehensive income								
						Discount on business combination under common control	Discount on additional investment in subsidiary	Remeasuring of available-for-sale investments	Translation adjustment	Total other component of equity	Total owners of the parent	Non-controlling interests	Total shareholders' equity	
<b>Beginning balance as at 1 January 2014</b>	4,001,355,462	7,331,862,886	104,788,723	406,309,113	13,557,910,874	(755,412,590)	(33,625,540)	199,374,571	277,843,036	(311,820,523)	25,090,406,535	1,784,262,232	26,874,668,767	
<b>Changes in equity for the year</b>														
Additional ordinary shares	26	201,200	1,276,815	-	-	-	-	-	-	-	1,478,015	-	1,478,015	
Legal reserve	28	-	-	13,860,000	(13,860,000)	-	-	-	-	-	-	-	-	
Additional investment in subsidiary		-	-	-	-	-	(19,652,902)	-	-	(19,652,902)	(19,652,902)	(9,236,080)	(28,888,982)	
Business combination		-	-	-	-	-	-	-	-	-	-	166,022,872	166,022,872	
Dividend paid	34	-	-	-	(1,400,505,768)	-	-	-	-	-	(1,400,505,768)	(10,462,431)	(1,410,968,199)	
Total comprehensive income for the year		-	-	-	4,401,785,695	-	-	406,218,027	(423,017,995)	(16,799,968)	4,384,985,727	37,165,186	4,422,150,913	
<b>Ending balance as at 31 December 2014</b>		<b>4,001,556,662</b>	<b>7,333,139,701</b>	<b>104,788,723</b>	<b>420,169,113</b>	<b>16,545,330,801</b>	<b>(755,412,590)</b>	<b>(53,278,442)</b>	<b>605,592,598</b>	<b>(145,174,959)</b>	<b>(348,273,393)</b>	<b>28,056,711,607</b>	<b>1,967,751,779</b>	<b>30,024,463,386</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

Minor International Public Company Limited  
Statement of Changes in Shareholders' Equity  
For the year ended 31 December 2015

Consolidated (Baht)													
Attributable to owners of the parent													
Other components of equity													
Other comprehensive income													
Discount on													
business													
combination													
additional													
of available-													
Remeasuring													
for-sale													
Translation													
adjustment													
Total													
other													
component													
of equity													
Total													
owners													
of the													
parent													
Non-													
controlling													
interests													
Total													
shareholders'													
equity													
Notes	Issued and paid-up share capital	Share premium	Expired warrants in a subsidiary	Legal reserve	Unappropriated retained earnings	Discount on business combination control	Discount on additional investment in subsidiary	Remeasuring of available- for-sale investments	Translation adjustment	Total other component of equity	Total owners of the parent	Non- controlling interests	Total shareholders' equity
<b>Beginning balance as at 1 January 2015</b>	4,001,556,662	7,333,139,701	104,788,723	420,169,113	16,545,330,801	(755,412,590)	(53,278,442)	605,592,598	(145,174,959)	(348,273,393)	28,056,711,607	1,967,751,779	30,024,463,386
<b>Changes in equity for the year</b>													
Additional ordinary shares	26	400,754,950	21,532,853	-	-	-	-	-	-	-	422,287,803	-	422,287,803
Legal reserve	28	-	-	-	44,009,794	(44,009,794)	-	-	-	-	-	-	-
Additional investment in subsidiary		-	-	-	-	-	(220,527,611)	-	-	(220,527,611)	(220,527,611)	(129,927,285)	(350,454,896)
Business combination		-	-	-	-	-	-	-	-	-	-	1,188,742,914	1,188,742,914
Dividend paid	34	-	-	-	(1,400,709,617)	-	-	-	-	-	(1,400,709,617)	(10,463,670)	(1,411,173,287)
Total comprehensive income for the year		-	-	-	7,040,164,749	-	-	(377,286,485)	(718,117,434)	(1,095,403,919)	5,944,760,830	96,765,410	6,041,526,240
<b>Ending balance as at 31 December 2015</b>	<b>4,402,311,612</b>	<b>7,354,672,554</b>	<b>104,788,723</b>	<b>464,178,907</b>	<b>22,140,776,139</b>	<b>(755,412,590)</b>	<b>(273,806,053)</b>	<b>228,306,113</b>	<b>(863,292,393)</b>	<b>(1,664,204,923)</b>	<b>32,802,523,012</b>	<b>3,112,869,148</b>	<b>35,915,392,160</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

Minor International Public Company Limited  
Statement of Changes in Shareholders' Equity  
For the year ended 31 December 2015

Company (Baht)									
	Notes	Issued and paid-up share capital	Share premium	Legal reserve	Unappropriated retained earnings	Other component of equity			Total shareholders' equity
						Discount on business combination under common control	Remeasuring of available-for-sale investments	Total other component of equity	
<b>Beginning balance as at 1 January 2014</b>		4,001,355,462	7,306,210,510	406,309,113	3,748,987,953	(587,397,515)	82,219	(587,315,296)	14,875,547,742
<b>Changes in equity for the year</b>									
Additional ordinary shares	26	201,200	1,276,815	-	-	-	-	-	1,478,015
Legal reserve	28	-	-	13,860,000	(13,860,000)	-	-	-	-
Dividend paid	34	-	-	-	(1,400,505,768)	-	-	-	(1,400,505,768)
Total comprehensive income for the year		-	-	-	1,655,000,749	-	13,475	13,475	1,655,014,224
<b>Ending balance as at 31 December 2014</b>		<u>4,001,556,662</u>	<u>7,307,487,325</u>	<u>420,169,113</u>	<u>3,989,622,934</u>	<u>(587,397,515)</u>	<u>95,694</u>	<u>(587,301,821)</u>	<u>15,131,534,213</u>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

Minor International Public Company Limited  
Statement of Changes in Shareholders' Equity  
For the year ended 31 December 2015

Company (Baht)									
	Notes	Issued and paid-up share capital	Share premium	Legal reserve	Unappropriated retained earnings	Other component of equity			Total shareholders' equity
						Discount on business combination under common control	Remeasuring of available-for-sale investments	Total other component of equity	
<b>Beginning balance as at 1 January 2015</b>		4,001,556,662	7,307,487,325	420,169,113	3,989,622,934	(587,397,515)	95,694	(587,301,821)	15,131,534,213
<b>Changes in equity for the year</b>									
Additional ordinary shares	26	400,754,950	21,532,853	-	-	-	-	-	422,287,803
Legal reserve	28	-	-	44,009,794	(44,009,794)	-	-	-	-
Dividend paid	34	-	-	-	(1,400,709,617)	-	-	-	(1,400,709,617)
Total comprehensive income for the year		-	-	-	1,685,372,781	-	28,800	28,800	1,685,401,581
<b>Ending balance as at 31 December 2015</b>		<u>4,402,311,612</u>	<u>7,329,020,178</u>	<u>464,178,907</u>	<u>4,230,276,304</u>	<u>(587,397,515)</u>	<u>124,494</u>	<u>(587,273,021)</u>	<u>15,838,513,980</u>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited**  
**Statement of Cash Flows**  
**For the year ended 31 December 2015**

	Notes	Consolidated		Company	
		2015 Baht	2014 Baht	2015 Baht	2014 Baht
<b>Cash flows from operating activities</b>					
Profit before income tax		7,545,167,078	4,898,579,298	1,723,664,746	1,687,030,460
Adjustments for:					
Depreciation and amortisation	16 - 19	3,094,777,738	2,859,632,838	86,335,788	91,030,435
Amortisation of other assets		17,325,913	15,888,786	15,691,959	14,137,662
Amortisation of underwriting fees	21	12,179,327	11,525,859	-	-
Gain from bargain purchases	35	(756,185,318)	-	-	-
Gain from fair value adjustment of changing status of investment in associate	13	(1,792,887,591)	-	-	-
Doubtful accounts (Reversal)	31	35,835,814	40,236,562	(32,455)	(4,583)
Reversal of inventory obsolescence	9	(5,410,401)	(16,799,598)	-	-
Gain on debt restructuring		-	(187,263,325)	-	-
Realisation of deferred income		(35,779,035)	(40,988,425)	-	-
Share of profit of investments in associates and interests in joint ventures	13	(1,352,172,337)	(823,000,054)	-	-
Interest expenses		1,300,940,797	1,145,173,001	927,932,495	763,346,018
Interest income		(442,866,527)	(323,018,473)	(1,394,318,842)	(1,145,240,406)
Dividends income		(11,667,755)	(14,370,673)	(1,464,234,009)	(1,544,512,477)
Translation adjustment for equity loan		(47,701,004)	(90,397,160)	-	-
Unrealised loss (gain) on exchange rate		323,501,834	(34,063,677)	204,159,639	5,805
Gain from fair value adjustment of short-term investments	30	-	(24,666,481)	-	(24,666,481)
Gain from fair value adjustment of long-term investments		-	(86,631,773)	-	-
Gain from sales of investment in associate	13	(30,000,000)	-	(38,820,401)	-
Gain from liquidation of subsidiaries	13	-	-	(56,631,903)	-
Impairment of investment in subsidiary	13	-	-	3,430,000	-
Loss (gain) on disposals, impairment charge and write-off of property, plant and equipment and investment properties		162,923,766	(26,767,143)	327,682	122,135
Loss (gain) on disposals, impairment charge and write-off of intangible assets and prepaid rents		47,195,464	(27,730,075)	-	-
Employee benefit obligations	24	4,270,041	47,747,247	(1,668,979)	2,492,863
<b>Changes in operating assets and liabilities</b>					
Trade and other receivables		(1,024,645,927)	(63,813,436)	(240,479,552)	(461,869,225)
Inventories		(302,383,788)	(267,550,042)	127,085	(913,361)
Land and real estates project for sales		(2,617,566,039)	628,318,255	-	-
Other current assets		(35,513,691)	(25,054,011)	36,371,241	(27,410,888)
Other non-current assets		(1,501,163,852)	(1,248,301,049)	(39,246,448)	-
Trade and other payables		1,197,812,847	436,274,383	65,952,210	(34,778,010)
Other current liabilities		101,643,484	127,537,568	(29,631,596)	80,119,308
Other non-current liabilities		274,312,154	(368,757,756)	(333,772)	(1,140,389)
<b>Cash generated from operations</b>					
		4,161,942,992	6,541,740,646	(201,405,112)	(602,251,134)
Interest paid		(1,254,166,513)	(1,109,375,584)	(962,882,695)	(696,528,382)
Income tax paid		(524,687,340)	(647,369,434)	(23,438,441)	(4,280,909)
<b>Net cash generated from (used in) operating activities</b>					
		2,383,089,139	4,784,995,628	(1,187,726,248)	(1,303,060,425)

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited**  
**Statement of Cash Flows**  
**For the year ended 31 December 2015**

	Notes	Consolidated		Company	
		2015 Baht	2014 Baht	2015 Baht	2014 Baht
<b>Cash flows from investing activities</b>					
Cash paid from loans to related parties	14	(1,433,778,539)	(2,450,462,428)	(4,945,834,876)	(7,308,213,416)
Cash received from loans to related parties	14	23,904,969	6,089,354	-	-
Decrease in loans to other companies		49,194,796	3,921,782	-	-
Acquisition of subsidiaries, net cash acquired		(3,257,999,815)	(136,494,202)	-	-
Proceeds from disposal of subsidiaries	13	-	-	132,429,363	-
Proceeds from sales of short-term investments		-	2,624,666,481	-	2,624,666,481
Proceeds from sales of investment in associate	13	87,814,375	-	87,814,375	-
Proceeds from sales of assets held for sales		116,179,167	-	-	-
Cash invested in investments in subsidiaries		-	-	-	(598,725)
Cash invested in investments in associates		(438,828,785)	(721,528,096)	(390,003,238)	(244,910,953)
Cash invested in investments in joint ventures		(283,806,898)	(431,027,447)	-	-
Cash invested in short-term investments		-	(2,600,000,000)	-	(2,600,000,000)
Cash invested in general investments	12	(804,776,932)	-	-	-
Cash invested in available-for-sale investments	12	(228,077,394)	(4,780,614)	(20,000,000)	-
Payment to minority shareholder for an additional investment in a subsidiary		-	(28,888,982)	-	-
Advance payments for acquisitions	20	-	(3,963,877,514)	-	-
Interest received		349,428,723	314,151,410	1,394,318,842	1,145,240,406
Dividends received		421,009,977	326,246,240	1,464,234,009	1,544,512,477
Payments for land and project under development		(795,113,262)	(918,226,673)	-	-
Payments for investment properties	16	(363,555,623)	(280,053,342)	-	-
Purchases of property, plant and equipment		(6,202,655,638)	(4,286,260,028)	(14,912,354)	(32,376,485)
Proceeds from disposals of property, plant and equipment and investment properties		49,268,230	141,954,544	31,308	30,000
Purchases of intangible assets and prepaid rents		(446,610,215)	(426,920,267)	(26,846,659)	(411,285)
Proceeds from disposals of intangible assets and prepaid rents		2,705,220	60,183,070	-	-
<b>Net cash used in investing activities</b>		<b>(13,155,697,644)</b>	<b>(12,771,306,712)</b>	<b>(2,318,769,230)</b>	<b>(4,872,061,500)</b>
<b>Cash flows from financing activities</b>					
Increase (decrease) in short-term borrowings from related parties	14	18,795,000	-	(448,767,122)	164,408,323
Receipts from short-term borrowings from financial institutions	21	3,580,111,057	4,243,008,475	1,330,000,000	-
Repayments of short-term borrowings from financial institutions	21	(1,971,846,400)	(499,332,860)	-	-
Repayments of financial lease liabilities		(16,455,313)	(25,672,769)	-	-
Receipts from long-term borrowings from financial institutions	21	11,105,787,018	8,113,165,338	4,910,240,000	4,550,000,000
Repayments of long-term borrowings from financial institutions	21	(7,550,488,138)	(2,871,154,475)	(6,305,000,000)	-
Receipts from issuance of debentures	21	8,000,000,000	4,500,000,000	8,000,000,000	4,500,000,000
Repayment of debentures	21	(3,000,000,000)	(2,060,000,000)	(3,000,000,000)	(2,060,000,000)
Receipts from issuance of ordinary shares	26	22,086,460	1,478,015	22,086,460	1,478,015
Receipts from other shareholders for additional share capital in a subsidiary		116,694,842	35,997,636	-	-
Dividends paid to shareholders	34	(1,000,508,270)	(1,400,505,768)	(1,000,508,270)	(1,400,505,768)
Dividends paid to non-controlling interests		(10,463,670)	(10,462,431)	-	-
<b>Net cash receipts from financing activities</b>		<b>9,293,712,586</b>	<b>10,026,521,161</b>	<b>3,508,051,068</b>	<b>5,755,380,570</b>

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.

**Minor International Public Company Limited**  
**Statement of Cash Flows**  
**For the year ended 31 December 2015**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Net (decrease) increase in cash and cash equivalents</b>	(1,478,895,919)	2,040,210,077	1,555,590	(419,741,355)
Cash and cash equivalents, opening balance	5,364,382,805	3,361,397,842	447,310,672	867,052,027
Gain (loss) on exchange rate	93,239,116	(37,225,115)	-	-
<b>Cash and cash equivalents, closing balance</b>	<b>3,978,726,002</b>	<b>5,364,382,804</b>	<b>448,866,262</b>	<b>447,310,672</b>

**Cash and cash equivalents as at 31 December**

	<b>Notes</b>	<b>Consolidated</b>		<b>Company</b>	
		<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
		<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Cash and deposits with banks	7	3,991,877,967	5,085,242,612	448,866,262	197,310,672
Time deposits (maturity less than 3 months)	7	10,923,148	287,113,000	-	250,000,000
Bank overdrafts	21	(24,075,113)	(7,972,808)	-	-
		<b>3,978,726,002</b>	<b>5,364,382,804</b>	<b>448,866,262</b>	<b>447,310,672</b>

**Supplementary information for cash flows**

**Non-cash transactions**

Significant non-cash activities for the years ended 31 December 2015 and 2014 are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Acquisition of property, plant and equipment, and land and projects under development by payable	228,910,845	511,448,244	-	744,495
Payable arisen from purchase of investment in a subsidiary	315,830,074	-	-	-
Issuance of stock dividend	400,201,343	-	400,201,343	-
Acquisition of equipment under finance lease agreement	-	26,763,579	-	-
Investment in subsidiary by offsetting with loan	467,149,738	-	-	-

The notes to the consolidated and Company financial statements on pages 16 to 120 form an integral part of the financial statements.



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**1 General information**

Minor International Public Company Limited (“the Company”) is a public limited company incorporated and resident in Thailand. The addresses of the Company’s registered offices are as follows:

Bangkok: 16<sup>th</sup> Floor, Berli Jucker House, 99 Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Thailand.

Pattaya: 218/2-4 Moo 10 Beach Road, Nongprue, Banglamung, Chonburi, Thailand.

The Company is listed on the Stock Exchange of Thailand in October 1988. For the reporting purposes, the Company and its subsidiaries are referred to as the Group.

The Group engages in investment activities, hotel, restaurant operations, and distribution and manufacturing. The Group mainly operates in Thailand and also has operations in other countries such as Singapore, People’s Republic of China, The Republic of Maldives, The United Arab Emirates, Sri Lanka, Australia, the Federative Republic of Brazil, The Portuguese Republic, and countries in South Africa, etc.

These consolidated and Company financial statements was authorised for issue by the Board of Directors on 19 February 2016.

**2 Accounting policies**

The principal accounting policies applied in the preparation of these consolidated and Company financial statements are set out below:

**2.1 Basis for preparation**

The consolidated and Company financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Financial Reporting Standards issued under the Accounting Profession Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act.

The consolidated and Company financial statements have been prepared under the historical cost convention except some investments which are carried at fair value as disclosed in the accounting policies below.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated and Company financial statements are disclosed in Note 4.

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

**2 Accounting policies (Cont'd)**

**2.2 Revised accounting standards, revised financial reporting standards, and related interpretations**

New financial reporting standards and revised accounting standards, revised financial reporting standards are effective on 1 January 2015.

a) Financial reporting standards with significant changes:

TAS 1 (revised 2014)	Presentation of financial statements
TAS 16 (revised 2014)	Property, plant and equipment
TAS 19 (revised 2014)	Employee benefits
TAS 27 (revised 2014)	Separate financial statements
TAS 28 (revised 2014)	Investments in associates and joint ventures
TAS 34 (revised 2014)	Interim financial reporting
TFRS 10	Consolidated financial statements
TFRS 11	Joint arrangements
TFRS 12	Disclosure of interests in other entities
TFRS 13	Fair value measurement
TFRIC 14 (revised 2014)	TAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction
TFRIC 20	Stripping costs in the production phase of a surface mine

The following standards are relevant to the Group and are adopted on 1 January 2015:

TAS 1 (revised 2014) - the main change is that a requirement for entities to Group items presented in 'other comprehensive income' (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently. The amendments do not address which items are presented in OCI.

TAS 16 (revised 2014) indicates that spare part, stand-by equipment and servicing equipment are recognised as property, plant and equipment (PPE) when they meet the definition of PPE. Otherwise, such items are classified as inventory. This standard has no impact to the Group.

TAS 19 (revised 2014) - the key changes are (a) actuarial gains and losses are renamed 'remeasurements' and will be recognised immediately in OCI. Actuarial gains and losses will no longer be deferred using the corridor approach or recognised in profit or loss; and (b) past-service costs will be recognised in the period of a plan amendment; unvested benefits will no longer be spread over a future-service period. This standard has no impact to the Group.

TAS 27 (revised 2014) provides the requirements relating to separate financial statements.

TAS 28 (revised 2014) provides the requirements for investment in associates and joint ventures accounted by equity method.

TAS 34 (revised 2014) - the key change is the disclosure requirements for operating segment. An entity shall disclose information of a measure of total assets and liabilities for a particular reportable segment if such amounts are regularly provided to the chief operating decision maker and if there has been a material change from the amount disclosed in the last annual financial statements for that reportable segment.

**2 Accounting policies (Cont'd)**

**2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)**

New financial reporting standards and revised accounting standards, revised financial reporting standards are effective on 1 January 2015. (Cont'd)

a) Financial reporting standards with significant changes: (Cont'd)

TFRS 10 has a single definition of control and supersedes the principles of control and consolidation included within the original TAS 27, 'Consolidated and separate financial statements'. The standard sets out the requirements for when an entity should prepare consolidated financial statements, defines the principles of control, explains how to apply the principles of control and explains the accounting requirements for preparing consolidated financial statements. The key principle in the new standard is that control exists, and consolidation is required, only if the investor possesses power over the investee, has exposure to variable returns from its involvement with the investee and has the ability to use its power over the investee to affect its returns. This standard has no impact to the Group.

TFRS 11 defines that a joint arrangement is a contractual arrangement where at least two parties agree to share control over the activities of the arrangement. Unanimous consent toward decisions about relevant activities between the parties sharing control is a requirement in order to meet the definition of joint control. Joint arrangements can be joint operations or joint ventures. The classification is principle based and depends on the parties' exposure in relation to the arrangement. When the parties' exposure to the arrangement only extends to the net assets of the arrangement, the arrangement is a joint venture. Joint operations have rights to assets and obligations for liabilities. Joint operations account for their rights to assets and obligations for liabilities. Joint ventures account for their interest by using the equity method of accounting. This standard has no impact to the Group.

TFRS 12 requires entities to disclose information that helps readers of financial statements to evaluate the nature of risks and financial effects associated with the entity's interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities. This standard is disclosed in Note 13.

TFRS 13 aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across TFRSs.

TFRIC 14 (revised 2014) - this interpretation applies to all post-employment defined benefits and other long-term employee benefits. For the purpose of this interpretation, minimum funding requirements are any requirements to fund a post-employment or other long-term benefit plan. This interpretation explains how the pension asset or liability may be affected by a statutory or contractual minimum funding requirement. This standard has no impact to the Group.

**2 Accounting policies (Cont'd)**

**2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)**

New financial reporting standards and revised accounting standards, revised financial reporting standards are effective on 1 January 2015. (Cont'd)

b) Financial reporting standards with minor changes which do not have significant impact to the Group:

TAS 2 (revised 2014)	Inventories
TAS 7 (revised 2014)	Statement of cash flows
TAS 8 (revised 2014)	Accounting policies, changes in accounting estimates and errors
TAS 10 (revised 2014)	Events after the reporting period
TAS 11 (revised 2014)	Construction contracts
TAS 12 (revised 2014)	Income taxes
TAS 17 (revised 2014)	Leases
TAS 18 (revised 2014)	Revenue
TAS 20 (revised 2014)	Accounting for government grants & disclosure of government assistance
TAS 21 (revised 2014)	The effects of changes in foreign exchange rates
TAS 23 (revised 2014)	Borrowing costs
TAS 24 (revised 2014)	Related party disclosures
TAS 26 (revised 2014)	Accounting and reporting by retirement benefit plans
TAS 29 (revised 2014)	Financial reporting in hyperinflationary economies
TAS 33 (revised 2014)	Earnings per share
TAS 36 (revised 2014)	Impairment of assets
TAS 37 (revised 2014)	Provisions, contingent liabilities and contingent assets
TAS 38 (revised 2014)	Intangible assets
TAS 40 (revised 2014)	Investment property
TFRS 2 (revised 2014)	Share-based payment
TFRS 3 (revised 2014)	Business combinations
TFRS 5 (revised 2014)	Non-current asset held for sale and discontinued operations
TFRS 6 (revised 2014)	Exploration for and evaluation of mineral resources
TFRS 8 (revised 2014)	Operating segments
TSIC 10 (revised 2014)	Government assistance - No specific relation to operating activities
TSIC 15 (revised 2014)	Operating leases - Incentives
TSIC 25 (revised 2014)	Income taxes - changes in the tax status of an entity or its shareholders
TSIC 27 (revised 2014)	Evaluating the substance of transactions involving the legal form of a lease
TSIC 29 (revised 2014)	Service concession arrangements: Disclosures
TSIC 31 (revised 2014)	Revenue - barter transactions involving advertising services
TSIC 32 (revised 2014)	Intangible assets - Web site costs
TFRIC 1 (revised 2014)	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4 (revised 2014)	Determining whether an arrangement contains a lease
TFRIC 5 (revised 2014)	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7 (revised 2014)	Applying the restatement approach under IAS 29 Financial reporting in hyperinflationary economies
TFRIC 10 (revised 2014)	Interim financial reporting and impairment
TFRIC 12 (revised 2014)	Service concession arrangements
TFRIC 13 (revised 2014)	Customer loyalty programmes
TFRIC 15 (revised 2014)	Agreements for the construction of real estate
TFRIC 17 (revised 2014)	Distributions of non-cash assets to owners
TFRIC 18 (revised 2014)	Transfers of assets from customers

**2 Accounting policies (Cont'd)**

**2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)**

New financial reporting standards, revised accounting standards and revised financial reporting standards are effective on 1 January 2016. These standards are relevant to the Group and are not early adopted:

a) Financial reporting standards

TAS 16 (revised 2015)	Property, plant and equipment
TAS 19 (revised 2015)	Employee benefits
TAS 24 (revised 2015)	Related party disclosures
TAS 27 (revised 2015)	Separate financial statements
TAS 36 (revised 2015)	Impairment of assets
TAS 38 (revised 2015)	Intangible assets
TAS40 (revised 2015)	Investment property
TAS41(revised 2015)	Agriculture
TFRS 2 (revised 2015)	Share-based payment
TFRS 3 (revised 2015)	Business combinations
TFRS 4 (revised 2015)	Insurance contracts
TFRS 8 (revised 2015)	Operating segments
TFRS 10 (revised 2015)	Consolidated financial statements
TFRS 12 (revised 2015)	Disclosure of interests in other entities
TFRS 13 (revised 2015)	Fair value measurement
TFRIC 21 (revised 2015)	Levies

TAS 16 (revised 2015), 'Property, plant and equipment' clarifies how the gross carrying amount and the accumulated depreciation are treated where an entity uses the revaluation model. This revised standard has no impact to the Group.

TAS 19 (revised 2015), 'Employee benefits' is amended to apply to contributions from employees or third parties to defined benefit plans and to clarify the accounting treatment of such contributions. The amendment distinguishes between contributions that are linked to service only in the period in which they arise and those linked to service in more than one period. The management is currently assessing the impact of applying this revised standard.

TAS 24 (revised 2015), 'Related party disclosures' includes as a related party an entity that provides key management personnel services to the reporting entity or to the parent of the reporting entity (the 'management entity'). Disclosure of the amounts charged to the reporting entity is required. The management is currently assessing the impact of applying this standard.

TAS 27 (revised 2015) allows an investment entity that is exempted from consolidating its subsidiaries presenting separate financial statements as its only financial statements. It requires the investment entity to measure its investment in subsidiaries at fair value through profit or loss. The management is currently assessing the impact of applying this standard.

TAS 36 (revised 2015), 'Impairment of assets' is amended to provide additional disclosure requirement when the recoverable amount of the assets is measured at fair value less costs of disposal. The disclosures include 1) the level of fair value hierarchy, 2) when fair value measurement categorised within level 2 and level 3, disclosures is required for valuation technique and key assumption. The management is currently assessing the impact of applying this revised standard.

**2 Accounting policies (Cont'd)**

**2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)**

New financial reporting standards, revised accounting standards and revised financial reporting standards are effective on 1 January 2016. These standards are relevant to the Group and are not early adopted: (Cont'd)

a) Financial reporting standards (Cont'd)

TAS 38 (revised 2015), 'Intangible assets' is amended to clarify how the gross carrying amount and the accumulated amortisation are treated where an entity uses the revaluation model. This revised standard has no impact to the Group.

TAS 40 (revised 2015), 'Investment property' clarifies that TFRS 3 should be applied when determining whether an acquisition of an investment property is a business combination. The management is currently assessing the impact of applying this revised standard.

TAS 41, 'Agriculture' requires biological assets including agricultural produce, harvested product of the entity's biological assets, to be measured at fair value less cost to sell. This standard is not relevant to the Group's operation.

TFRS 2 (revised 2015), 'Share based payments' clarifies the definition of a 'vesting condition' and separately defines 'performance condition' and 'service condition'. This standard has no impact to the Group.

TFRS 3 (revised 2015), 'Business combinations' clarifies i) an obligation to pay contingent consideration which meets the definition of a financial instrument as a financial liability or equity, on the basis of the definitions in TAS 32, 'Financial instruments: Presentation' (when announced) or other applicable standards. It also clarifies that all non-equity contingent consideration is measured at fair value at each reporting date, with changes in value recognised in profit and loss, and ii) TFRS 3 does not apply to the accounting for the formation of any joint venture under TFRS 11. The management is currently assessing the impact of applying this revised standard.

TFRS 4 applies to all insurance contracts (including reinsurance contracts) that an entity issues and to reinsurance contracts that it holds. This TFRS is not relevant to the Group's operations.

TFRS 8 (revised 2015), 'Operating segments' requires disclosure of the judgements made by management in aggregating operating segments. It is also amended to require a reconciliation of segment assets to the entity's assets when segment assets are reported to chief operating decision maker. The management is currently assessing the impact of applying this revised standard.

TFRS10 (revised 2015) 'Consolidated financial statements' is amended to define an investment entity and introduce an exception from consolidation. These amendments mean that many funds and similar entities will be exempt from consolidating most of their subsidiaries. Instead, they will measure them at fair value through profit or loss. The management is currently assessing the impact of applying this revised standard.

TFRS 12 (revised 2015) introduces disclosures that an investment entity needs to disclose. The management is currently assessing the impact of applying this revised standard.

TFRS 13 (revised 2015), 'Fair value measurement' is amended to clarify that the portfolio exception in TFRS 13 applies to all contracts (including non-financial contracts) within the scope of TAS 39 (when announced) or IFRS 9 (when announced). The management is currently assessing the impact of applying this revised standard.

TFRIC 21, 'Levies', the Interpretation addresses the accounting for a liability to pay a levy if that liability is within the scope of TAS 37. It also addresses the accounting for a liability to pay a levy whose timing and amount is certain. This interpretation is not relevant to the Group's operation.

**2 Accounting policies (Cont'd)**

**2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)**

New financial reporting standards, revised accounting standards and revised financial reporting standards are effective on 1 January 2016. These standards are relevant to the Group and are not early adopted: (Cont'd)

b) Financial reporting standards with minor changes and do not have impact to the Group are as follows:

TAS 1 (revised 2015)	Presentation of financial statements
TAS 2 (revised 2015)	Inventories
TAS 7 (revised 2015)	Statement of cash flows
TAS 8 (revised 2015)	Accounting policies, changes in accounting estimates and errors
TAS 10 (revised 2015)	Events after the reporting period
TAS 11 (revised 2015)	Construction contracts
TAS 12 (revised 2015)	Income taxes
TAS 17 (revised 2015)	Leases
TAS 18 (revised 2015)	Revenue
TAS 20 (revised 2015)	Accounting for government grants and disclosure of government assistance
TAS 21 (revised 2015)	The effects of changes in foreign exchange rates
TAS 23 (revised 2015)	Borrowing costs
TAS 26 (revised 2015)	Accounting and reporting by retirement benefit plans
TAS 28 (revised 2015)	Investments in associates and joint ventures
TAS 29 (revised 2015)	Financial reporting in hyperinflationary economies
TAS 33 (revised 2015)	Earnings per share
TAS 34 (revised 2015)	Interim financial reporting
TAS 37 (revised 2015)	Provisions, contingent liabilities and contingent assets
TFRS 5 (revised 2015)	Non-current assets held for sale and discontinued operations
TFRS 6 (revised 2015)	Exploration for and evaluation of mineral resources
TFRS 11 (revised 2015)	Joint arrangements
TSIC 10 (revised 2015)	Government assistance - No specific relation to operating activities
TSIC 15 (revised 2015)	Operating leases - Incentives
TSIC 25 (revised 2015)	Income taxes - changes in the tax status of an entity or its shareholders
TSIC 27 (revised 2015)	Evaluating the substance of transactions involving the legal form of a lease
TSIC 29 (revised 2015)	Service concession arrangements: Disclosures
TSIC 31 (revised 2015)	Revenue - barter transactions involving advertising services
TSIC 32 (revised 2015)	Intangible assets - Web site costs
TFRIC 1 (revised 2015)	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4 (revised 2015)	Determining whether an arrangement contains a lease
TFRIC 5 (revised 2015)	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7 (revised 2015)	Applying the restatement approach under TAS29 Financial reporting in hyperinflationary economies
TFRIC 10 (revised 2015)	Interim financial reporting and impairment
TFRIC 12 (revised 2015)	Service concession arrangements
TFRIC 13 (revised 2015)	Customer loyalty programmes
TFRIC 14 (revised 2015)	TAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction
TFRIC 15 (revised 2015)	Agreements for the construction of real estate
TFRIC 17 (revised 2015)	Distributions of non-cash assets to owners
TFRIC 18 (revised 2015)	Transfers of assets from customers
TFRIC 20 (revised 2015)	Stripping costs in the production phase of a surface mine

**2 Accounting policies (Cont'd)**

**2.3 Group accounting - Investments in subsidiaries, associates and interests in joint ventures**

(1) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has right to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group applies the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognised in profit or loss.

Any contingent consideration to be transferred by the group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

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

In the Company's separated financial statements, investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment.

A list of the Company's principal subsidiaries is set out in Note 13a).



**2 Accounting policies (Cont'd)**

**2.3 Group accounting - Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

(2) Transactions and non-controlling interests

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control or significant influence, any retained interest in the entity is re-measured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(3) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. The Group's investments in associates include goodwill identified on acquisition, net of any accumulated impairment loss (see Note 2.14 for the impairment of assets and goodwill).

The Group's share of its associates' post-acquisition profits or losses is recognised in the profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in the associates equals or exceeds its interest in the associates, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associates.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates and joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group. Dilution gains and losses arising in investments in associates are recognised in profit and loss.

In the Company's separated financial statements, investments in associates are accounted for using the cost method.

A list of the Group's principal associates is set out in Note 13b).

(4) Joint arrangements

The Group has applied TFRS11 to all joint arrangements as of 1 January 2015. Under TFRS11 investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

**2 Accounting policies (Cont'd)**

**2.3 Group accounting - Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**(4) Joint arrangements (Cont'd)**

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. When the Group's share of losses in a joint venture equals or exceeds its interests in the joint ventures (which includes any long - term interests that, in substance, form part of the Group's net investment in the joint ventures), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

A list of the Group's principal joint ventures is set out in Note 13c).

**2.4 Foreign currency translation**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Thai Baht.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currency are translated to the functional currency at the exchange rate prevailing at the statement of financial position date. Gains and losses resulting from the settlement of foreign currency transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies, are recognised in the profit or loss.

Translation differences on non-monetary items such as investments in equity securities held for trading are reported as part of the fair value gain or loss. Translation differences on available-for-sale investments in equity securities are included in the revaluation reserve in equity.

The statement of comprehensive income and cash flows of foreign entities are translated into Group's reporting currency at the weighted average exchange rates for the year and statement of financial position are translated at the exchange rates ruling on the end of reporting period. Currency translation differences arising from the retranslation of the net investment in foreign entities are taken to shareholders' equity. On disposal of a foreign entity, accumulated exchange differences are recognised in the statement of comprehensive income as part of the gain or loss on sale.

**2.5 Segment reporting**

Segment information is presented by operating segments and geographical areas of the Group's operations.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Company's Management Committee that makes strategic decisions.

**2 Accounting policies (Cont'd)**

**2.6 Cash and cash equivalents**

In the consolidated and Company statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the consolidated and Company statement of financial position, bank overdrafts are shown within borrowings in current liabilities.

**2.7 Trade accounts receivable**

Trade accounts receivable are carried at the original invoice amount and subsequently measured at the remaining amount less any allowance for doubtful receivables based on a review of all outstanding amounts at the year-end. The amount of the allowance is the difference between the carrying amount of the receivable and the amount expected to be collectible. Bad debts are written-off during the year in which they are identified and recognised in the profit or loss within administrative expenses.

**2.8 Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is determined by the moving average method for food and beverage, finished goods and raw materials for manufacturing and spa products and by first-in, first-out method for fashion and cosmetic products. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charge, less all attributable discounts, allowances or rebates. The cost of finished goods and work in progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimate of the selling price in the ordinary course of business, less applicable variable selling expenses. Allowance is made, where necessary, for obsolete, slow-moving and defective inventories.

**2.9 Land and real estates project for sales**

Land and real estates project are stated at the lower of cost or net realisable value. Cost is determined by the weighted average method. The project cost consists of cost of land, development cost, construction cost, miscellaneous expenses of the project and interest expenses. Capitalisation of interest will be discontinued when the construction completes.

**2.10 Other investments**

Investments other than investments in subsidiaries, associates and interests in joint ventures are classified into the following three categories: available-for-sale investments, held-to-maturity investments and general investments. The classification is dependent on the purpose for which the investments were acquired. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

1. Investments intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, are classified as available-for-sale; these are included in non-current assets unless management has expressed the intention of holding the investment for less than 12 months from the statement of financial position date or unless they will need to be sold to raise operating capital, in which case they are included in current assets.
2. Investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held-to-maturity and are included in non-current assets, except for maturities within 12 months from the statement of financial position date which are classified as current assets.
3. Investments in non-marketable equity securities are classified as general investments.

## **2 Accounting policies (Cont'd)**

### **2.10 Other investments (Cont'd)**

All categories of investments are initially recognised at cost, which is equal to the fair value of consideration paid plus transaction cost.

Available-for-sale investments are subsequently measured at fair value. The fair value of investments is based on quoted bid price at the close of business on the statement of financial position date by reference to the Stock Exchange of Thailand. The unrealised gains and losses of available for sale investments are recognised in other comprehensive income.

Held-to-maturity investments are carried at amortised cost using the effective yield method less impairment loss.

General investments are carried at cost less impairment loss.

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

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

### **2.11 Investment properties**

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

Investment property is measured initially at its cost, including related transaction costs and borrowing costs. Borrowing costs are incurred for the purpose of acquiring, constructing or producing a qualifying investment property are capitalised as part of its cost. Borrowing costs are capitalised while acquisition or construction is actively underway and cease once the asset is substantially complete, or suspended if the development of the asset is suspended.

After initial recognition, investment property is carried at cost less any accumulated depreciation and any accumulated impairment losses.

Land is not depreciated. Depreciation on other investment properties is calculated on the straight-line method to allocate their cost to their residual values over their estimated useful lives as follows:

Land improvement	lease period
Buildings and building improvement	lease period and 20 years

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

## **2 Accounting policies (Cont'd)**

### **2.12 Property, plant and equipment**

All property, plant and equipment are stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items, including an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, when the entity has the obligation to do so.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Land is not depreciated. Depreciation on other assets is calculated on the straight-line method of depreciation to allocate their cost to their residual values over their estimated useful lives as follows:

Leasehold improvement	lease period, 5 years, 20 years and 30 years
Building and fitting equipment	lease period, 5 years, 10 years, 20 years, 30 years, 40 years and 60 years
Building improvement	lease period and 10 years
Machinery and equipment	5 - 15 years
Furniture, fixtures and other equipment	4 years, 5 years, 10 years and 15 years
Motor vehicles	4 - 5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

The asset's carrying amount is written-down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Hotel operating equipment is stated at cost less accumulated depreciation. Additions are recorded as hotel operating equipment and expensed on issue or use.

Operating equipment and kitchen supplies for restaurant operations are recorded at cost upon purchases and are depreciated on first issue or use. The depreciation is calculated on the straight-line method with the estimated useful life of 5 years. When new items are issued to replace the operating equipment, the replacement cost of operating equipment and kitchen supplies are recognised as expense when issued.

When existing outlets are re-modernised, the related expenditures will be capitalised as buildings improvements or leasehold improvements and will be depreciated using the straight-line method over the shorter of the remaining lease term or the estimated useful life of 3 - 7 years.

Gains and losses on disposals are determined by comparing proceeds with carrying amounts and are recognised in the income statement.

**2 Accounting policies (Cont'd)**

**2.13 Intangible assets**

**Management letting rights**

Management letting rights (“MLRs”) are recognised at cost less any accumulated amortisation and any accumulated impairment losses. The cost of the MLRs is amortised over the life of the building with which it is associated not less than 40 years.

MLRs are not revalued in the accounts as they are not traded in an active market. The amortisation period and amortisation method are reviewed at each statement of financial position date.

**Intellectual property**

Intellectual property is measured at purchased cost and represents ownership rights of the systems used by the Group to efficiently manage and operate its MLRs portfolio and in-house developed recipes and equipments that give the Group a relative advantage over its competitors. Intellectual properties are amortised over 20 years and 40 years.

**Franchise development cost**

Costs incurred on development of franchises relating to the design of restaurants and the testing of new products are recognised as intangible assets to the extent that such expenditure is expected to generate future economic benefits. Other development expenditure is recognised as an expense as incurred. Development costs previously recognised as expenses are not recognised as assets in a subsequent period. Development costs that have been capitalised are amortised from the commencement of the commercial launch of the franchise on a straight-line method over the period of its expected benefit, generally over 3 - 20 years. Capitalised development cost is not revalued. Its carrying amount is reviewed annually for impairment where it is considered necessary.

**Initial franchise fees**

Expenditure on acquired patents, trademarks and licences relating to restaurant franchises is capitalised and amortised using the straight-line method over the related agreement periods, generally over 10 - 20 years. The intangible assets are not revalued. The carrying amount of intangible asset is reviewed annually and adjusted for impairment where it is considered necessary.

## **2 Accounting policies (Cont'd)**

### **2.13 Intangible assets (Cont'd)**

#### **Goodwill**

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary, associates and joint ventures undertaking at the date of acquisition. Goodwill on acquisitions of subsidiaries is reported in the consolidated statement of financial position. Goodwill on acquisitions of associates and joint ventures is included in investments in associates and joint ventures and is tested for impairment as part of the overall balance.

Goodwill is tested annually for impairment and carried at cost less impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or group of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segment.

#### **Brand**

Trademarks, trade names, service marks, collective marks and brand name that has achieved consumer awareness and recognition through continuous use in commerce is not subject to amortisation; however, its carrying amount is annually tested for impairment where it is considered necessary.

#### **Computer software**

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives during 3 - 10 years.

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Computer software development costs are recognised as assets are amortised over their useful lives, which does not exceed 3 - 10 years.

## **2 Accounting policies (Cont'd)**

### **2.14 Impairment of assets**

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows. Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

### **2.15 Leases**

#### **Leases - where the Group company is the lessee**

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

The Group leases certain property, plant and equipment. Leases of property, plant and equipment where the Group has substantially transfer all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the present value of the leased property and the present value of the minimum lease payments.

Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to profit and loss over the lease period so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset and the lease term.

#### **Leases - where the Group company is the lessor**

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease using the net investment method, which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

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

### **2.16 Borrowings**

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

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting date.



**2 Accounting policies (Cont'd)**

**2.17 Provisions**

Provisions, which exclude the provisions relating to employee benefits, are recognised when the Group has a present legal or constructive obligation as a result of past events, if it is probable that an outflow of resources will be required to settle the obligation, and the amount has been reliably estimated. Where the Group expects a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

**2.18 Employee benefits**

The Group companies operate various retirement benefits schemes. The Group has both defined benefit and defined contribution plans.

A defined contribution plan is a retirement plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The Group pays contributions to a separate fund which is managed by an external fund manager in accordance with the provident fund Act. B.E. 2530. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

A defined benefit plan is a legal severance pay that is not a defined contribution plan. Typically defined benefit plans define an amount of employee benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the statement of financial position in respect of legal severance pay is the present value of the defined benefit obligation at the end of the reporting period, together with adjustments for unrecognised past-service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of market yield of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

## **2 Accounting policies (Cont'd)**

### **2.19 Current and deferred income taxes**

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the subsidiaries and associates of the Group operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary differences arising from investments in subsidiaries, associates and joint arrangements, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

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

### **2.20 Share capital**

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Where any Group company purchases the Company's equity share capital (treasury shares), the consideration paid including directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the company's equity holders until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

## **2 Accounting policies (Cont'd)**

### **2.21 Warrants**

#### **Warrants to subscribe for ordinary shares issued to existing shareholders**

Warrants are issued to existing shareholders to subscribe for ordinary shares. Proceeds from issuing warrants are shown net of related expenses under the caption of "Warrants" in shareholders' equity when the warrants are issued.

### **2.22 Revenue recognition**

Revenue from hotel operations and related services operations consist of room sales, food and beverage sales and revenue from auxiliary activities which is recognised when the service is rendered.

Revenue from accommodation rentals is recognised when the rental period is commenced at which time it is brought to account over the rental period on a straight line basis. The fixed portion of management letting rights revenue is recognised on a pro rata basis over the course of the management letting rights agreement. The variable portion of income arising from management letting rights is recognised as it is earned through either the sale of goods as they are supplied or through the provision of services as they are performed.

Revenue from sales of foods and beverages is recognised upon delivery and service rendered, and presented net of sales taxes and discounts.

Rental income from property business and rental received in advance is recognised as revenue evenly over the period of the lease.

Revenue from entertainment operations is recognised as revenue when the show is presented.

Revenue from sales of real estate under finance lease contracts and sales of furniture and fixtures are recognised when significant risks and rewards of ownership of the goods are transferred to the buyer.

Revenue from sales of time sharing resort is recognised when the Group completely transfers significant risks and rewards of ownership of such right to the buyers and the construction of the resort is completed and ready for use. The Group will not recognise revenue from sales if the resort is not ready for use.

Revenue from distribution and manufacturing is recognised as revenue when the goods are delivered to customers. Sales of goods to department stores are recognised as revenue only when the goods are sold to end customers. All revenues are shown net of sales taxes and discounts.

Revenue from management service is recognised as revenue when the service is rendered.

Other revenues earned by the Group are recognised on the following bases:

- Royalty and franchise fee
- Interest and commission income
- Dividend income
- on an accrual basis in accordance with the substance of the relevant agreements.
- as it accrues unless collectibility is in doubt.
- when the shareholder's right to receive payment is established.

## **2 Accounting policies (Cont'd)**

### **2.23 Dividend distribution**

Annual dividends are recorded in the consolidated and Company financial statements in the period in which they are approved by the shareholders meetings of the Company and subsidiaries.

Interim dividends are recorded in consolidated and Company financial statements in the period in which they are approved by the board of directors meetings of the Company and subsidiaries.

## **3 Financial risk management**

### **3.1 Financial risk factors**

The Group's activities expose it to a variety of financial risks including currency risk and interest rate risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments such as cross currency swap contracts, forward foreign exchange contracts and interest rate swap contracts to hedge certain exposures.

Risk management is carried out by a central group treasury department. The central group treasury department identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The Group follows written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, use of derivative financial instruments. The Group does not have policy to use financial instruments for speculative or trading purposes.

#### **3.1.1 Cross currency swap contracts**

Cross currency swap contracts are recognised at the inception date.

In cross currency swap contracts, the Group agrees with a counterparty to exchange their respective currency and interest rate positions between an agreed pair of currencies. An exchange of principal in the different currencies occurs at the inception of the cross currency swap contracts at a predetermined exchange rate, with an equal but opposite exchange of principal during interim periods and at the maturity of the contracts. The cross currency receivable/payable under these contracts is translated at the period-end exchange rate and the unrealised gains or losses are recognised in the statement of income. Each party also pays and receives interest on a predetermined amount of principal in different currencies over the contract periods. Any differential to be paid or received on the cross currency swap contracts is recognised as a component of interest income or expenses over the period of the contracts.

#### **3.1.2 Forward foreign exchange contracts**

Foreign exchange forward contracts are recognised at the inception date.

Forward foreign exchange contracts protect the Group from movements in exchange rates by establishing the rate at which a foreign currency asset will be realised or a foreign currency liability settled. Any increase or decrease in the amount required to realise the asset or settle the liability is offset by a corresponding movement in the value of the foreign exchange forward contract. The gains and losses on the derivative instruments are offset for financial reporting purposes. The Group does not oblige to pay any fee upon entering forward foreign exchange contract.

**3 Financial risk management (Cont'd)**

**3.1 Financial risk factors (Cont'd)**

**3.1.3 Interest rate swap contracts**

Interest rate swap contracts protect the Group from movements in interest rates. Any differential to be paid or received on an interest rate swap agreement is recognised as a component of interest expense over the period of the agreement.

**3.1.4 Credit risk**

The Group has no significant concentrations of credit risks. The Group has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history. Derivative counterparties and cash transactions are limited to high credit quality financial institutions. The Group has policies that limit the amount of credit exposure to any one financial institution.

**3.2 Capital risk management**

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

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

**4 Critical accounting estimates and judgments**

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

**4.1 Impairment of receivable**

The Group maintains an allowance for doubtful accounts to reflect impairment of trade receivables relating to estimated losses resulting from the inability of customers to make required payments. The allowance for doubtful accounts is significantly impacted by the Group's assessment of future cash flows, such assessment being based on consideration of historical collection experience, known and identified instances of default and consideration of market trends.

**4.2 Impairment of goodwill and investments in subsidiaries**

The Group tests annually whether goodwill has suffered any impairment in accordance with the accounting policy stated in Note 2.14, including investments in subsidiaries. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates by management.

**4.3 Plant and equipment and intangible assets**

Management determines the estimated useful lives for the Group's plant and equipment and intangible assets. Management will revise the depreciation charge where useful lives are different to previously estimated, or it will write-off or write-down technically obsolete or assets that have been abandoned or sold.

**4 Critical accounting estimates and judgments (Cont'd)**

**4.4 Employee benefits obligations**

The present value of employee benefits obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the employee benefits obligations. In determining the appropriate discount rate, the Group considers the interest rate of government bond that is denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms at the related employee benefits liability.

Other key assumptions for the provision for employee benefits are based in part on current market conditions.

**5 Fair value measurements**

Assets and liabilities measured at fair value are classified by level of the following fair value measurement hierarchy:

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

The following tables present the Group's and Company's assets and liabilities that are measured at fair value at 31 December 2015.

	<b>Consolidated</b>			
	<b>Level 1 Baht' 000</b>	<b>Level 2 Baht' 000</b>	<b>Level 3 Baht' 000</b>	<b>Total Baht' 000</b>
<b>At 31 December 2015</b>				
Available-for-sale investments				
- equity securities	1,113,285	-	-	1,113,285
<b>Company</b>				
	<b>Level 1 Baht' 000</b>	<b>Level 2 Baht' 000</b>	<b>Level 3 Baht' 000</b>	<b>Total Baht' 000</b>
<b>At 31 December 2015</b>				
Available-for-sale investments				
- equity securities	20,246	-	-	20,246

**Financial instruments in Level 1**

The fair value of financial instruments traded in active markets is based on quoted market prices at the date of statement of financial position. A market is regarded as active if quoted prices are readily and regularly available. Instruments included in Level 1 comprise primarily equity securities classified as available-for-sale.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**6 Segment information**

The Group discloses four operating segments which include Hotel & Spa, Mixed use, Restaurant and Retail. The four segments are determined pursuant to business activities and operating results that are regularly reviewed by the Chief Operating Decision Makers (“CODM”) which is CEO and Board of Directors and aggregation criteria as disclosed in Note 2.5. Set out below is the information which CODM use for evaluating the segment’s performance.

**6.1 Financial information by operating segments**

	For the years ended 31 December (Baht Million)											
	Hotel & Spa		Mixed use		Restaurant		Retail		Eliminated		Total	
	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
<b>Revenues</b>												
Total revenues	18,414	14,986	4,970	4,017	19,777	16,384	3,507	3,686	(125)	(177)	46,543	38,896
<b>Costs</b>												
Total costs	7,330	5,676	1,405	1,071	5,451	4,893	2,045	2,145	(76)	(95)	16,155	13,690
<b>Gross profit</b>	11,084	9,310	3,565	2,946	14,326	11,491	1,462	1,541	(49)	(82)	30,388	25,206
Selling and administrative expenses	(6,301)	(5,218)	(2,288)	(1,819)	(10,032)	(9,060)	(1,161)	(1,165)	49	82	(19,733)	(17,180)
<b>EBITDA</b>	4,783	4,902	1,277	1,127	4,294	2,431	301	376	-	-	10,655	8,026
Depreciation and amortisation	(1,651)	(1,554)	(163)	(182)	(1,110)	(930)	(138)	(138)	-	-	(3,062)	(2,804)
Financial costs	(890)	(875)	(131)	(137)	(271)	(113)	(10)	(21)	-	-	(1,302)	(1,146)
Sharing profit (loss) from associates and joint ventures	759	430	(3)	(2)	497	386	-	9	-	-	1,253	823
<b>Result before tax</b>	3,001	2,093	980	806	3,410	1,774	153	226	-	-	7,544	4,899
Tax	(88)	(117)	(136)	(67)	(155)	(173)	(31)	(40)	-	-	(410)	(397)
<b>Net profit</b>	2,913	1,976	844	739	3,255	1,601	122	186	-	-	7,134	4,502
<b>Total assets</b>											95,737	74,279
<b>Total liabilities</b>											59,822	44,255

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**6 Segment information (Cont'd)**

**6.2 Financial information by geographical segments**

	<b>For the years ended 31 December (Baht Million)</b>											
	<b>Hotel &amp; Spa</b>		<b>Mixed use</b>		<b>Restaurant</b>		<b>Retail</b>		<b>Eliminate</b>		<b>Total</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
<b>Revenues</b>												
Thailand	7,539	6,349	2,051	1,312	11,930	10,982	3,507	3,686	(125)	(177)	24,902	22,242
Singapore	1	-	1	3	2,883	2,847	-	-	-	-	2,885	2,850
Australia and New Zealand	5,484	5,545	-	-	2,004	-	-	-	-	-	7,488	5,545
The People's Republic of China	39	42	12	6	2,649	2,193	-	-	-	-	2,700	2,241
Maldives and UAE	1,758	2,119	-	-	295	285	-	-	-	-	2,053	2,404
Others	3,593	841	2,906	2,696	16	77	-	-	-	-	6,515	3,614
<b>Total</b>	<b>18,414</b>	<b>14,986</b>	<b>4,970</b>	<b>4,017</b>	<b>19,777</b>	<b>16,384</b>	<b>3,507</b>	<b>3,686</b>	<b>(125)</b>	<b>(177)</b>	<b>46,543</b>	<b>38,896</b>
<b>Net profit (loss)</b>												
Thailand	83	(86)	477	160	1,297	1,199	122	186	-	-	1,979	1,459
Singapore	(6)	(1)	(23)	(42)	89	215	-	-	-	-	60	172
Australia and New Zealand	615	516	-	-	1,824	176	-	-	-	-	2,439	692
The People's Republic of China	13	17	(26)	(23)	51	10	-	-	-	-	38	5
Maldives and UAE	764	1,350	-	-	4	8	-	-	-	-	768	1,358
Others	1,444	180	416	644	(10)	(7)	-	-	-	-	1,850	817
<b>Total</b>	<b>2,913</b>	<b>1,976</b>	<b>844</b>	<b>739</b>	<b>3,255</b>	<b>1,601</b>	<b>122</b>	<b>186</b>	<b>-</b>	<b>-</b>	<b>7,134</b>	<b>4,502</b>
<b>Total assets</b>											<b>95,737</b>	<b>74,279</b>
<b>Total liabilities</b>											<b>59,822</b>	<b>44,255</b>



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**6 Segment information (Cont'd)**

**6.2 Financial information by geographical segments (Cont'd)**

The Group's business segments are managed on a worldwide basis and, they operate in the following geographical areas:

Thailand is the home country of the parent company and also its main operations. The areas of operation include hotels, entertainment venues, food and beverage outlets, real estates for sales, distribution, manufacturing, property rental business, spa services and management operations.

Australia and New Zealand - The Group's operations include hotels and food and beverage outlets.

Singapore - The Group operates food and beverage outlets.

Republic of Maldives and the United Arab Emirates - The Group operates hotels, spa and food and beverage outlets.

People's Republic of China - The predominant activity is food and beverage operations, spa services and real estates for sales.

Others - The main activities are hotel operations and spa. Other countries in which the Group operates are Sri Lanka, Vietnam, Indonesia, the Federative Republic of Brazil, The Portuguese Republic, and countries in South Africa, etc.

**7 Cash and cash equivalents**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Cash on hand	179,045,098	190,678,152	1,429,014	2,770,658
Cash at banks	3,812,832,869	4,894,564,460	447,437,248	194,540,014
Time deposits				
(maturity less than 3 months)	10,923,148	287,113,000	-	250,000,000
<b>Total cash and cash equivalents</b>	<b>4,002,801,115</b>	<b>5,372,355,612</b>	<b>448,866,262</b>	<b>447,310,672</b>

As at 31 December 2015, the average effective interest rate of time deposits was 6.5% per annum (2014: 2.0% - 7.75% per annum) and had a maturity less than three months.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**8 Trade and other receivables and trade receivables long-term contracts**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b><u>Current</u></b>				
Trade receivables - third parties, gross	2,781,621,223	1,792,315,254	29,742,946	27,923,767
<u>Less</u> Provision for impairment of trade receivables	(103,509,691)	(91,904,196)	-	(32,455)
Trade receivables - third parties, net	2,678,111,532	1,700,411,058	29,742,946	27,891,312
Prepayments	500,831,511	360,754,608	12,289,211	12,360,011
Receivables from others	1,327,270,520	897,337,301	31,809,490	31,628,034
Receivables from related parties (Note 14)	454,030,130	367,155,411	1,069,797,961	831,248,244
Total trade and other receivables	<u>4,960,243,693</u>	<u>3,325,658,378</u>	<u>1,143,639,608</u>	<u>903,127,601</u>

Outstanding trade accounts receivable - third parties as at 31 December can be analysed as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Not yet due	1,915,990,195	1,205,059,786	27,538,426	24,688,081
Overdue				
Under 90 days	437,872,525	349,567,481	755,835	2,218,124
91 days to 180 days	301,889,534	224,095,010	1,448,685	1,017,562
181 days to 365 days	123,400,097	10,979,446	-	-
Over 365 days	2,468,872	2,613,531	-	-
Trade receivables - third parties	2,781,621,223	1,792,315,254	29,742,946	27,923,767
<u>Less</u> Provision for impairment of trade receivables	(103,509,691)	(91,904,196)	-	(32,455)
Trade receivables - third parties, net	<u>2,678,111,532</u>	<u>1,700,411,058</u>	<u>29,742,946</u>	<u>27,891,312</u>

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b><u>Non-current</u></b>				
Trade receivables long-term contracts	6,293,194,979	5,003,905,511	-	-
<u>Less</u> Unearned interest income	(1,259,023,117)	(1,332,502,536)	-	-
<u>Less</u> Provision for impairment of trade receivables	(102,960,591)	(64,249,552)	-	-
Trade receivables long-term contracts, net	<u>4,931,211,271</u>	<u>3,607,153,423</u>	<u>-</u>	<u>-</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**9 Inventories**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Food and beverage	154,501,256	124,032,699	2,397,348	2,456,695
Finished goods (net with allowance)	714,212,255	582,604,679	-	-
Raw materials (net with allowance)	882,877,861	848,933,579	-	-
Work in process	62,322,259	41,611,798	-	-
Goods in transit	254,134,742	77,058,894	-	-
Supplies and others	345,634,502	267,394,066	4,390,294	4,458,032
<b>Total inventories</b>	<b>2,413,682,875</b>	<b>1,941,635,715</b>	<b>6,787,642</b>	<b>6,914,727</b>

The cost of inventories recognised as expense and included in cost of sales amounted to Baht 10,592 million (2014: Baht 9,448 million).

During 2015, Baht 5 million was recorded to the income statement for reversal of allowance for obsolete and damaged inventories (2014: Reversal of Baht 17 million).

**10 Land and real estates project for sales**

	<b>Consolidated</b>	
	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
Real estates	4,467,514,136	-
Residential units	2,716,628,964	789,996,153
Time sharing resort	101,967,654	156,197,385
<b>Total land and real estates project for sales</b>	<b>7,286,110,754</b>	<b>946,193,538</b>

The cost of land and real estates project sold and recognised during the year amounting to Baht 1,216 million (2014: Baht 762 million).

As at 31 December 2015, the Group has no commitment relating to the construction contracts of real estates project for sales (2014: Baht 6.6 million).

**11 Other current assets**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Prepaid income tax	67,840,062	113,223,061	-	23,917,376
Other tax receivable	691,143,034	661,213,256	77,742,995	83,088,882
Deposits	19,728,301	29,152,030	-	-
Advance payments	119,225,977	44,916,938	120,000	1,287,308
Current portion of loans to other companies	7,076,484	489,175,480	-	-
Others	280,421,658	82,843,169	7,140,054	14,248,032
<b>Total other current assets</b>	<b>1,185,435,516</b>	<b>1,420,523,934</b>	<b>85,003,049</b>	<b>122,541,598</b>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**12 General investments**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Long-term investments</b>				
Available-for-sale investments				
Other companies	1,113,284,999	1,202,415,524	20,245,238	217,265
Related parties	-	-	-	-
Total available-for-sale investments	1,113,284,999	1,202,415,524	20,245,238	217,265
Held-to-maturity investment	100,000,000	100,000,000	100,000,000	100,000,000
General investments, net	804,803,475	26,543	-	-
Total other long-term investments	904,803,475	100,026,543	100,000,000	100,000,000
Total long-term investments	2,018,088,474	1,302,442,067	120,245,238	100,217,265

**a) Available-for-sale investments in other companies**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Opening net book amount	1,202,415,524	720,480,849	217,265	203,786
Additions	228,077,394	4,780,614	20,000,000	-
Disposals	(827)	-	(827)	-
Changes in fair value of investments	(377,286,485)	474,448,600	28,800	13,479
Translation adjustment	60,079,393	2,705,461	-	-
Closing net book amount	1,113,284,999	1,202,415,524	20,245,238	217,265

Available-for-sale investments in other companies as at 31 December comprise:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Available-for-sale investment in other companies, cost	778,469,849	550,393,282	20,105,102	105,933
Changes in fair value of investments	228,327,822	605,614,306	140,136	111,332
Translation adjustment	106,487,328	46,407,936	-	-
Available-for-sale investments in other companies	1,113,284,999	1,202,415,524	20,245,238	217,265

**12 General investments (Cont'd)**

**b) Available-for-sale investments in related parties**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Opening net book amount	-	139,889,335	-	-
Change status to investment in associates	-	(158,290,536)	-	-
Change in fair value of investments	-	19,279,521	-	-
Translation adjustment	-	(878,320)	-	-
Ending net book amount	-	-	-	-

**c) Held-to-maturity investments**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Opening net book amount	100,000,000	100,000,000	100,000,000	100,000,000
Additions	-	-	-	-
Closing net book amount	<u>100,000,000</u>	<u>100,000,000</u>	<u>100,000,000</u>	<u>100,000,000</u>

Held-to-maturity investments as at 31 December 2015 represent investment in subordinated debenture with fixed interest rate of 4.38% per annum and is due for maturity within 2022.

The fair values of held-to-maturity investment of the Group and the Company as at 31 December are as follows:

	<b>Consolidated and Company</b>	
	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
Fair value	103,272,572	101,860,121

The fair values are based on the discounted cash flows using discount rates based upon market yield rates which are quoted by the Thai Bond Market Association at the date of statement of financial position. The fair value are within Level 2 of the fair value hierarchy.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**12 General investments (Cont'd)**

**d) General investments**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Opening net book amount	26,543	26,543	-	-
Addition	804,776,932	-	-	-
Closing net book amount	804,803,475	26,543	-	-

In November 2015, a subsidiary of the Group invested in a new established company, by acquiring 30 million shares. As at 31 December 2015, the shareholders' agreement is in process to complete. Therefore, this investment is classified as general investment.

General investments as at 31 December comprise:

	<b>Consolidated</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>
General investments, cost	806,953,825	2,176,893
<u>Less</u> Provision for impairment	(2,150,350)	(2,150,350)
General investments, net	804,803,475	26,543

**13 Investments in subsidiaries, associates and interests in joint ventures**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Subsidiaries	-	-	5,733,492,298	5,812,719,758
Associates	5,417,529,960	5,519,035,440	2,736,116,097	2,395,106,833
Interests in joint ventures	2,726,644,615	1,301,182,990	24,284,460	24,284,460
Total investments in subsidiaries, associates and interests in joint ventures	8,144,174,575	6,820,218,430	8,493,892,855	8,232,111,051

**a) Investments in subsidiaries**

	<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>
At 1 January	5,812,719,758	5,812,121,033
Additions	-	598,725
Disposals	(75,797,460)	-
Impairment charge	(3,430,000)	-
At 31 December	5,733,492,298	5,812,719,758

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

All investments in subsidiaries included in the consolidated financial statements are investments in ordinary shares of subsidiaries and units in property funds as follows:

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
Chao Phaya Resort Limited	Hotel operation and shopping mall	Thailand	81.24	81.24
Hua Hin Resort Limited	Management	Thailand	100	100
Maerim Terrace Resort Limited	Hotel operation	Thailand	45.30 <sup>(1)</sup>	45.30 <sup>(1)</sup>
Royal Garden Development Limited	Liquidation	Thailand	-	100
Samui Resort and Spa Limited	Hotel operation	Thailand	100	100
Rajadamri Hotel Public Company Limited	Hotel operation	Thailand	99.22	99.22
MI Squared Limited	Hotel operation	Thailand	100	100
Hua Hin Village Limited	Hotel operation	Thailand	100	100
Baan Boran Chiangrai Limited	Hotel operation	Thailand	100	100
Samui Village Limited	Hotel operation	Thailand	100	100
Coco Palm Hotel & Resort Limited	Hotel operation	Thailand	100	100
Coco Recreation Limited	Hotel operation	Thailand	100	100
Samui Beach Club Owner Limited	Hotel operation & rent of property	Thailand	100	100
The Minor Food Group Public Company Limited ("MFG")	Sales of food and beverage	Thailand	99.73	99.73
Royal Garden Plaza Limited	Shopping mall	Thailand	100	100
M Spa International Limited ("MST")	Spa services	Thailand	51 <sup>(2)</sup>	51 <sup>(2)</sup>
Samui Beach Residence Limited	Sales of property	Thailand	100	100
Coco Residence Limited	Sales of property	Thailand	100	100
Minor Hotel Group Limited	Hotel management	Thailand	100	100
Minor Supply Chain Solutions Limited (formerly "RNS Holding Limited")	Supply chain management	Thailand	100	100
Minor Global Solutions Limited	Management	Thailand	100	100
Chao Phaya Resort and Residence Limited	Hotel operation & sales of property	Thailand	100	100
Minor Corporation Public Company Limited ("MINOR")	Distribution	Thailand	91.35 <sup>(3)</sup>	91.35 <sup>(3)</sup>
RGR International Limited	Management	British Virgin Islands	100	100
R.G.E. (HKG) Limited	Management	Hong Kong	100	100
M&H Management Limited	Management	Republic of Mauritius	100	100
Lodging Investment (Labuan) Limited	Holding investment	Malaysia	100	100
Minor International (Labuan) Limited	Hotel operation	Malaysia	100	100
AVC Club Developer Limited	Vacation club point sales	Republic of Mauritius	100	100
AVC Vacation Club Limited	Vacation club point sales	Republic of Mauritius	100	100
Thai Project Property Fund	Liquidation	Thailand	-	99.90
Phuket Beach Club Owner Limited	Management	Thailand	100	100
MHG Phuket Limited	Hotel operation	Thailand	100	100
Minor Sky Rider Limited	Entertainment operation	Thailand	49 <sup>(4)</sup>	49 <sup>(4)</sup>
Minor Continental Holding (Mauritius)	Holding investment	Republic of Mauritius	100	100

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

- (1) Investment portion of 45.30% represents direct holding in Maerim Terrace Resort Limited. Another 25.84% indirect holding is invested through a subsidiary.
- (2) Investment portion of 51% represents direct holding in MST. Another 49% indirect holding is invested through a subsidiary.
- (3) Investment portion of 91.35% represents direct holding in MINOR. Another 8.57% indirect holding is invested through a subsidiary.
- (4) Investment portion in Minor Sky Rider Limited is 49% but the Company has voting right at 66.67%. During the year, the Company recognised provision for impairment of this investment in Minor Sky Rider Limited of Baht 3.43 million.



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Companies under subsidiaries included in the preparation of the consolidated financial statements are:

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>MFG's subsidiaries</u></b>				
Swensen's (Thai) Limited	Sales of food and beverage	Thailand	100	100
Minor Cheese Limited	Manufacturing and sales of cheese	Thailand	100	100
Minor Dairy Limited	Manufacturing and sales of ice-cream	Thailand	100	100
Minor DQ Limited	Sales of food and beverage	Thailand	100	100
Catering Associates Limited	Catering service	Thailand	51	51
Burger (Thailand) Limited	Sales of food and beverage	Thailand	95	95
International Franchise Holding (Labuan) Limited	Franchise owner	Malaysia	100	100
SLRT Limited	Sales of food and beverage	Thailand	100	100
Primacy Investment Limited	Holding investment	Republic of Mauritius	100	100
The Coffee Club (Thailand) Limited	Sales of food and beverage	Thailand	100	100
The Pizza Company Ltd.	Franchise owner	The Kingdom of Saudi Arabia	100	-
<b><u>International Franchise Holding (Labuan) Limited's subsidiaries</u></b>				
Franchise Investment Corporation of Asia Ltd.	Franchise owner	British Virgin Islands	100	100
The Minor (Beijing) Restaurant Management Co., Ltd.	Sales of food and beverage	People's Republic of China	100	100
<b><u>Primacy Investment Limited's subsidiaries</u></b>				
Delicious Food Holding (Singapore) Pte. Ltd.	Holding investment	Singapore	100	100
Minor Food Group (Singapore) Pte. Ltd.	Sale of food and beverage	Singapore	100	100
MFG International Holding (Singapore) Pte. Ltd.	Holding investment	Singapore	100	100
<b><u>MFG International Holding (Singapore) Pte. Ltd.'s subsidiaries</u></b>				
Over Success Enterprise Pte. Ltd.	Holding investment	Singapore	69.18	49*
The Minor Food Group (India) Private Limited	Sale of food and beverage	India	70	70

\* Investment portion in Over Success Enterprise Pte. Ltd. is 49% but the Group has voting right at 66.67% and the terms of arrangement indicate the company has ultimate control over this subsidiary.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

<u>Company</u>	<u>Nature of business</u>	<u>Country of incorporation</u>	<u>Investment portion (%)</u>	
			<u>31 December 2015</u>	<u>31 December 2014</u>
<b><u>Delicious Food Holding (Singapore) Pte. Ltd.'s subsidiaries</u></b>				
Delicious Food Holding (Australia) Pty. Ltd.	Holding investment	Australia	100	100
Delicious Food Australia Finance Pty. Ltd.	Management	Australia	100	100
MHG Hotel Holding Australia Pty. Ltd.	Holding investment	Australia	100	100
<b><u>Delicious Food Holding (Australia) Pte. Ltd.'s subsidiaries</u></b>				
Minor DKL Food Group Pty. Ltd. (Note 35)	Holding investment	Australia	70	-

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>Minor DKL Food Group Pty. Ltd.'s subsidiaries</u></b>				
Espresso Pty. Ltd.	Property investment	Australia	70	-
The Coffee Club Investment Pty. Ltd.	Franchise owner	Australia	70	-
The Coffee Club Franchising Company Pty. Ltd.	Franchise business	Australia	70	-
The Coffee Club (NSW) Pty. Ltd.	Property investment	Australia	70	-
The Coffee Club (Vic) Pty. Ltd.	Property investment	Australia	70	-
The Coffee Club (Properties) Pty. Ltd.	Property investment	Australia	70	-
The Coffee Club Properties (NSW) Pty. Ltd.	Property investment	Australia	70	-
The Coffee Club Pty. Ltd. (as trustee for The Coffee Club Unit Trust)	Franchise owner	Australia	70	-
The Coffee Club (International) Pty. Ltd.	Franchise owner	Australia	70	-
The Coffee Club (Korea) Pty. Ltd.	Franchise owner	Australia	70	-
The Coffee Club (Mena) Pty. Ltd.	Franchise owner	Australia	70	-
The Coffee Club (NZ) Pty. Ltd.	Franchise owner	Australia	70	-
First Avenue Company Pty. Ltd.	Sale of food and beverage	Australia	70	-
Ribs and Rumps Holding Pty. Ltd.	Holding investment	Australia	70	-
Minor DKL Construction Pty. Ltd.	Management services	Australia	70	-
Minor DKL Management Pty. Ltd.	Management services	Australia	70	-
Minor DKL Stores Pty. Ltd.	Sale of food and beverage	Australia	70	-
TCC Operations Pty. Ltd.	Sale of food and beverage	Australia	70	-
TGT Operations Pty. Ltd.	Sale of food and beverage	Australia	70	-
VGC Food Group Pty. Ltd.	Holding investment	Australia	49	-
<b><u>Ribs and Rumps Holding Pty. Ltd.'s subsidiaries</u></b>				
Ribs and Rumps Operating Company Pty. Ltd.	Sales of food and beverage	Australia	70	-
Ribs and Rumps Properties Pty. Ltd.	Sales of food and beverage	Australia	70	-
Ribs and Rumps International Pty. Ltd.	Sales of food and beverage	Australia	70	-
Ribs and Rumps System Pty. Ltd.	Franchise owner	Australia	70	-
<b><u>VGC Food Group Pty. Ltd.'s subsidiaries</u></b>				
Veneziano Coffee Roasters Holdings Pty. Ltd.	Holding investment	Australia	49	-
Groove Train Holdings Pty. Ltd.	Holding investment	Australia	49	-
Coffee Hit Holdings Pty. Ltd.	Holding investment	Australia	49	-
VGC Management Pty. Ltd.	Management service	Australia	49	-
Veneziano Coffee Roasters Pty. Ltd.	Sales of food and beverage	Australia	49	-
Groove Train System Pty. Ltd.	Franchise owner	Australia	49	-
Veneziano Coffee Assets Pty. Ltd.	Assets investment	Australia	49	-
Groove Train Properties Pty. Ltd.	Property investment	Australia	49	-
Coffee Hit System Pty. Ltd.	Franchise owner	Australia	49	-
Coffee Hit Properties Pty. Ltd.	Property investment	Australia	49	-
Black Bag Roasters Pty. Ltd.	Sales of food and beverage	Australia	49	-

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>MHG Hotel Holding Australia Pty. Ltd.'s subsidiary</u></b>				
Oaks Hotels & Resorts Limited ("OAKS")	Providing services for accommodation	Australia	100	100
<b><u>M Spa International Limited's subsidiaries</u></b>				
MSpa Ventures Limited	Spa services	British Virgin Islands	100	100
Minor Hotel Management (Shanghai) Limited	Spa services	People's Republic of China	100	100
<b><u>Minor Hotel Group Limited's subsidiaries</u></b>				
Hospitality Investment International Limited	Holding investment	British Virgin Islands	100	100
MHG International Holding (Singapore) Pte. Ltd.	Management	Singapore	100	100
MHG IP Holding (Singapore) Pte. Ltd.	Management	Singapore	-	100
MHG International Holding (Mauritius) Limited	Holding investment	Republic of Mauritius	100	100
MHG Holding Limited	Holding investment	Thailand	100	100
<b><u>MHG International Holding (Singapore) Pte. Ltd.'s subsidiary</u></b>				
Vietnam Hotel Projekt B.V.	Holding investment	The Kingdom of the Netherlands	100	100
MHG Management (India) Private Limited	Hotel operation	Republic of India	100	-
MHG IP Holding (Singapore) Pte. Ltd.	Management	Singapore	100	-
<b><u>Vietnam Hotel Projekt B.V.'s subsidiaries</u></b>				
Bai Dai Tourism Company Limited	Hotel operation	Vietnam	100	100
Hoi An Riverpark Hotel Company Limited	Hotel operation	Vietnam	91	91
<b><u>MHG IP Holding (Singapore) Pte. Ltd.'s subsidiary</u></b>				
MHG Australia Investments Pty. Ltd. (Note 35)	Asset management	Australia	100	-
<b><u>MHG International Holding (Mauritius) Limited's subsidiaries</u></b>				
Sands Hotels Holdings (Namibia) (Proprietary) Limited (Note 35)	Hotel operation	Namibia	80	-
Sun International (Botswana) (Proprietary) Limited (Note 35)	Hotel operation	Botswana	64	-
Minor Hotel Group MEA DMCC	Hotel operation	The United Arab Emirates	100	-
MHG Desaru Hotel Sdn. Bhd.	Hotel operation	Malaysia	60	-
MHG Desaru Villas Sdn. Bhd.	Sale of property	Malaysia	60	-

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>Hospitality Investment International Limited's subsidiaries</u></b>				
Lodging Management (Labuan) Limited	Hotel management	Malaysia	100	100
Lodging Management (Mauritius) Limited	Hotel management	Republic of Mauritius	100	100
PT Lodging Management (Indonesia) Limited	Hotel management	Indonesia	93.3	93.3
Jada Resort and Spa (Private) Limited	Hotel operation	Sri Lanka	80.1	80.1
<b><u>Lodging Management (Mauritius) Limited's subsidiaries</u></b>				
Sothea Pte. Ltd.	Hotel operation	The Kingdom of Cambodia	80	80
Minor Hotel Group South Africa (PTY) Limited	Management	Republic of South Africa	100	-
<b><u>MI Squared Limited's subsidiaries</u></b>				
Rajadamri Residence Limited	Sales of property	Thailand	100	100
Rajadamri Lodging Limited	Hotel operation	Thailand	100	100
<b><u>AVC Vacation Club Limited's subsidiaries</u></b>				
Anantara Vacation Club (HK) Limited	Marketing services	Hong Kong	100	100
AVC Vacation Club (Singapore) Pte. Ltd.	Sales & marketing services	Singapore	100	100
<b><u>AVC Club Developer Limited's subsidiaries</u></b>				
PT MHG Indonesia Limited	Sales & marketing services	Indonesia	-*	-*
PT MHG Bali Limited	Hotel and property development	Indonesia	-*	-*
* The Group provided loans to 2 directors of PT MHG Indonesia Limited and PT MHG Bali Limited. These 2 directors have used the companies' ordinary shares as collateral and granted the share purchase option to the Group. In substance, the Group has control over these companies; therefore, these companies are identified as the subsidiaries of the Group.				
<b><u>Jada Resort and Spa (Private) Limited's subsidiaries</u></b>				
Paradise Island Resorts (Private) Limited	Hotel operation	Sri Lanka	80.1	80.1
Kalutara Luxury Hotel & Resort (Private) Limited	Hotel operation	Sri Lanka	80.1	80.1
<b><u>Paradise Island Resorts (Private) Limited's subsidiary</u></b>				
Avani Ambalangoda (Private) Limited	Hotel operation	Sri Lanka	80.1	-
<b><u>Anantara Vacation Club (HK) Limited's subsidiary</u></b>				
Sanya Anantara Consulting Limited	Consulting services	People's Republic of China	100	100
<b><u>MSPA Ventures Limited's subsidiary</u></b>				
M SPA International Cairo LLM	Spa services	Arab Republic of Egypt	100	100

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>Minor Continental Holding (Mauritius)'s subsidiary</u></b>				
Minor Continental Holding (Luxembourg) S.A.R.L.	Holding investment	Luxembourg	100	100
<b><u>Minor Continental Holding (Luxembourg) S.A.R.L.'s subsidiaries</u></b>				
Minor Continental Portugal, S.A. (Note 35)	Real estate	Portugal	100	100
Pojuca S.A. (Note 35)	Hotel operation	Brazil	100	-
<b><u>Pojuca S.A.'s subsidiaries</u></b>				
Tivoli Ecoresidences Praia do Forte Ltda.	Real estate	Brazil	100	-
Praia do Forte Operadora de Turismo Ltda.	Travel agency	Brazil	100	-
Agência de Receptivo Praia do Forte Ltda.	Travel agency	Brazil	100	-
Timeantube Comércio Ltda.	Distribution-hotel products	Brazil	100	-
<b><u>Minor Food Group (Singapore) Pte. Ltd.'s subsidiaries</u></b>				
BBZ Design International Pte. Ltd.	Sales of food and beverage	Singapore	100	100
NYS Pte. Ltd.	Sales of food and beverage	Singapore	100	100
PS07 Pte. Ltd.	Sales of food and beverage	Singapore	100	100
TES07 Pte. Ltd.	Sales of food and beverage	Singapore	100	100
XWS Pte. Ltd.	Sales of food and beverage	Singapore	100	100
Shokudo Concepts Pte. Ltd.	Sales of food and beverage	Singapore	100	100
Shokudo Heeren Pte. Ltd.	Sales of food and beverage	Singapore	100	100
TEC Malaysia Sdn Bhd.	Sales of food and beverage	Malaysia	100	100
TE International (China) Pte. Ltd.	Sales of food and beverage	Singapore	100	100
Element Spice Cafe Pte. Ltd.	Sales of food and beverage	Singapore	100	100
<b><u>MINOR's subsidiaries</u></b>				
Armin Systems Limited	Distribution - kitchen utensils, garment and shoes	Thailand	100	100
NMT Limited	Manufacturing services - consumer products	Thailand	100	100
Minor Development Limited	Property development	Thailand	100	100
Minor Consultants & Services Limited	Distribution - luggage	Thailand	100	100
Red Earth Thai Limited	Distribution - cosmetics and perfume	Thailand	100	100
Esmido Fashions Limited	Distribution - garments	Thailand	90.8	90.8
Marvelous Wealth Limited	Holding investment	British Virgin Islands	100	100

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b>OAKS's subsidiaries</b>				
Boathouse Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Calypso Plaza Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Concierge Apartments Australia Pty. Ltd.	Providing services for accommodation	Australia	100	100
Goldsborough Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
IMPROPERITY Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Qld) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (NSW) No. 1 Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (NSW) No. 2 Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (SA) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (VIC) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Queensland Accommodation Corporation Pty. Ltd.	Providing services for accommodation	Australia	100	100
Seaforth Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
The Oaks Resorts & Hotels Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Furniture Services Australia Pty. Ltd.	Providing services for accommodation	Australia	100	100
Brisbane Apartment Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Housekeepers Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts NZ Ltd.	Providing services for accommodation	New Zealand	100	100
Oaks Hotels & Resorts JLT Ltd.	Providing services for accommodation	The United Arab Emirates	100	100
Oaks Hotels & Resorts Investments Pty. Ltd.	Holding investment	Australia	100	100
ACN 153 490 227 Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels and Resorts No.4 Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Management) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts Leasing (Collins) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels and Resorts (NT) Pty. Ltd. (Note 35)	Asset management	Australia	100	-

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>Oaks Hotels &amp; Resorts (Old) Pty. Ltd.'s subsidiaries</u></b>				
Queen Street Property Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Mon Komo Management Pty. Ltd.	Providing services for accommodation	Australia	80	100
Oasis Caloundra Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
Oaks Hotels & Resorts (Regis Towers) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Emerald Holdings Investments Pty. Ltd.	Providing services for accommodation	Australia	100	100
ACN 153 970 944 Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Mon Komo) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Carlyle Mackay) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Milton) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Carlyle Lessee) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Radius) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Rivermaque) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks (M on Palmer) Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Prince Place) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Moranbah) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Mews) Pty. Ltd.	Providing services for accommodation	Australia	80	80
Oaks Queensland Holdings Pty. Ltd.	Providing services for accommodation	Australia	100	100
<b><u>Oaks Queensland Holdings Pty. Ltd.'s subsidiary</u></b>				
Queensland Nominee Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Emerald Holdings Investments Pty. Ltd.'s subsidiary</u></b>				
Emerald Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Carlyle Mackay) Pty. Ltd.'s subsidiary</u></b>				
Mackay (Carlyle) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Milton) Pty. Ltd.'s subsidiary</u></b>				
Brisbane (Milton) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Carlyle Lessee) Pty. Ltd.'s subsidiary</u></b>				
Mackay (Carlyle) Lessee Pty. Ltd.	Providing services for accommodation	Australia	80	80



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>Oaks Hotels &amp; Resorts (Radius) Pty. Ltd.'s subsidiary</u></b>				
Brisbane (Radius) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Rivermarque) Pty. Ltd.'s subsidiary</u></b>				
Mackay (Rivermarque) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks (M on Palmer) Management Pty. Ltd.'s subsidiary</u></b>				
Oaks Hotels & Resorts (M on Palmer Apartments) Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Prince Place) Pty. Ltd.'s subsidiary</u></b>				
Middlemount (Prince Place) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Moranbah) Pty. Ltd.'s subsidiary</u></b>				
Moranbah Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (Mews) Pty. Ltd.'s subsidiary</u></b>				
Mews Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts (NSW) No. 2 Pty. Ltd.'s subsidiaries</u></b>				
Oaks Hotels & Resorts (NSW) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Pacific Blue Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
Regis Towers Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
Oaks Hotels & Resorts (Hunter Valley) Pty. Ltd.	Providing services for accommodation	Australia	100	100
<b><u>Oaks Hotels &amp; Resorts (NSW) Pty. Ltd.'s subsidiaries</u></b>				
183 on Kent Management Pty. Ltd.	Providing services for accommodation	Australia	100	100
187 Kent Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Cable Beach) Pty. Ltd.	Providing services for accommodation	New Zealand	100	100
<b><u>Oaks Hotels &amp; Resorts (Cable Beach) Pty. Ltd.'s subsidiary</u></b>				
361 Kent Pty. Ltd.	Providing services for accommodation	Australia	100	100
<b><u>Oaks Hotels &amp; Resorts (Hunter Valley) Pty. Ltd.'s subsidiaries</u></b>				
Hunter Valley (CL) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
Hunter Valley (CL) Leases Pty. Ltd.	Providing services for accommodation	Australia	100	100
<b><u>Hunter Valley (CL) Management Pty. Ltd.'s subsidiary</u></b>				
Hunter Valley (CL) Memberships Pty. Ltd.	Providing services for accommodation	Australia	100	100

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b><u>Oaks Hotels &amp; Resorts (VIC) Pty. Ltd.'s subsidiaries</u></b>				
Pacific Hotel Market Street Pty. Ltd.	Providing services for accommodation	Australia	100	100
Cable Beach Management Pty. Ltd.	Providing services for accommodation	Australia	100	80
Oaks Hotels & Resorts (Shafto) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (Pinnacle) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts Operator (VIC) Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts (VIC) Letting Pty. Ltd.	Providing services for accommodation	Australia	100	100
Oaks Hotels & Resorts Leasing (VIC) Pty. Ltd.	Providing services for accommodation	Australia	100	100
<b><u>Oaks Hotels &amp; Resorts (Shafto) Pty. Ltd.'s subsidiary</u></b>				
Oaks Hotels & Resorts Asset Holdings Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Oaks Hotels &amp; Resorts NZ Ltd.'s subsidiaries</u></b>				
187 Cashel Management Limited	Providing services for accommodation	New Zealand	100	100
187 Cashel Apartments Ltd.	Providing services for accommodation	New Zealand	100	100
Oaks Cashel Management Ltd.	Providing services for accommodation	New Zealand	100	100
Housekeepers (NZ) Ltd.	Providing services for accommodation	New Zealand	100	100
<b><u>Oaks Hotels &amp; Resorts Investments Pty. Ltd.'s subsidiary</u></b>				
Tidal Swell Pty. Ltd.	Providing services for accommodation	Australia	100	100
<b><u>Oaks Hotels &amp; Resorts No. 4 Pty. Ltd.'s subsidiary</u></b>				
Grand (Gladstone) Management Pty. Ltd.	Providing services for accommodation	Australia	80	80
<b><u>Over Success Enterprise's subsidiaries</u></b>				
Beijing Qian Bai Ye Investment Consultation Ltd.	Holding investment	People's Republic of China	69.18	49
Beijing Riverside & Courtyard Investment Management Ltd.	Holding investment	People's Republic of China	69.18	49
Beijing Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Longkai Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Three Two One Fastfood Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing JiangShang Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Company	Nature of business	Country of incorporation	Investment portion (%)	
			31 December 2015	31 December 2014
<b>Over Success Enterprise's subsidiaries (Cont'd)</b>				
Beijing Red Matches Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Yunyu Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Jianshan Rundai Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Xiejia Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Dejianhua Catering Ltd.	Sales of food and beverage	People's Republic of China	34.24	24.25
Beijing Bashu Chun Qiu Restaurant	Sales of food and beverage	People's Republic of China	69.18	49
Feng Sheng Ge Restaurant	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Sanrenxing Huixin Restaurant	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Tiankong Catering Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Shanghai Riverside & Courtyard Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Shanghai Riverside & Courtyard & Gongning Catering Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Shanghai Yi Ye Qing Zhou Catering Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Shanghai Riverside & Courtyard Zhenbai Catering Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Yanggaang Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Jinan Riverside & Courtyard Catering Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Tianjin Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Suzhon Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Nanjing Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Shenyang Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Wuhan Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Nantong Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Yangzhou Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Beijing Honghuochai Catering Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	49
Hangzhou Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	-
Dalian Riverside & Courtyard Catering Management Co., Ltd.	Sales of food and beverage	People's Republic of China	69.18	-

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

Significant changes in investments in subsidiaries for the year ended 31 December 2015 comprise:

**Thai Project Property Fund**

At the Investment Committee Meeting No.3/2015 of Thai Project Property Fund (“the Fund”) On 23 July 2015, the Unitholders passed a resolution to approve the liquidation report. The Fund distributed the unit refund of Baht 74.8 million to the Company and Baht 0.2 million to other shareholders of the Fund on that date. On 15 October 2015, the liquidation process of the Fund was completed. The Fund returned the remaining assets after liquidation in cash to the Company of Baht 34 million.

The Company disposed investment in the Fund at cost of Baht 74.8 million and recognised gain from the disposal in the income statement of Baht 34 million.

**Royal Garden Development Limited**

During the year 2015, the liquidation process of Royal Garden Development Limited was completed. The Company disposed the investment in this subsidiary at cost of Baht 1 million and recognised gain from this disposal in the income statement of Baht 22.5 million.

**Pojuca S.A.**

The details of acquisition of Pojuca S.A. are described in Note 35.

**SUN Group**

The details of acquisitions of the following companies are described in Note 35;

- Sands Hotels Holdings (Namibia) (Proprietary) Limited
- Sun International (Botswana) (Proprietary) Limited

**MHG International Holding (Singapore) Pte. Ltd.**

During the year 2015, MHG International Holding (Singapore) Pte. Ltd., a subsidiary of the Group, increased its share capital of 5,934,638 shares with a par value of USD 1, totalling USD 5.9 million or equivalent to Baht 207 million. The investment portion has still been 100% interest.

**Over Success Enterprise Pte. Ltd.**

During the year 2015, a subsidiary of the Group increased investment in Over Success Enterprise Pte. Ltd. from 49% to 69% by converting the loan presented in other current assets of RMB 90 million or equivalent to Baht 467 million to ordinary shares of 2,018 shares.

**MHG Australia Investments Pty. Ltd.**

During the year 2015, a subsidiary of the Group invested in MHG Australia Investments Pty. Ltd., a new established company, of 100 shares with a par value of AUD 1, totalling AUD 100 or equivalent to Baht 2,560, representing 100% interest.

**Oaks Hotels and Resorts (NT) Pty. Ltd.**

During the year 2015, a subsidiary of the Group invested in Oaks Hotels and Resorts (NT) Pty. Ltd., a new established company, of 100 shares with a par value of AUD 1, totalling AUD 100 or equivalent to Baht 2,608, representing 100% interest.

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

**MHG Desaru Hotel Sdn. Bhd.**

During the year 2015, a subsidiary of the Group invested in MHG Desaru Hotel Sdn. Bhd., a new established company, of 12,901,011 shares with a par value of RM 1, totalling RM 12.9 million or equivalent to Baht 119 million, representing 60% interest.

**MHG Desaru Villas Sdn. Bhd.**

During the year 2015, a subsidiary of the Group invested in MHG Desaru Villas Sdn. Bhd., a new established company, of 6,000,470 shares with a par value of RM 1, totalling RM 6.0 million or equivalent to Baht 56 million, representing 60% interest.

**Vietnam Hotel Projekt B.V.**

During the year 2015, a subsidiary of the Group additionally invested in Vietnam Hotel Projekt B.V. of 358,838 shares with a par value of USD 1, totalling USD 0.4 million or equivalent to Baht 11 million. The investment portion has still been 100% interest.

**Cable Beach Management Pty. Ltd.**

During the year 2015, a subsidiary of the Group additionally invested in Cable Beach Management Pty. Ltd. of 20 shares with a par value of AUD 40,100, totalling AUD 0.8 million or equivalent to Baht 21 million. The investment portion has changed from 80% to 100%.

**Summarised financial information for subsidiaries**

Set out below is summarised financial information for each subsidiary that has non-controlling interests ("NCI") that are materiality to the Group. The amounts disclosed for each subsidiary are before intercompany eliminations.

**Summarised statement of financial position**

	<b>As at 31 December 2015</b>			
	<b>Sun International (Botswana) (Proprietary) Limited Baht'000</b>	<b>Over Success Enterprise Pte. Ltd. Baht'000</b>	<b>Oaks Hotels &amp; Resorts Limited Baht'000</b>	<b>Total Baht'000</b>
<b>Current</b>				
Assets	359,193	267,014	1,663,900	2,290,107
Liabilities	(38,092)	(338,347)	(3,626,880)	(4,003,319)
<b>Total current net assets</b>	<b>321,101</b>	<b>(71,333)</b>	<b>(1,962,980)</b>	<b>(1,713,212)</b>
<b>Non-current</b>				
Assets	2,059,288	1,519,975	10,558,502	14,137,765
Liabilities	(447,858)	(81,801)	(3,817,648)	(4,347,307)
<b>Total non-current net assets</b>	<b>1,611,430</b>	<b>1,438,174</b>	<b>6,740,854</b>	<b>9,790,458</b>
<b>Net assets</b>	<b>1,932,531</b>	<b>1,366,841</b>	<b>4,777,874</b>	<b>8,077,246</b>
<b>Accumulated NCI</b>	<b>695,711</b>	<b>421,261</b>	<b>386,800</b>	<b>1,503,772</b>

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**a) Investments in subsidiaries (Cont'd)**

**Summarised statement of comprehensive income**

	<b>For the year ended 31 December 2015</b>			
	<b>Sun International (Botswana) (Proprietary) Limited Baht'000</b>	<b>Over Success Enterprise Pte. Ltd. Baht'000</b>	<b>Oaks Hotels &amp; Resorts Limited Baht'000</b>	<b>Total Baht'000</b>
Revenue	511,597	2,284,239	5,385,033	8,180,869
Post-tax profit from continuing operations	85,089	177,881	344,374	607,344
Other comprehensive income	-	-	5,341	5,341
<b>Total comprehensive income</b>	<b>85,089</b>	<b>177,881</b>	<b>349,715</b>	<b>612,685</b>
 Total comprehensive income allocated to non- controlling interests	 30,632	 38,668	 30,198	 99,498

**Summarised statement of cash flows**

	<b>For the year ended 31 December 2015</b>			
	<b>Sun International (Botswana) (Proprietary) Limited Baht'000</b>	<b>Over Success Enterprise Pte. Ltd. Baht'000</b>	<b>Oaks Hotels &amp; Resorts Limited Baht'000</b>	<b>Total Baht'000</b>
Net cash generated from operating activities	96,196	128,228	638,960	863,384
Net cash used in investing activities	(12,037)	(135,258)	(794,081)	(941,376)
Net cash used in financing activities	-	17,944	47,081	65,025
<b>Net increase(decrease) in cash and cash equivalents</b>	<b>84,159</b>	<b>10,914</b>	<b>(108,040)</b>	<b>(12,967)</b>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
At 1 January	5,519,035,440	4,302,599,637	2,395,106,833	2,150,195,880
Additions	656,124,871	721,528,096	390,003,238	244,910,953
Disposals	(57,814,375)	-	(48,993,974)	-
Change status to investment in subsidiary	(1,063,677,719)	-	-	-
Change status from available-for-sale investments	-	158,290,536	-	-
Share of profit of investments in associates	757,318,201	636,542,906	-	-
Dividends received	(393,456,458)	(299,925,735)	-	-
At 31 December	<u>5,417,529,960</u>	<u>5,519,035,440</u>	<u>2,736,116,097</u>	<u>2,395,106,833</u>

Investments in associates are as follows:

<b>Company</b>	<b>Nature of business</b>	<b>Country of incorporation</b>	<b>Consolidated</b>	
			<b>Interests portion as a Group (%)</b>	
			<b>31 December 2015</b>	<b>31 December 2014</b>
Arabian Spa (Dubai) (LLC)	Spa services	United Arab Emirates	49	49
Eutopia Private Holding Limited ("Eutopia")	Hotel operation	Republic of Maldives	50	50
Tanzania Tourism and Hospitality Investment Limited	Holding investment	British Virgin Islands	50	50
Zanzibar Tourism and Hospitality Investment Limited	Holding investment	British Virgin Islands	50	50
Minor DKL Food Group Pty. Ltd.	Holding investment	Australia	-	50
Sizzler China Pte. Ltd.	Franchise owner	Singapore	50	50
Select Service Partner Limited	Sales of food and beverage	Thailand	51 <sup>(1)</sup>	51 <sup>(1)</sup>
Harbour View Corporation Limited	Hotel operation	Vietnam	30.4	30.4
Zuma Bangkok Limited	Sales of food and beverage	Thailand	51 <sup>(2)</sup>	51 <sup>(2)</sup>
S&P Syndicate Public Company Limited ("S&P")	Sales of food and beverage	Thailand	35.4	33.2
Rani Minor Holding Limited	Hotel operation	United Arab Emirates	25	25
Serendib Hotels PLC	Hotel operation	Sri Lanka	22.7	22.7
Sun International of Lesotho (Proprietary) Limited	Hotel operation	Lesotho	37.5	-
Veneziano Coffee (NSW) Pty. Ltd.	Sales of food and beverage	Australia	30.8	-
Veneziano (SA) Pty. Ltd.	Sales of food and beverage	Australia	17.5	-

(1) The Group does not have control over Select Service Partner Limited although the Group holds equity interest of 51%. This investment is classified as investment in associate and applies equity method of accounting in the consolidated financial statements.

(2) Investment portion in Zuma Bangkok Limited is 51% but the Group has voting right only at 35%.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

Company	Nature of business	Country of incorporation	Consolidated	
			Interests portion as a Group (%)	
			31 December 2015	31 December 2014
<b><u>Tanzania Tourism and Hospitality Investment Limited's subsidiaries</u></b>				
Elewana Afrika (T) Limited	Hotel operation	United Republic of Tanzania	50	50
Elewana Afrika Limited	Holding investment	Kenya	50	50
Trilogy Limited	Holding investment	United Republic of Tanzania	50	-
<b><u>Zanzibar Tourism and Hospitality Investment Limited's subsidiaries</u></b>				
Elewana Afrika (Z) Limited	Hotel operation	United Republic of Tanzania	50	50
The Grande Stone Town Limited	Hotel operation	United Republic of Tanzania	50	50
<b><u>Elewana Afrika (T) Limited's subsidiary</u></b>				
Moru Holdings Limited (Serengeti Pioneer Camp)	Hotel operation	United Republic of Tanzania	50	-
<b><u>Trilogy Limited's subsidiary</u></b>				
Cheli & Peacock Safaris (Tanzania) Limited	Tour operator	United Republic of Tanzania	50	-
<b><u>Elewana Afrika Limited's subsidiaries</u></b>				
Flora Holding Limited	Holding investment	Kenya	50	50
Rocky Hill Limited	Hotel operation	Kenya	50	50
Sand River Eco Camp Limited	Hotel operation	Kenya	50	50
Cheli & Peacock Limited	Tour operator	Kenya	50	-
Cheli & Peacock Management Limited	Management	Kenya	50	-
Tortilis Camp Limited	Hotel operation	Kenya	50	-
Elsa's Kopje Limited	Hotel operation	Kenya	50	-
Joy's Camp Limited	Hotel operation	Kenya	50	-
Elephant Pepper Camp Limited	Hotel operation	Kenya	37	-
<b><u>Flora Holding Limited's subsidiary</u></b>				
Parrots Limited	Hotel operation	Kenya	50	50
<b><u>The Grande Stone Town Limited's subsidiary</u></b>				
Parachichi Limited	Hotel operation	United Republic of Tanzania	50	50
<b><u>Rani Minor Holding Limited's subsidiaries</u></b>				
Indigo Bay SA. ("Indigo Bay")	Hotel operation	Republic of Mozambique	25	25
Cabo Delgado Hoteis & Resorts, Lda.	Hotel operation	Republic of Mozambique	25	25
<b><u>Select Service Partner Limited's subsidiary</u></b>				
Select Service Partner (Cambodia) Limited	Sale of food and beverage	The Kingdom of Cambodia	51	51



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

Company	Nature of business	Consolidated Country of incorporation	Interests portion as a Group (%)	
			31 December 2015	31 December 2014
<b><u>Minor DKL Food Group Pty. Ltd.'s subsidiaries</u></b>				
Espresso Pty. Ltd.	Property investment	Australia	-	50
The Coffee Club Investment Pty. Ltd.	Franchise owner	Australia	-	50
The Coffee Club Franchising Company Pty. Ltd.	Franchise business	Australia	-	50
The Coffee Club (NSW) Pty. Ltd.	Property investment	Australia	-	50
The Coffee Club (Vic) Pty. Ltd.	Property investment	Australia	-	50
The Coffee Club (Properties) Pty. Ltd.	Property investment	Australia	-	50
The Coffee Club Properties (NSW) Pty. Ltd.	Property investment	Australia	-	50
The Coffee Club Pty. Ltd. (as trustee for The Coffee Club Unit Trust)	Franchise owner	Australia	-	50
The Coffee Club (International) Pty. Ltd.	Franchise owner	Australia	-	50
The Coffee Club (Korea) Pty. Ltd.	Franchise owner	Australia	-	50
The Coffee Club (Mena) Pty. Ltd.	Franchise owner	Australia	-	50
The Coffee Club (NZ) Pty. Ltd.	Franchise owner	Australia	-	50
First Avenue Company Pty. Ltd.	Sale of food and beverage	Australia	-	50
Ribs and Rumps Holding Pty. Ltd.	Holding investment	Australia	-	50
Minor DKL Construction Pty. Ltd.	Management services	Australia	-	50
Minor DKL Management Pty. Ltd.	Management services	Australia	-	50
Minor DKL Stores Pty. Ltd.	Sale of food and beverage	Australia	-	50
TCC Operations Pty. Ltd.	Sale of food and beverage	Australia	-	50
TGT Operations Pty. Ltd.	Sale of food and beverage	Australia	-	50
VGC Food Group Pty. Ltd.	Holding investment	Australia	-	35
<b><u>Ribs and Rumps Holding Pty. Ltd.'s subsidiaries</u></b>				
Ribs and Rumps Operating Company Pty. Ltd.	Sales of food and beverage	Australia	-	50
Ribs and Rumps Properties Pty. Ltd.	Sales of food and beverage	Australia	-	50
Ribs and Rumps International Pty. Ltd.	Sales of food and beverage	Australia	-	50
Ribs and Rumps System Pty. Ltd.	Franchise owner	Australia	-	50
<b><u>VGC Food Group Pty. Ltd.'s subsidiaries</u></b>				
Veneziano Coffee Roasters Holdings Pty. Ltd.	Holding investment	Australia	-	35
Groove Train Holdings Pty. Ltd.	Holding investment	Australia	-	35
Coffee Hit Holdings Pty. Ltd.	Holding investment	Australia	-	35
VGC Management Pty. Ltd.	Management service	Australia	-	35
Veneziano Coffee Roasters Pty. Ltd.	Sales of food and beverage	Australia	-	35
Groove Train System Pty. Ltd.	Franchise owner	Australia	-	35
Veneziano Coffee Assets Pty. Ltd.	Assets investment	Australia	-	35
Groove Train Properties Pty. Ltd.	Property investment	Australia	-	35
Coffee Hit System Pty. Ltd.	Franchise owner	Australia	-	35
Coffee Hit Properties Pty. Ltd.	Property investment	Australia	-	35
Black Bag Roasters Pty. Ltd.	Sales of food and beverage	Australia	-	-

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

Company	Nature of business	Country of incorporation	Company	
			Investment portion (%)	
			31 December 2015	31 December 2014
S&P Syndicate Public Company Limited	Sales of food and beverage	Thailand	35.5	33.2

Significant changes in investments in associates for the year ended 31 December 2015 comprise:

**Minor DKL Food Group Pty. Ltd.**

During the year 2015, a subsidiary of the Group additionally acquired 9,200,000 original shares of Minor DKL Food Group Pty. Ltd. ("Minor DKL"), totalling AUD 45 million or equivalent to Baht 1,157 million, representing the increase in investment portion from 50% to 70% interest.

The investment in Minor DKL changed status from "Investment in associates" to "Investment in subsidiaries" at the date that the Group has significant control of Minor DKL. The Group adjusted fair value of this investment at that date and recognise gain on fair value adjustment of Baht 1,793 million in the consolidated income statement for the year ended 31 December 2015.

**S&P Syndicate Public Company Limited**

During the year 2015, the Company acquired additional shares of S&P Syndicate Public Company Limited ("S&P") of 14,254,700 shares, totalling Baht 390 million and partially sold shares of S&P of 3,125,000 shares, totalling Baht 88 million. The Group and the Company disposed investment in S&P at cost of Baht 58 million and 49 million, respectively and recognised gain from this disposal in the consolidated and Company income statement of Baht 30 million and 39 million, respectively.

As at 31 December 2015, the investment portion in S&P has changed from 33.2% to 35.5%.

**Sun International of Lesotho (Proprietary) Limited**

During the year 2015, a subsidiary of the Group acquired the share capital of Sun International of Lesotho (Proprietary) Limited in the amount of USD 6.7 million or equivalent to Baht 217 million, representing 37.5% interest as a Group.

The fair value at 37.5% interest of identified assets acquired and liabilities assumed from this acquisition was as follows:

	<b>Baht'000</b>
Cash and cash equivalents	26,632
Trade and other receivables	43,242
Inventories	4,494
Property, plant and equipment	1,102,387
Intangible assets	709
Prepayment	1,562
Liabilities	(117,367)
Deferred tax liabilities	(209,784)
Fair value of net assets	851,875
Non-controlling interests	(532,082)
Fair value of net assets under interest acquired	<u>319,793</u>

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

**Sun International of Lesotho (Proprietary) Limited (Cont'd)**

Purchase price considerations of Baht 217 million and fair value of net assets under interest acquired approximately Baht 320 million result to the excess of the Group's share of the net fair value of the associate's identifiable assets and liabilities over the cost of the investment of Baht 92 million (after net of with associated cost Baht 10 million). This is included as income in the determination of the Group's shares of the associate's profit or loss in the period in which the investment was acquired.

The Group engaged a qualified independent appraiser who holds a valid license to appraise fair value measurement of tangible assets on the date of acquisition.

**Rani Minor Holding Limited**

During the year 2015, a subsidiary of the Group additionally acquired an increased share capital of Rani Minor Holding Limited amounting to USD 1.4 million or equivalent to Baht 49 million, the investment portion has still been 25% interest as a Group.

**Cheli & Peacock Group**

During the year 2015, a subsidiary of the Group has extended a term loan and working capital facilities to Tanzania Tourism and Hospitality Investment Limited for acquiring the share capital of the Cheli & Peacock Group in the amount of USD 9 million or equivalent to Baht 291 million, representing 50% interest as a Group.

**Summarised financial information for associates**

Set out below is the summarised financial information of the associates that are material to the Group. They have been amended to reflect adjustments made by the Group when using equity method, including modifications for differences in accounting policies.

S&P is the listed company in the Stock Exchange of Thailand ("SET"). S&P will announce its financial information for the year ended 31 December 2015 later than the Group; therefore, its 2015 financial information is not currently disclosed. For the purpose of this disclosure only, the Group use the most recent publically available financial information of S&P which is the information for the period ended 30 September 2015.

For the consolidated financial statements for the year ended 31 December 2015, the Group uses S&P financial information for the year then ended to apply equity method.

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

**Summarised statement of financial position**

	As at 30 September 2015	As at 31 December 2015		
	S&P Syndicate Public Company Limited Baht'000	Eutopia Private Holding Limited Baht'000	Rani Minor Holding Limited Baht'000	Total Baht'000
<b>Current assets</b>				
Cash and cash equivalents	630,522	84,873	1,584	716,979
Other current assets	698,123	316,651	27,420	1,042,194
<b>Total current assets</b>	1,328,645	401,524	29,004	1,759,173
<b>Non-current assets</b>	2,157,211	1,915,653	1,000,105	5,072,969
<b>Total assets</b>	3,485,856	2,317,177	1,029,109	6,832,142
<b>Current liabilities</b>				
Financial liabilities (excluding trade payables)	19,952	173,225	-	193,177
Other current liabilities (including trade payables)	946,249	460,890	33,118	1,440,257
<b>Total current liabilities</b>	966,201	634,115	33,118	1,633,434
<b>Non-current liabilities</b>				
Financial liabilities	20,511	346,451	-	366,962
Other non-current liabilities	164,344	-	177,453	341,797
<b>Total non-current liabilities</b>	184,855	346,451	177,453	708,759
<b>Total liabilities</b>	1,151,056	980,566	210,571	2,342,193
<b>Net assets</b>	2,334,800	1,336,611	818,538	4,489,949

The fair value of S&P shares held by the Group is computed by using closing price announced by SET. As at 31 December 2015, the fair value of S&P shares is Baht 4,870.82 million (2014: Baht 4,396.35 million) and the carrying amount of the Group's interest was Baht 2,979.10 million (2014: Baht 2,565.63 million). Other companies are private companies and there are no quoted market prices available for their shares.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

**Summarised statement of comprehensive income**

	For the nine-month period ended 30 September 2015	For the year ended 31 December 2015		
	S&P Syndicate Public Company Limited Baht'000	Eutopia Private Holding Limited Baht'000	Rani Minor Holding Limited Baht'000	Total Baht'000
Revenue	5,521,902	1,685,720	153,990	7,361,612
Post-tax profit (loss) from continuing operations	442,512	250,061	(33,078)	659,495
Other comprehensive income	14,968	-	-	14,968
Total comprehensive income	457,480	250,061	(33,078)	674,463
Dividends received from associates	441,367	180,443	-	-

**Reconciliation of summarised financial information**

Reconciliation of the summarised financial information presented to the carrying amount of its interest in associates:

	For the nine-month period ended 30 September 2015	For the year ended 31 December 2015		
	S&P Syndicate Public Company Limited Baht'000	Eutopia Private Holding Limited Baht'000	Rani Minor Holding Limited Baht'000	Total Baht'000
<b>Summarised financial information</b>				
Opening net assets 1 January	2,318,687	1,128,199	765,265	4,212,151
Profit (loss) for the period/year	442,512	250,061	(33,078)	659,495
Foreign exchange differences	14,968	138,794	86,351	240,113
Dividend paid	(441,367)	(180,443)	-	(621,810)
Closing net assets	2,334,800	1,336,611	818,538	4,489,949
Interest portion as a Group	35.5%	50%	25%	
Interest in associates	828,854	668,306	204,635	1,701,795
Gain on remeasuring of available-for-sale investments	2,080,063	-	-	2,080,063
Goodwill	-	(43,368)	362,031	318,663
Carrying amount	2,908,917	624,938	566,666	4,100,521

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**b) Investments in associates (Cont'd)**

**Individually immaterial associates**

In addition to the interests in associates disclosed above, the Group also has interests in a number of individually immaterial associates that are accounted for using the equity method.

	<b>2015</b>
	<b>Baht'000</b>
Aggregate carrying amount of individually immaterial joint ventures	1,246,830
Aggregate amounts of the reporting entity's share of:	
Profit (loss) from continuing activities	394,393
Total comprehensive income	394,393

**c) Interests in joint ventures**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
At 1 January	1,301,182,990	696,099,932	24,284,460	24,284,460
Additions	858,792,302	431,027,447	-	-
Share of profit of interests in joint ventures	594,854,136	186,457,148	-	-
Dividends received	(15,885,763)	(11,949,831)	-	-
Reclassify to assets held for sales	(12,198,142)	-	-	-
Translation adjustment	(100,908)	(451,706)	-	-
At 31 December	<u>2,726,644,615</u>	<u>1,301,182,990</u>	<u>24,284,460</u>	<u>24,284,460</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**c) Interests in joint ventures (Cont'd)**

The jointly controlled entities are:

Company	Nature of business	Country of incorporation	Consolidated	
			Interests portion as a Group (%)	
			31 December 2015	31 December 2014
Maikhao Vacation Villas Limited	Sales of right-to-use in time sharing resort	Thailand	50	50
Mysale.co.th Limited	Distribution	Thailand	50.1	50.1
Harbour Residences Oaks Ltd.	Providing services for accommodation	New Zealand	50	50
Per Aquum Management JLT	Hotel management	The United Arab Emirates	50	50
Per Aquum Maldives Private Limited	Hotel management	The Republic of the Maldives	50	50
PH Resorts (Private) Ltd. ("PH Resorts")	Hotel operation	Sri Lanka	49.9	49.9
MHG Deep Blue Financing	Management	Republic of Mauritius	50	50
O Plus E Holdings Private Limited ("O Plus E")	Holding investment	The Republic of the Maldives	50	50
Pecan Deluxe (Thailand) Limited	Manufacturing food ingredients	Thailand	49.9	49.9
The Food Theory Group Pte. Ltd.	Sales of food and beverage	Singapore	50	50
Liwa Minor Food & Beverage LLC	Sales of food and beverage	The United Arab Emirates	49	49
Rani Minor Holding II Limited	Holding company	The United Arab Emirates	49	49
MSC Thai Cuisine Co., Ltd. (formerly "The Thai Cuisine Limited")	Food academy	Thailand	40	50
BTM (Thailand) Limited	Sales of food and beverage	Thailand	50	50
MHG Npark Development Company Limited	Sales of property	Thailand	50	50
MHG Signity Assets Holding (Mauritius) Limited	Holding company	Republic of Mauritius	50	50
Grab Food Ltd. ("Grab")	Sales of food and beverage	The United Kingdom	-(1)	-
Sun International (Zambia) Limited ("Sun (Zambia)")	Hotel operation	Zambia	50	-
Patara Fine Thai Cuisine Limited	Sales of food and beverage	The United Kingdom	50	-
PT Wika Realty Minor Development	Hotel operation	Republic of Indonesia	50	-

(1) A subsidiary of the Group provided a loan facility to Bangkok Living Ltd. ("BLL"), which held 100% of Grab's share capital. BLL used Grab's ordinary shares as collateral and the Group had the right to exercise the share purchase option. As the Group has the jointly control as agreed in agreement; therefore, this loan is treated as the investment in joint venture of the Group.

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**c) Interests in joint ventures (Cont'd)**

Company under the joint venture is as follow:

			<b>Consolidated</b>	
<b>Company</b>	<b>Nature of business</b>	<b>Country of incorporation</b>	<b>Interests portion as a Group (%)</b>	
			<b>31 December 2015</b>	<b>31 December 2014</b>
<b><u>Rani Minor Holding II Limited's subsidiary</u></b>				
Fenix Projectos e Investimentos Limitada	Hotel operation	Republic of Mozambique	49	49
			<b>Company</b>	
<b>Company</b>	<b>Nature of business</b>	<b>Country of incorporation</b>	<b>Investment portion (%)</b>	
			<b>31 December 2015</b>	<b>31 December 2014</b>
Maikhao Vacation Villas Limited	Sales of right-to-use in time sharing resort	Thailand	50	50

Significant changes in interests in joint ventures for the year ended 31 December 2015 comprise:

**Sun International (Zambia) Limited**

During the year 2015, a subsidiary of the Group acquired the share capital of Sun International (Zambia) Limited in the amount of USD 17.7 million or equivalent to Baht 575 million, representing 50% interest as a Group.

The fair value at 50 % interest of identified assets acquired and liabilities assumed from this acquisition was as follows:

	<b>Baht'000</b>
Cash and cash equivalents	44,324
Trade and other receivables	33,308
Inventories	70,397
Property, plant and equipment	3,006,254
Intangible assets	21
Liabilities	(133,796)
Deferred tax liabilities	(791,489)
Fair value of net assets	2,229,019
Non-controlling interests	(1,114,510)
Fair value of net assets under interest acquired	<u>1,114,509</u>

Purchase price considerations of Baht 575 million and fair value of net assets under interest acquired approximately Baht 1,114 million result to the excess of the Group's share of the net fair value of the joint venture's identifiable assets and liabilities over the cost of the investment Baht 451 million (after net of with associated cost Baht 88 million). This is included as income in the determination of the investor's shares of the joint venture's profit or loss in the period in which the investment is acquires.

The Group engages a qualified independent appraiser who holds a valid professional license to appraise fair value measurement of tangible assets on the date of acquisition.



**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**c) Interests in joint ventures (Cont'd)**

**MSC Thai Cuisine Co., Ltd. (formerly “The Thai Cuisine Limited”)**

During the year 2015, MSC Thai Cuisine Co., Ltd., a joint venture of the Group, increased its share capital of 100,000 shares with a par value of Baht 100, totalling Baht 10 million. The investment portion has diluted to 40% interest but the Group still has the jointly control over this company.

**Patara Fine Thai Cuisine Limited**

During the year 2015, a subsidiary of the Group acquired the share capital of Patara Fine Thai Cuisine Limited in the amount of USD 2.3 million or equivalent to Baht 81 million, representing 50% interest as a Group.

**Grab Food Ltd.**

During the year 2015, a subsidiary of the Group provided an additional loan facility to Bangkok Living Ltd. (“BLL”), which held 100% of Grab’s share capital, in the amount of GBP 360,000 or equivalent to Baht 20 million. The Group still has the jointly control as stipulated in the agreement.

**PH Resorts (Private) Ltd.**

During the year 2015, a subsidiary of the Group additionally invested in PH Resorts (Private) Ltd. of 18,420 shares with a par value of LKR 13,600, totalling LKR 250 million or equivalent to Baht 65 million, representing 49.9% interest as a Group.

**PT Wika Realty Minor Development**

During the year 2015, a subsidiary of the Group acquired the share capital of PT Wika Realty Minor Development, a new established company, of 42,500 shares with a par value of IDR 1 million, totalling IDR 42.5 million or equivalent to Baht 115 million, representing 50% interest as a Group.

**Commitments and contingent liabilities in respect of joint ventures**

The Group has no commitments and contingent liabilities relating to its joint venture.

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**c) Interests in joint ventures (Cont'd)**

**Summarised financial information for joint ventures**

Set out below are the summarised financial information of joint ventures as at 31 December 2015, which, in the opinion of the management, are material to the Group. They have amended the reflect adjustments made by the Group when using equity method, including modifications for difference in accounting policy.

All joint ventures are private companies and there is no quoted market price available for their shares.

**Summarised statement of financial position**

	<b>As at 31 December 2015</b>			
	<b>Sun International (Zambia) Limited Baht'000</b>	<b>PH Resorts (Private) Ltd. Baht'000</b>	<b>O Plus E Holding Private Limited Baht'000</b>	<b>Total Baht'000</b>
<b>Current assets</b>				
Cash and cash equivalents	96,024	9,778	123,694	229,496
Other current assets (excluding cash)	72,126	123,023	172,578	367,727
<b>Total current assets</b>	<b>168,150</b>	<b>132,801</b>	<b>296,272</b>	<b>597,223</b>
<b>Non-current assets</b>	<b>3,921,011</b>	<b>1,434,415</b>	<b>3,148,666</b>	<b>8,504,092</b>
<b>Total assets</b>	<b>4,089,161</b>	<b>1,567,216</b>	<b>3,444,938</b>	<b>9,101,315</b>
<b>Current liabilities</b>				
Financial liabilities (excluding trade payables)	-	14,729	-	14,729
Other current liabilities (including trade payables)	117,161	33,910	1,121,625	1,272,696
<b>Total current liabilities</b>	<b>117,161</b>	<b>48,639</b>	<b>1,121,625</b>	<b>1,287,425</b>
<b>Non-current liabilities</b>				
Other liabilities	750,047	589,642	3,091,165	4,430,854
<b>Total non-current liabilities</b>	<b>750,047</b>	<b>589,642</b>	<b>3,091,165</b>	<b>4,430,854</b>
<b>Total liabilities</b>	<b>867,208</b>	<b>638,281</b>	<b>4,212,790</b>	<b>5,718,279</b>
<b>Net assets</b>	<b>3,221,953</b>	<b>928,935</b>	<b>(767,852)</b>	<b>3,383,036</b>

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**c) Interests in joint ventures (Cont'd)**

**Summarised statement of comprehensive income**

	<b>For the year ended 31 December 2015</b>			
	<b>Sun International (Zambia) Limited Baht'000</b>	<b>PH Resorts (Private) Ltd. Baht'000</b>	<b>O Plus E Holding Private Limited Baht'000</b>	<b>Total Baht'000</b>
Revenue	569,591	25,649	1,018,630	1,613,870
Depreciation and amortisation	50,491	6,473	221,774	278,738
Interest expense	3,586	224	171,901	175,711
Profit or loss from continuing operations	110,986	(8,992)	(235,729)	(133,735)
Income tax expense	7,876	-	-	7,876
Post-tax profit or loss from continuing operations	103,110	(8,992)	(235,729)	(141,611)
Total comprehensive income	103,110	(8,992)	(235,729)	(141,611)

The information above reflects the amounts presented in the financial statements of the joint venture adjusted for differences in accounting policies between the Group and the joint ventures.

**Reconciliation of summarised financial information**

Reconciliation of the summarised financial information presented to the carrying amount of its interest in joint ventures

	<b>For the year ended 31 December 2015</b>			
	<b>Sun International (Zambia) Limited Baht'000</b>	<b>PH Resorts (Private) Ltd. Baht'000</b>	<b>O Plus E Holding Private Limited Baht'000</b>	<b>Total Baht'000</b>
Opening net assets 1 January	2,229,021	844,572	(467,507)	2,606,086
Profit (loss) for the year	103,110	(8,992)	(235,729)	(141,611)
Foreign exchange difference	889,822	93,355	(64,616)	918,561
Closing net assets	3,221,953	928,935	(767,852)	3,383,036
Interest in joint venture	50%	49.90%	50%	
Carrying amount	1,610,976	463,539	(383,926)	1,690,589
Goodwill	(451,070)	(32,188)	531,377	48,119
Carrying amount, net	<u>1,159,906</u>	<u>431,351</u>	<u>147,451</u>	<u>1,738,708</u>

**13 Investments in subsidiaries, associates and interests in joint ventures (Cont'd)**

**c) Interests in joint ventures (Cont'd)**

**Individually immaterial joint ventures**

In addition to the interests in joint ventures disclosed above, the Group also has interests in a number of individually immaterial joint ventures that are accounted for using the equity method.

	<b>2015</b>
	<b>Baht'000</b>
Aggregate carrying amount of individually immaterial joint ventures	987,936
Aggregate amounts of the reporting entity's share of:	
Profit from continuing activities	131,061
Total comprehensive income	131,061

**14 Related party transactions**

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely the legal form.

The Company is the ultimate parent company.

The Minor Food Group Public Company Limited ("MFG") and Minor Corporation Public Company Limited ("MINOR") are subsidiaries. Therefore, the companies under MFG and MINOR are considered as related parties of the Group.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**14 Related party transactions (Cont'd)**

The following transactions were carried out with related parties:

**14.1 Sales of goods and services**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Sales of food and beverage</b>				
Associates	156,631,793	130,212,948	-	-
Joint ventures	3,416,239	764,168	-	-
Related parties	2,560	-	-	-
<b>Total sales</b>	<b>160,050,592</b>	<b>130,977,116</b>	<b>-</b>	<b>-</b>
<b>Sales of residence</b>				
Related parties	295,476,180	-	-	-
<b>Total sales of residence</b>	<b>295,476,180</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Rental income</b>				
Subsidiaries	-	-	42,729,150	44,362,037
Joint ventures	3,881,936	1,227,677	-	-
Related parties	69,444	218,105	-	-
<b>Total rental income</b>	<b>3,951,380</b>	<b>1,445,782</b>	<b>42,729,150</b>	<b>44,362,037</b>
<b>Management fee income</b>				
Subsidiaries	-	-	252,423,105	224,905,455
Associates	244,640,944	455,023,235	3,505,980	2,021,328
Joint ventures	112,259,813	65,360,042	1,215,848	553,964
Related parties	4,254,317	4,210,020	-	-
<b>Total management fee income</b>	<b>361,155,074</b>	<b>524,593,297</b>	<b>257,144,933</b>	<b>227,480,747</b>
Management fee income is mainly from hotel, information system and finance management.				
<b>Dividends income</b>				
Subsidiaries	-	-	1,314,315,306	1,398,605,969
Associates	393,456,458	299,925,735	149,918,348	145,906,149
Joint ventures	15,885,763	11,949,831	-	-
<b>Total dividends income</b>	<b>409,342,221</b>	<b>311,875,566</b>	<b>1,464,233,654</b>	<b>1,544,512,118</b>
<b>Interest income</b>				
Subsidiaries	-	-	1,387,765,427	1,127,878,804
Associates	39,508,144	18,701,099	-	-
Joint ventures	41,875,451	27,931,575	-	-
<b>Total interest income</b>	<b>81,383,595</b>	<b>46,632,674</b>	<b>1,387,765,427</b>	<b>1,127,878,804</b>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**14 Related party transactions (Cont'd)**

**14.1 Sales of goods and services (Cont'd)**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Other income</b>				
Subsidiaries	-	-	4,273,476	8,732,332
Associates	22,436	437,184	-	-
Joint ventures	1,579,436	261,556	2,868	-
Related parties	-	14,019	-	-
<b>Total other income</b>	<b>1,601,872</b>	<b>712,759</b>	<b>4,276,344</b>	<b>8,732,332</b>

**14.2 Purchase of goods and services**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Purchases</b>				
Associates	82,554,902	67,669,458	-	-
Joint ventures	6,358,766	-	-	-
Related parties	113,879,600	130,403,973	-	-
<b>Total purchases</b>	<b>202,793,268</b>	<b>198,073,431</b>	<b>-</b>	<b>-</b>
<b>Rental expenses</b>				
Subsidiaries	-	-	79,094,777	77,922,330
Related parties	21,768,292	18,554,226	-	-
<b>Total rental expenses</b>	<b>21,768,292</b>	<b>18,554,226</b>	<b>79,094,777</b>	<b>77,922,330</b>
<b>Management fee expenses</b>				
Subsidiaries	-	-	59,963,759	59,246,667
<b>Total management fee expenses</b>	<b>-</b>	<b>-</b>	<b>59,963,759</b>	<b>59,246,667</b>
<b>Royalty fee</b>				
Subsidiaries	-	-	614,788	598,878
<b>Total royalty fee expenses</b>	<b>-</b>	<b>-</b>	<b>614,788</b>	<b>598,878</b>
<b>Interest expenses</b>				
Subsidiaries	-	-	34,007,032	41,993,835
<b>Total interest expenses</b>	<b>-</b>	<b>-</b>	<b>34,007,032</b>	<b>41,993,835</b>
<b>Other expenses</b>				
Subsidiaries	-	-	49,507	33,133
Joint ventures	474,427	104,974	1,058	-
Related parties	51,247,944	67,738,120	22,877,694	23,254,844
<b>Total other expenses</b>	<b>51,722,371</b>	<b>67,843,094</b>	<b>22,928,259</b>	<b>23,287,977</b>

**Management remuneration**

Management benefit expenses of the Group and the Company for the year ended 31 December 2015 Baht 252,287,331 and Baht 79,350,107, respectively (2014: Baht 206,965,575 and Baht 75,262,323, respectively). Management remuneration comprised short-term benefits such as salaries, bonus and allowances.

**14 Related party transactions (Cont'd)**

**14.3 Outstanding balances arising from sales/purchases of goods/services**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Receivables from:</b>				
Subsidiaries	-	-	1,048,256,140	792,946,947
Associates	353,636,108	199,565,163	21,518,631	23,492,955
Joint ventures	95,776,757	161,257,511	21,929	11,901,566
Related parties	4,617,265	6,332,737	1,261	2,906,776
Total receivables from related parties	<u>454,030,130</u>	<u>367,155,411</u>	<u>1,069,797,961</u>	<u>831,248,244</u>
<b>Payables to:</b>				
Subsidiaries	-	-	24,350,951	52,950,581
Associates	14,968,385	11,617,166	-	-
Joint ventures	2,065,014	147,387	-	-
Related parties	15,680,354	19,080,142	4,826,589	-
Total payables to related parties	<u>32,713,753</u>	<u>30,844,695</u>	<u>29,177,540</u>	<u>52,950,581</u>

**14.4 Loans to related parties**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Long-term loans to related parties:</b>				
Subsidiaries	-	-	34,221,547,173	29,122,936,682
Associates	1,067,877,483	931,994,998	-	-
Joint ventures	4,085,082,938	2,498,062,024	-	-
Total long-term loans to related parties	<u>5,152,960,421</u>	<u>3,430,057,022</u>	<u>34,221,547,173</u>	<u>29,122,936,682</u>

**14 Related party transactions (Cont'd)**

**14.4 Loans to related parties (Cont'd)**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Subsidiaries</b>				
At 1 January	-	-	29,122,936,682	21,807,420,771
Additions	-	-	4,945,834,876	7,308,213,416
Unrealised gain on exchange rate	-	-	152,775,615	7,302,495
At 31 December	-	-	34,221,547,173	29,122,936,682
<b>Associates</b>				
At 1 January	931,994,998	515,204,701	-	-
Additions	54,463,558	414,778,492	-	-
Translation adjustment	81,418,927	2,011,805	-	-
At 31 December	1,067,877,483	931,994,998	-	-
<b>Joint ventures</b>				
At 1 January	2,498,062,024	466,983,936	-	-
Additions	1,379,314,981	2,035,683,936	-	-
Settlement	(23,904,969)	(6,089,354)	-	-
Translation adjustment	231,610,902	1,483,506	-	-
At 31 December	4,085,082,938	2,498,062,024	-	-

Long-term loans to related parties are unsecured and denominated in Thai Baht and foreign currency. They carry interest rate at the market interest with reference to the interest rate quoted by commercial banks. The loans are due for repayment at call but the Group will not call the loans for settlement within the next 12 months.

**14.5 Borrowings from related parties**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Short-term borrowings from related parties</b>				
Subsidiaries	-	-	1,542,893,032	1,991,660,154
Associates	18,795,000	-	-	-
At 31 December	18,795,000	-	1,542,893,032	1,991,660,154



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**14 Related party transactions (Cont'd)**

**14.5 Borrowings from related parties (Cont'd)**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Subsidiaries</b>				
At 1 January	-	-	1,991,660,154	1,827,251,831
Additions	-	-	-	164,408,323
Settlements	-	-	(448,767,122)	-
At 31 December	-	-	1,542,893,032	1,991,660,154
	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
<b>Associate</b>				
At 1 January	-	-	-	-
Addition	18,795,000	-	-	-
At 31 December	18,795,000	-	-	-

Short-term borrowings from subsidiaries and an associate are unsecured and denominated in Thai Baht. They are due at call and carry interest rate at the market interest with reference to the interest rate quoted by commercial banks.

**15 Land and projects under development**

	<b>Consolidated</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>
Opening net book amount	1,118,950,542	469,586,855
Additions:		
Construction and other related costs	771,718,973	914,209,783
Borrowing cost	39,689,889	28,599,800
Transfer to land and real estates project for sales	(1,893,697,787)	(293,445,896)
Transfer to property, plant and equipment (Note 17)	(36,661,617)	-
Total land and projects under development	-	1,118,950,542
		<b>Consolidated Baht Million</b>
Commitments in respect of construction contracts and purchases of assets as at 31 December 2015		-
Commitments in respect of construction contracts and purchases of assets as at 31 December 2014		152.5

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**16 Investment properties**

	<b>Consolidated</b>		
	<b>Land and land improvement Baht</b>	<b>Buildings and building improvement Baht</b>	<b>Total Baht</b>
<b>At 1 January 2014</b>			
Cost	221,656,428	1,283,926,456	1,505,582,884
<u>Less</u> Accumulated depreciation	(864,571)	(970,338,348)	(971,202,919)
Net book amount	<u>220,791,857</u>	<u>313,588,108</u>	<u>534,379,965</u>
Fair value			<u>1,499,186,050</u>
<b>For the year ended 31 December 2014</b>			
Opening net book amount	220,791,857	313,588,108	534,379,965
Additions	290,000	15,644,989	15,934,989
Disposals, net	-	(76,541)	(76,541)
Transfer to property, plant and equipment (Note 17)	(164,719,242)	-	(164,719,242)
Depreciation	(56,767)	(70,929,339)	(70,986,106)
Closing net book amount	<u>56,305,848</u>	<u>258,227,217</u>	<u>314,533,065</u>
<b>As at 31 December 2014</b>			
Cost	57,227,186	1,296,626,445	1,353,853,631
<u>Less</u> Accumulated depreciation	(921,338)	(1,038,399,228)	(1,039,320,566)
Net book amount	<u>56,305,848</u>	<u>258,227,217</u>	<u>314,533,065</u>
Fair value			<u>1,139,886,050</u>

For comparatives purposes, the Group has reclassified investment properties as at 31 December 2014 to property, plant and equipment for the amount of Baht 888 million to reflect current business operations.

	<b>Consolidated</b>		
	<b>Land and land improvement Baht</b>	<b>Buildings and building improvement Baht</b>	<b>Total Baht</b>
<b>For the year ended 31 December 2015</b>			
Opening net book amount	56,305,848	258,227,217	314,533,065
Additions	-	363,555,623	363,555,623
Disposals, net	-	(107,585)	(107,585)
Write-offs, net	-	(12,711)	(12,711)
Depreciation	(117,198)	(48,669,764)	(48,786,962)
Closing net book amount	<u>56,188,650</u>	<u>572,992,780</u>	<u>629,181,430</u>
<b>As at 31 December 2015</b>			
Cost	57,227,186	1,656,447,558	1,713,674,744
<u>Less</u> Accumulated depreciation	(1,038,536)	(1,083,454,778)	(1,084,493,314)
Net book amount	<u>56,188,650</u>	<u>572,992,780</u>	<u>629,181,430</u>
Fair value			<u>746,137,271</u>

The fair values are measured by independent professionally qualified valuers who hold a recognised relevant professional qualification and have recent experience in the locations and categories of the investment properties valued.

**16 Investment properties (Cont'd)**

The Group applies the Income Approach and the Market Approach in calculating fair values of investment properties. The fair value is within Level 3 of the fair value hierarchy.

Amount recognised in the income statement which relates to investment property is as follows:

	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
Rental income	313,912,593	341,804,647
Direct operating expense arise from investment property that generated rental income	48,786,962	70,986,106

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**17 Property, plant and equipment**

	<b>Consolidated - Baht</b>							
	<b>Land and land improvement</b>	<b>Buildings and fitting equipment</b>	<b>Building and leasehold improvement</b>	<b>Furniture, fixtures and other equipment</b>	<b>Motor vehicles</b>	<b>Operating equipment</b>	<b>Construction in progress</b>	<b>Total</b>
<b>At 1 January 2014</b>								
Cost	2,299,578,964	14,871,962,859	7,022,118,194	10,553,761,154	258,568,035	1,090,953,114	2,044,460,043	38,141,402,363
<u>Less</u> Accumulated depreciation	(189,518,190)	(5,376,421,621)	(2,818,989,171)	(6,576,555,249)	(183,058,693)	(546,977,117)	-	(15,691,520,041)
<u>Less</u> Provision for impairment	-	-	(12,471,575)	(9,427,877)	-	-	-	(21,899,452)
Net book amount	<u>2,110,060,774</u>	<u>9,495,541,238</u>	<u>4,190,657,448</u>	<u>3,967,778,028</u>	<u>75,509,342</u>	<u>543,975,997</u>	<u>2,044,460,043</u>	<u>22,427,982,870</u>
<b>For the year ended 31 December 2014</b>								
Opening net book amount	2,110,060,774	9,495,541,238	4,190,657,448	3,967,778,028	75,509,342	543,975,997	2,044,460,043	22,427,982,870
Additions	1,002,491	279,161,417	395,603,279	941,890,018	15,669,856	118,659,348	3,103,540,509	4,855,526,918
Acquisition from investment in subsidiaries	-	2,172,835	-	24,715,864	-	-	-	26,888,699
Adjustment fair value as at acquisition date	82,263,300	243,318,506	-	-	-	-	-	325,581,806
Disposals, net	-	(35,538,223)	(19,361,900)	(35,223,026)	(2,150,580)	(19,113,143)	(1,458,633)	(112,845,505)
Write-offs, net	-	(2,445,190)	(13,730,828)	(9,781,700)	(1)	(238,474)	-	(26,196,193)
Reclassification	231,539,968	967,892,249	1,289,101,398	54,087,615	18,549,501	122,527,813	(2,683,698,544)	-
Transfer from (to) other accounts	-	(40,379,431)	(5,421,150)	7,805,890	-	(701,194)	(12,683,268)	(51,379,153)
Transfer from investment properties (Note 16)	152,608,806	-	-	-	-	-	12,110,436	164,719,242
Transfer from land and real estate project for sales	45,283,959	743,684,006	(811,421,089)	6,788,081	-	164,411,657	9,172,784	157,919,398
Depreciation charge	(16,789,352)	(673,172,922)	(642,569,245)	(935,921,758)	(27,161,412)	(100,708,786)	-	(2,396,323,475)
Impairment reversal (charge)	-	(141,785)	(427,699)	4,463,929	-	-	-	3,894,445
Translation adjustment	(59,446,477)	(89,505,563)	(116,862,290)	(88,348,850)	(69,231)	(7,003,389)	(24,683,051)	(385,918,851)
Closing net book amount	<u>2,546,523,469</u>	<u>10,890,587,137</u>	<u>4,265,567,924</u>	<u>3,938,254,091</u>	<u>80,347,475</u>	<u>821,809,829</u>	<u>2,446,760,276</u>	<u>24,989,850,201</u>
<b>At 31 December 2014</b>								
Cost	2,798,715,918	16,876,229,970	7,499,131,049	11,069,709,240	264,719,590	1,432,942,748	2,446,760,276	42,388,208,791
<u>Less</u> Accumulated depreciation	(252,192,449)	(5,985,501,048)	(3,220,663,850)	(7,126,491,201)	(184,372,115)	(611,132,919)	-	(17,380,353,582)
<u>Less</u> Provision for impairment	-	(141,785)	(12,899,275)	(4,963,948)	-	-	-	(18,005,008)
Net book amount	<u>2,546,523,469</u>	<u>10,890,587,137</u>	<u>4,265,567,924</u>	<u>3,938,254,091</u>	<u>80,347,475</u>	<u>821,809,829</u>	<u>2,446,760,276</u>	<u>24,989,850,201</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**17 Property, plant and equipment (Cont'd)**

	<b>Consolidated - Baht</b>							<b>Total</b>
	<b>Land and land improvement</b>	<b>Buildings and fitting equipment</b>	<b>Building and leasehold improvement</b>	<b>Furniture, fixtures and other equipment</b>	<b>Motor vehicles</b>	<b>Operating equipment</b>	<b>Construction in progress</b>	
<b>For the year ended 31 December 2015</b>								
Opening net book amount	2,546,523,469	10,890,587,137	4,265,567,924	3,938,254,091	80,347,475	821,809,829	2,446,760,276	24,989,850,201
Additions	429,109,335	1,463,027,163	502,039,080	683,406,635	29,886,469	95,349,305	2,972,926,784	6,175,744,771
Acquisition from investment in subsidiaries (Note 35)	1,780,713,520	3,216,610,207	181,860,847	451,789,344	16,844,025	275,804,613	70,843,563	5,994,466,119
Disposals, net	(31,534,296)	(7,304,884)	(40,622,953)	(23,637,806)	(13)	(20,662,187)	(859,716)	(124,621,855)
Write-offs, net	(55,228)	(17,926,751)	(36,807,125)	(7,389,380)	-	(3,416,521)	(7,763,471)	(73,358,476)
Reclassification	(55,364,932)	65,971,174	701,330,446	639,845,603	14,817,539	24,205,078	(1,390,804,908)	-
Transfer from project land and under development (Note 15)	-	24,091,869	-	12,569,748	-	-	-	36,661,617
Transfer to assets held for sales	(65,159,086)	(249,861,324)	-	-	-	-	-	(315,020,410)
Transfer from (to) other accounts	-	(2,497,109)	86,755,944	31,073,178	-	(572,350)	(23,311,493)	91,448,170
Depreciation charge	(18,492,278)	(661,884,044)	(785,964,983)	(1,028,831,024)	(32,394,507)	(121,529,097)	-	(2,649,095,933)
Impairment reversal (charge)	-	141,785	2,009,092	(16,242,247)	-	-	-	(14,091,370)
Translation adjustment	(191,882,910)	(40,351,332)	17,103,868	(30,421,703)	2,175,873	(10,095,011)	8,706,311	(244,764,904)
Closing net book amount	<u>4,393,857,594</u>	<u>14,680,603,891</u>	<u>4,893,272,140</u>	<u>4,650,416,439</u>	<u>111,676,861</u>	<u>1,060,893,659</u>	<u>4,076,497,346</u>	<u>33,867,217,930</u>
<b>At 31 December 2015</b>								
Cost	4,661,142,774	21,725,534,372	8,856,130,706	13,110,265,944	345,490,441	1,867,440,997	4,076,497,346	54,642,502,580
Less Accumulated depreciation	(267,285,180)	(7,044,930,481)	(3,900,354,368)	(8,438,643,310)	(233,813,580)	(803,206,341)	-	(20,688,233,260)
Less Provision for impairment	-	-	(62,504,198)	(21,206,195)	-	(3,340,997)	-	(87,051,390)
Net book amount	<u>4,393,857,594</u>	<u>14,680,603,891</u>	<u>4,893,272,140</u>	<u>4,650,416,439</u>	<u>111,676,861</u>	<u>1,060,893,659</u>	<u>4,076,497,346</u>	<u>33,867,217,930</u>

Depreciation expense of Baht 1,574,758,207 (2014: Baht 1,474,944,810) has been charged in cost of sales and services, Baht 1,027,010,126 (2014: Baht 881,151,759) in selling expenses and Baht 47,327,600 (2014: Baht 40,226,906) in administrative expenses.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**17 Property, plant and equipment (Cont'd)**

	<b>Company - Baht</b>							<b>Total</b>
	<b>Land and land improvement</b>	<b>Buildings</b>	<b>Building improvement</b>	<b>Furniture, fixtures and other equipment</b>	<b>Motor vehicles</b>	<b>Operating equipment</b>	<b>Construction in progress</b>	
<b>At 1 January 2014</b>								
Cost	10,011,983	618,695,065	112,303,861	531,123,244	32,441,513	17,146,671	2,701,988	1,324,424,325
Less Accumulated depreciation	(350,487)	(470,039,601)	(62,380,194)	(371,838,063)	(25,101,655)	(12,895,477)	-	(942,605,477)
Less Provision for impairment	-	-	(1,970,529)	-	-	-	-	(1,970,529)
Net book amount	<u>9,661,496</u>	<u>148,655,464</u>	<u>47,953,138</u>	<u>159,285,181</u>	<u>7,339,858</u>	<u>4,251,194</u>	<u>2,701,988</u>	<u>379,848,319</u>
<b>For the year ended 31 December 2014</b>								
Opening net book amount	9,661,496	148,655,464	47,953,138	159,285,181	7,339,858	4,251,194	2,701,988	379,848,319
Additions	-	-	2,968,140	17,956,561	-	239,201	2,397,145	23,561,047
Disposals, net	-	-	-	(1)	-	-	-	(1)
Write-offs, net	-	(1,980,296)	-	(579)	-	(1)	-	(1,980,876)
Reclassification	-	(3,166,672)	3,286,672	(449,663)	-	-	329,663	-
Depreciation charge	(31,655)	(33,365,053)	(10,999,892)	(39,857,868)	(3,041,458)	(293,671)	-	(87,589,597)
Impairment reversal (charge)	-	(141,785)	1,970,529	-	-	-	-	1,828,744
Closing net book amount	<u>9,629,841</u>	<u>110,001,658</u>	<u>45,178,587</u>	<u>136,933,631</u>	<u>4,298,400</u>	<u>4,196,723</u>	<u>5,428,796</u>	<u>315,667,636</u>
<b>At 31 December 2014</b>								
Cost	10,011,983	607,281,213	118,558,675	546,147,144	32,441,513	16,650,571	5,428,796	1,336,519,895
Less Accumulated depreciation	(382,142)	(497,137,770)	(73,380,088)	(409,213,513)	(28,143,113)	(12,453,848)	-	(1,020,710,474)
Less Provision for impairment	-	(141,785)	-	-	-	-	-	(141,785)
Net book amount	<u>9,629,841</u>	<u>110,001,658</u>	<u>45,178,587</u>	<u>136,933,631</u>	<u>4,298,400</u>	<u>4,196,723</u>	<u>5,428,796</u>	<u>315,667,636</u>
<b>For the year ended 31 December 2015</b>								
Opening net book amount	9,629,841	110,001,658	45,178,587	136,933,631	4,298,400	4,196,723	5,428,796	315,667,636
Additions	-	-	7,466,901	7,773,006	-	30,299	1,174,378	16,444,584
Disposals, net	-	-	-	(9)	-	-	-	(9)
Write-offs, net	-	(224,883)	(270,136)	(5,747)	-	-	-	(500,766)
Reclassification	-	-	1,391,268	-	-	-	(1,391,268)	-
Transfer to other accounts	-	-	-	(32,042)	-	-	(1,077,378)	(1,109,420)
Depreciation charge	(33,093)	(29,116,361)	(13,058,899)	(38,128,288)	(3,041,458)	(253,494)	-	(83,631,593)
Impairment reversal	-	141,785	-	-	-	-	-	141,785
Closing net book amount	<u>9,596,748</u>	<u>80,802,199</u>	<u>40,707,721</u>	<u>106,540,551</u>	<u>1,256,942</u>	<u>3,973,528</u>	<u>4,134,528</u>	<u>247,012,217</u>
<b>At 31 December 2015</b>								
Cost	10,011,983	606,798,444	126,537,592	551,273,075	32,441,513	16,680,870	4,134,528	1,347,878,005
Less Accumulated depreciation	(415,235)	(525,996,245)	(85,829,871)	(444,732,524)	(31,184,571)	(12,707,342)	-	(1,100,865,788)
Net book amount	<u>9,596,748</u>	<u>80,802,199</u>	<u>40,707,721</u>	<u>106,540,551</u>	<u>1,256,942</u>	<u>3,973,528</u>	<u>4,134,528</u>	<u>247,012,217</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**17 Property, plant and equipment (Cont'd)**

Leased assets included above, where the Group and the Company is a lessee under a finance lease, comprise other equipment:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Cost - capitalised finance leases	32,167,643	24,991,979	-	-
<u>Less</u> Accumulated depreciation	<u>(4,218,803)</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net book amount	<u>27,948,840</u>	<u>24,991,979</u>	<u>-</u>	<u>-</u>

A subsidiary of the Group has mortgaged building amounting to AUD 100.3 million or equivalent to Baht 2,637.2 million (2014: AUD 81.5 million or equivalent to Baht 2,186 million) to secure loans with foreign banks (Note 21).

**Capital commitments**

	<b>Consolidated</b>	
	<b>Baht Million</b>	<b>AUD Million</b>
Commitments in respect of building renovation contracts and purchases of equipment as at 31 December 2015	327.1	13.2
Commitments in respect of building renovation contracts and purchases of equipment as at 31 December 2014	1,445.5	2.8

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**18 Intangible assets**

	<b>Consolidated - Baht</b>								
	<b>Management letting rights</b>	<b>Intellectual property right</b>	<b>Franchise development expenses</b>	<b>Initial franchise fees</b>	<b>Goodwill</b>	<b>Brand</b>	<b>Computer software</b>	<b>Computer software under installation</b>	<b>Total</b>
<b>At 1 January 2014</b>									
Cost	3,891,324,937	614,022,219	165,818,779	146,438,339	6,583,046,636	1,311,297,524	959,224,148	125,627,629	13,796,800,211
Less Accumulated amortisation	(489,972,597)	(15,479,133)	(162,429,163)	(111,316,605)	(391,808,039)	-	(472,371,636)	-	(1,643,377,173)
Less Provision for impairment	(31,598,400)	-	(12,445)	(1,855,372)	(128,983,077)	-	(34,653)	-	(162,483,947)
Net book amount	<u>3,369,753,940</u>	<u>598,543,086</u>	<u>3,377,171</u>	<u>33,266,362</u>	<u>6,062,255,520</u>	<u>1,311,297,524</u>	<u>486,817,859</u>	<u>125,627,629</u>	<u>11,990,939,091</u>
<b>For the year ended 31 December 2014</b>									
Opening net book amount	3,369,753,940	598,543,086	3,377,171	33,266,362	6,062,255,520	1,311,297,524	486,817,859	125,627,629	11,990,939,091
Additions	226,611,070	2,623,045	53,466	12,998,542	-	-	56,009,570	70,999,927	369,295,620
Acquisition from investment in subsidiaries	136,388,555	-	-	-	31,039,148	-	-	-	167,427,703
Adjust fair value at acquisition date	-	-	-	-	(275,751,391)	-	-	-	(275,751,391)
Disposals, net	(60,183,060)	-	-	-	-	-	(159,360)	(467,492)	(60,809,912)
Write-offs, net	-	-	-	(322,317)	-	-	(102,589)	-	(424,906)
Reclassification	-	-	-	-	-	-	24,022,998	(24,022,998)	-
Transfer from (to) other account	-	-	-	(824,075)	2,762,638	-	8,781,628	(3,367,820)	7,352,371
Amortisation charge	(98,079,755)	(24,015,206)	(202,838)	(6,316,856)	-	-	(109,751,807)	-	(238,366,462)
Impairment reversal	31,598,400	-	-	-	-	-	29,918	-	31,628,318
Translation adjustment	(275,293,725)	(13,338,120)	4,792	(173,551)	(192,376,731)	(55,510,024)	(220,266)	-	(536,907,625)
Closing net book amount	<u>3,330,795,425</u>	<u>563,812,805</u>	<u>3,232,591</u>	<u>38,628,105</u>	<u>5,627,929,184</u>	<u>1,255,787,500</u>	<u>465,427,951</u>	<u>168,769,246</u>	<u>11,454,382,807</u>
<b>At 31 December 2014</b>									
Cost	3,857,498,047	603,307,145	165,872,242	159,114,564	6,148,720,301	1,255,787,500	1,034,574,382	168,769,246	13,393,643,427
Less Accumulated amortisation	(526,702,622)	(39,494,340)	(162,627,206)	(118,631,087)	(391,808,040)	-	(569,141,696)	-	(1,808,404,991)
Less Provision for impairment	-	-	(12,445)	(1,855,372)	(128,983,077)	-	(4,735)	-	(130,855,629)
Net book amount	<u>3,330,795,425</u>	<u>563,812,805</u>	<u>3,232,591</u>	<u>38,628,105</u>	<u>5,627,929,184</u>	<u>1,255,787,500</u>	<u>465,427,951</u>	<u>168,769,246</u>	<u>11,454,382,807</u>



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**18 Intangible assets (Cont'd)**

	<b>Consolidated - Baht</b>								
	<b>Management letting rights</b>	<b>Intellectual property right</b>	<b>Franchise development expenses</b>	<b>Initial franchise fees</b>	<b>Goodwill</b>	<b>Brand</b>	<b>Computer software</b>	<b>Computer software under installation</b>	<b>Total</b>
<b>For the year ended 31 December 2015</b>									
Opening net book amount	3,330,795,425	563,812,805	3,232,591	38,628,105	5,627,929,184	1,255,787,500	465,427,951	168,769,246	11,454,382,807
Additions	160,751,877	-	165,480	16,191,091	-	2,828,350	37,787,953	89,350,335	307,075,086
Acquisition from investment in subsidiaries (Note 35)	127,434,500	-	-	-	4,717,626,028	266,912,768	9,227,115	-	5,121,200,411
Disposals, net	(25,620,912)	-	-	-	-	-	(988,249)	(2,055,234)	(28,664,395)
Write-offs, net	-	-	-	(394,862)	(8,986,040)	-	(1,689,281)	(330,675)	(11,400,858)
Reclassification	-	-	-	-	-	-	20,871,736	(20,871,736)	-
Transfer from (to) other account	-	-	-	-	1,314,180	-	14,156,130	(229,887)	15,240,423
Amortisation charge	(89,867,013)	(33,168,086)	(192,626)	(6,930,515)	-	-	(128,023,515)	-	(258,181,755)
Impairment reversal	-	-	-	-	-	-	3,446	-	3,446
Translation adjustment	(66,545,019)	26,543,743	122,169	(308,478)	(114,093,369)	95,055,154	1,064,357	-	(58,161,443)
Closing net book amount	<u>3,436,948,858</u>	<u>557,188,462</u>	<u>3,327,614</u>	<u>47,185,341</u>	<u>10,223,789,983</u>	<u>1,620,583,772</u>	<u>417,837,643</u>	<u>234,632,049</u>	<u>16,541,493,722</u>
<b>At 31 December 2015</b>									
Cost	4,038,243,491	629,850,888	166,037,722	174,910,793	10,744,581,100	1,620,583,772	1,155,994,968	234,632,049	18,764,834,783
Less Accumulated amortisation	(601,294,633)	(72,662,426)	(162,697,663)	(125,870,080)	(391,808,040)	-	(738,136,214)	-	(2,092,469,056)
Less Provision for impairment	-	-	(12,445)	(1,855,372)	(128,983,077)	-	(21,111)	-	(130,872,005)
Net book amount	<u>3,436,948,858</u>	<u>557,188,462</u>	<u>3,327,614</u>	<u>47,185,341</u>	<u>10,223,789,983</u>	<u>1,620,583,772</u>	<u>417,837,643</u>	<u>234,632,049</u>	<u>16,541,493,722</u>

Amortisation of Baht 117,220,004 (2014: Baht 118,843,592) has been charged in the cost of sales and services, Baht 54,841,764 (2014: Baht 30,836,935) in selling expenses and Baht 86,119,987 (2014: Baht 88,685,935) in administrative expenses.

As at 31 December 2015, goodwill includes the amount of "Excess of acquisition costs over net book value" from business acquisitions of Pojuca S.A. and Minor DKL of Baht 4,438.40 million. The Group is in process of appraising fair value of these acquisitions (Note 35).

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**18 Intangible assets (Cont'd)**

	<b>Company - Baht</b>		<b>Total</b>
	<b>Computer software</b>	<b>Computer software under installation</b>	
<b>At 1 January 2014</b>			
Cost	39,727,624	-	39,727,624
<u>Less</u> Accumulated amortisation	(33,242,913)	-	(33,242,913)
Net book amount	<u>6,484,711</u>	<u>-</u>	<u>6,484,711</u>
<b>For the year ended 31 December 2014</b>			
Opening net book amount	6,484,711	-	6,484,711
Additions	411,284	-	411,284
Amortisation charge	(2,817,820)	-	(2,817,820)
Closing net book amount	<u>4,078,175</u>	<u>-</u>	<u>4,078,175</u>
<b>At 31 December 2014</b>			
Cost	40,138,908	-	40,138,908
<u>Less</u> Accumulated amortisation	(36,060,733)	-	(36,060,733)
Net book amount	<u>4,078,175</u>	<u>-</u>	<u>4,078,175</u>
<b>For the year ended 31 December 2015</b>			
Opening net book amount	4,078,175	-	4,078,175
Additions	346,830	26,499,829	26,846,659
Reclassification	5,597,306	(5,597,306)	-
Amortisation charge	(2,081,177)	-	(2,081,177)
Closing net book amount	<u>7,941,134</u>	<u>20,902,523</u>	<u>28,843,657</u>
<b>At 31 December 2015</b>			
Cost	46,083,044	20,902,523	66,985,567
<u>Less</u> Accumulated amortisation	(38,141,910)	-	(38,141,910)
Net book amount	<u>7,941,134</u>	<u>20,902,523</u>	<u>28,843,657</u>

A subsidiary of the Group has mortgaged management letting rights amounting to AUD 124.6 million or equivalent to Baht 3,275.9 million (2014: AUD 117.9 million or equivalent to Baht 3,161 million) to secure loans with foreign banks (Note 21).

The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. The growth rate does not exceed the long-term average growth rate for the business in which the CGU operates.

Goodwill is allocated to the Group's cash-generating units (CGUs) identified according to business segment.

A segment-level summary of the goodwill and brand allocation are presented below:

	<b>31 December 2015</b>			<b>31 December 2014</b>		
	<b>Hotel &amp; Spa Baht</b>	<b>Restaurant Baht</b>	<b>Total Baht</b>	<b>Hotel &amp; Spa Baht</b>	<b>Restaurant Baht</b>	<b>Total Baht</b>
Goodwill and excess of acquisition cost over net book value	3,278,578,357	6,945,211,626	10,223,789,983	2,620,310,668	3,007,618,516	5,627,929,184
Brand	271,123,341	1,349,460,431	1,620,583,772	268,068,000	987,719,500	1,255,787,500

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**18 Intangible assets (Cont'd)**

The key assumptions used for value-in-use calculations are as follows:

	<u>Hotel and Spa</u>	<u>Restaurant</u>
Gross margin <sup>1</sup>	50% - 75%	25% - 72%
Growth rate <sup>2</sup>	3% - 22%	3% - 16%
Discount rate <sup>3</sup>	9%	9%

<sup>1</sup> Budgeted gross margin.

<sup>2</sup> Weighted average growth rate used to extrapolate cash flows beyond the budget period.

<sup>3</sup> Pre-tax discount rate applied to the cash flow projections.

These assumptions have been used for the analysis of each CGU within the business segment.

Management determined budgeted gross margin based on past performance and its expectations of market development. The weighted average growth rates used are consistent with the forecasts included in industry reports. The discount rates used are pre-tax and reflect specific risks relating to the relevant segments.

The recoverable amount calculated based on value-in use calculations which exceeded carrying value by Baht 33,582 million. A rise in discount rate of 8.5% will be resulted the recoverable amount to be equal to the carrying amount.

**19 Prepaid rents**

	<u>Consolidated Baht</u>	<u>Company Baht</u>
<b>At 1 January 2014</b>		
Cost	4,053,404,702	18,690,531
<u>Less</u> Accumulated amortisation	<u>(2,024,592,447)</u>	<u>(15,575,611)</u>
Net book amount	<u>2,028,812,255</u>	<u>3,114,920</u>
<b>For the year ended 31 December 2014</b>		
Opening net book amount	2,028,812,255	3,114,920
Additions	28,015,582	-
Adjustment of fair value of assets from investment in subsidiary	4,600,496	-
Transfer from other account	29,332,394	-
Amortisation charge	(153,956,795)	(623,018)
Translation adjustment	<u>(680,782)</u>	<u>-</u>
Closing net book amount	<u>1,936,123,150</u>	<u>2,491,902</u>
<b>At 31 December 2014</b>		
Cost	4,092,952,486	18,690,531
<u>Less</u> Accumulated amortisation	<u>(2,156,829,336)</u>	<u>(16,198,629)</u>
Net book amount	<u>1,936,123,150</u>	<u>2,491,902</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**19 Prepaid rents (Cont'd)**

	<b>Consolidated Baht</b>	<b>Company Baht</b>
<b>For the year ended 31 December 2015</b>		
Opening net book amount	1,936,123,150	2,491,902
Additions	140,674,677	-
Write-offs, net	(9,838,876)	-
Transfer from other account	6,550,103	-
Amortisation charge	(138,713,088)	(623,018)
Translation adjustment	29,638,900	-
Closing net book amount	<u>1,964,434,866</u>	<u>1,868,884</u>
<b>At 31 December 2015</b>		
Cost	4,148,524,641	18,690,531
<u>Less</u> Accumulated amortisation	<u>(2,184,089,775)</u>	<u>(16,821,647)</u>
Net book amount	<u>1,964,434,866</u>	<u>1,868,884</u>

Amortisation of Baht 60,738,435 (2014: Baht 56,465,798) has been charged in the cost of sales and services, Baht 59,438,721 (2014: Baht 85,230,604) in selling expenses and Baht 18,535,932 (2014: Baht 12,260,393) in administrative expenses.

**20 Other non-current assets**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Advance payments for acquisitions	-	3,963,877,514	-	-
Loans to other companies	732,870,606	694,489,075	-	-
Deposits	976,945,388	902,214,769	9,046,945	7,425,287
Deferred charges	180,858,340	218,424,872	38,655,293	16,722,461
Others	168,061,317	85,136,228	-	-
Total other non-current assets	<u>2,058,735,651</u>	<u>5,864,142,458</u>	<u>47,702,238</u>	<u>24,147,748</u>

The advance payments for acquisitions represented deposits in respect to investments in Sun International Limited's entities and Tivoli. During the year 2015, certain regulatory approvals related to these investments have been already obtained (Note 35).

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**21 Borrowings**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Current</b>				
Bank overdrafts	24,075,113	7,972,808	-	-
Short-term borrowings from banks	2,563,698,420	2,325,238,400	1,330,000,000	-
Sub-total	2,587,773,533	2,333,211,208	1,330,000,000	-
Borrowing from related parties (Note 14)	18,795,000	-	1,542,893,032	1,991,660,154
Current portion of long-term borrowings				
Finance lease liabilities	8,239,474	10,470,088	-	-
Borrowing from financial institutions	1,504,786,523	1,276,730,547	-	-
Sub-total	1,513,025,997	1,287,200,635	-	-
Current portion of debentures	-	3,000,000,000	-	3,000,000,000
Total current borrowings	4,119,594,530	6,620,411,843	2,872,893,032	4,991,660,154
<b>Non-current</b>				
Finance lease liabilities	22,270,053	22,182,908	-	-
Borrowing from financial institutions	19,550,400,837	13,639,041,210	3,182,762,000	4,550,000,000
Debentures	21,800,000,000	13,800,000,000	21,800,000,000	13,800,000,000
Total non-current borrowings	41,372,670,890	27,461,224,118	24,982,762,000	18,350,000,000
<b>Total borrowings</b>	<b>45,492,265,420</b>	<b>34,081,635,961</b>	<b>27,855,655,032</b>	<b>23,341,660,154</b>

The movement in borrowings (excluded bank overdrafts and finance lease liabilities) can be analysed as below:

	<b>Consolidated</b>	<b>Company</b>
	<b>Baht</b>	<b>Baht</b>
<b>For the year ended 31 December 2015</b>		
Opening amount	34,041,010,157	23,341,660,154
Acquisition from investment in subsidiaries	958,997,560	-
Additions	22,704,693,075	14,240,240,000
Repayments	(12,522,334,538)	(9,753,767,122)
Amortisation of underwriting fees	12,179,327	-
Unrealised loss on exchange rate	57,769,911	27,522,000
Translation adjustment	185,365,288	-
Closing amount	45,437,680,780	27,855,655,032

**21 Borrowings (Cont'd)**

**Borrowing from financial institutions**

As at 31 December 2015, long-term borrowings from financial institutions in the Group and the Company financial statement information totalling Baht 21,055 million and Baht 3,183 million, respectively comprise:

- a) The Company has unsecured loan from a bank of Baht 2,000 million. The loan carries fixed interest rate and is due for repayment in April 2020. The loan is subject to certain conditions which the Company has to comply with throughout the loan period.
- b) The Company has unsecured loan from a bank of AUD 45 million. The loan carries interest rates of 6 months BBSY Reference Rate plus a margin and is due for repayment between 2018 and 2020
- c) A subsidiary has unsecured loan from a bank of USD 7.5 million. The loan carries interest rate of 6 months LIBOR plus a margin and is due for repayment between 2012 and 2016. The loan is subject to certain conditions which the subsidiary has to comply with throughout the loan period.

As at 31 December 2015, the Group has outstanding interest rate swap contracts with a financial institution for the above loan of USD 5.0 million which converts floated interest rates of LIBOR to a fixed rate and is effective from June 2010 to December 2016.

- d) A subsidiary has secured loan from a bank of AUD 104.5 million. The loan carries interest rate of Australian Bank Bill Swap Reference Rate plus a margin and is due for repayment in August 2020. The loan is subject to certain conditions which the subsidiary has to comply with throughout the loan period.
- e) A subsidiary has secured loans from three banks of AUD 155.4 million. The loans carry interest rates of Australian Bank Bill Swap Reference Rate plus a margin and are due for repayment as follows:

<b>Principal amounts (AUD Million)</b>	<b>Terms of repayment</b>
129.2	In a limit of AUD 2 million per quarter for 5 years
19.0	In July 2016
7.2	Within 12 months
<b>155.4</b>	

The loans are subject to certain conditions which the subsidiary has to comply with throughout the loans period and use the subsidiary's building and management letting rights as collateral (Note 17 and Note 18).

As at 31 December 2015, the Group has outstanding interest rate swap contract for the above loan from the bank of AUD 16.5 million which converts the Australian Bank Bill Swap Reference Rate to fixed interest rate which is effective from January 2012 to August 2016.

- f) A subsidiary has secured loan from a bank of USD 1.9 million. The loan carries interest rate of 3 months LIBOR plus a margin and is due for repayment in 18 quarterly installments of USD 0.27 million per installment with the first repayment in June 2013. The loan is subject to certain conditions which the subsidiary has to comply with throughout the loan period.
- g) A subsidiary has secured loans from a bank of USD 80.0 million and USD 58.0 million. The loan carries interest rate of 3 months LIBOR plus a margin and is due for repayment in November 2019 and April 2020, respectively.
- h) A subsidiary has secured loan from a bank of USD 28.0 million. The loan carries interest rate of 3 months LIBOR plus a margin and is due for repayment in September 2020.
- i) A subsidiary has secured loan from a bank of USD 61.9 million. The loan carries interest rate of 3 months LIBOR plus a margin and is due for repayment in September 2020.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**21 Borrowings (Cont'd)**

**Borrowing from financial institutions (Cont'd)**

- j) A subsidiary has secured loan from a bank of AUD 35.0 million. The loan carries interest rate of 3 months Australian Bank Bill Swap Reference Rate plus a margin and is due for repayment in February 2017.
- k) A subsidiary has secured loan from a bank of AUD 22.4 million. The loan carries interest rate of 30 days Australian Bank Bill Swap Reference Rate plus a margin and is due for repayment in August 2018.
- l) A subsidiary has secured loan from a bank of USD 12.4 million. The loan carries interest rate of 3 months LIBOR plus a margin with the first repayment in August 2017. The loan is subject to certain conditions which the subsidiary has to comply with throughout the loan period.
- m) A subsidiary has secured loan from a bank of AUD 18.0 million. The loan carries interest rate of 30 days Australian Bank Bill Swap Reference Rate plus a margin and is due for repayment in July 2017.
- n) A subsidiary has secured loan from a bank of AUD 1.9 million. The loan carries interest rate of 30 days Australian Bank Bill Swap Reference Rate plus a margin and is due for repayment in October 2016.

**Debentures**

Debentures comprise:

Issued date	Due date	Period (Years)	Consolidated and Company		Interest rate	Condition
			31 December 2015	31 December 2014		
			Baht Million	Baht Million		
May 2010	May 2015	5	-	2,500	Fixed	Unsecured, senior and with a debenture holders' representative
Dec 2010	Dec 2015	5	-	500	Fixed	Unsecured, senior and with a debenture holders' representative
Dec 2010	Dec 2017	7	1,000	1,000	Fixed	Unsecured, senior and with a debenture holders' representative
Mar 2011	Mar 2018	7	1,500	1,500	Fixed	Unsecured, senior and with a debenture holders' representative
Oct 2011	Oct 2021	10	300	300	Fixed	Unsecured, senior and without a debenture holders' representative
Oct 2011	Oct 2018	7	500	500	Fixed	Unsecured, senior and without a debenture holders' representative
Aug 2012	Aug 2017	5	1,800	1,800	Fixed	Unsecured, senior and without a debenture holders' representative
Aug 2012	Aug 2022	10	2,700	2,700	Fixed	Unsecured, senior and without a debenture holders' representative
Dec 2012	Dec 2017	5	1,500	1,500	Fixed	Unsecured, senior and without a debenture holders' representative
Mar 2014	Mar 2019	5	4,500	4,500	Fixed	Unsecured, senior and without a debenture holders' representative
May 2015	May 2020	5	4,000	-	Fixed	Unsecured, senior and without a debenture holders' representative
May 2015	May 2025	10	4,000	-	Fixed	Unsecured, senior and without a debenture holders' representative
Total debenture			21,800	16,800		

All of the above debentures have certain terms and conditions of the debentures holders' rights and contain certain covenants, including the maintenance of a certain debt to equity ratio, and limits on the payment of cash dividends and the disposal and transfer of certain operating assets of the Company which are used in its main operations, etc.

At the Extraordinary General Meeting of the shareholders of the Company held on 13 October 2014, the shareholders passed a resolution to approve the issuance of debentures in additional amount not exceeding Baht 10,000 million.

As at 31 December 2015, total amount of Baht 12,200 million debentures remain available for issuance under these shareholders' resolutions.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**21 Borrowings (Cont'd)**

The carrying amounts of long-term bank borrowings as of 31 December 2015 approximate to their fair values.

The carrying amounts and fair values of debentures of the Group as at 31 December are as follows:

	<b>Carrying amounts</b>		<b>Fair values</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Debentures	21,800,000,000	16,800,000,000	22,690,318,876	17,504,012,533

The fair values are based on the discounted cash flows using discount rates based upon market yield rates which are quoted by the Thai Bond Market Association at date of statement of financial position. The fair values are within Level 2 of the fair value hierarchy.

The interest rate exposure on the borrowings of the Group and the Company is as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht Billion</b>	<b>2014 Baht Billion</b>	<b>2015 Baht Billion</b>	<b>2014 Baht Billion</b>
Borrowings:				
- at fixed rates	25	15	24	17
- at floating rates	20	19	4	6
Total borrowings	45	34	28	23

The effective interest rates at the statement of financial position date were as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 %</b>	<b>2014 %</b>	<b>2015 %</b>	<b>2014 %</b>
Bank borrowings	3.34	3.60	3.52	3.25
Debentures	3.48	4.03	3.48	4.03

The fair values are based on the discounted cash flows using a discount rate based upon the borrowing rate which the management expects would be available to the Group and the Company at the statement of financial position date. The fair values are within Level 3 of the fair value hierarchy. The carrying amounts of short-term borrowings and lease obligations approximate their fair values.

Maturity of long-term borrowings can be analysed as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Next year	1,504,786,523	1,276,730,547	-	-
Between 2 and 5 years	19,550,400,837	13,639,041,210	3,182,762,000	4,550,000,000
Total long-term borrowings	21,055,187,360	14,915,771,757	3,182,762,000	4,550,000,000



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**21 Borrowings (Cont'd)**

**Borrowing facilities**

The Group and the Company have the following undrawn committed long-term borrowing facilities:

	31 December 2015				
	Consolidated			Company	
	USD Million	Baht Million	AUD Million	AUD Million	Baht Million
<b>Floating interest rate</b>					
Expiring within one year	10	-	-	-	-
Expiring beyond one year	-	3,000	25	20	-
	10	3,000	25	20	-

	31 December 2014			
	Consolidated		Company	
	USD Million	Baht Million	USD Million	Baht Million
<b>Floating interest rate</b>				
Expiring beyond one year		3	19	-
		3	19	-

**22 Trade and other payables**

	Consolidated		Company	
	2015	2014	2015	2014
	Baht	Baht	Baht	Baht
Trade payables - third parties	2,524,420,282	1,836,646,711	14,018,715	13,814,222
Trade payables - related parties (Note 14)	12,230,332	15,473,118	24,350,951	22,938,383
Amounts due to related parties (Note 14)	20,483,421	15,371,577	4,826,589	30,012,198
Accrued expenses	3,000,596,941	2,271,198,674	344,822,076	291,829,492
Account payable - contractors	894,070,106	470,095,658	-	744,495
Other payables	1,300,756,549	980,235,439	22,546,262	20,936,224
Total trade and other payables	7,752,557,631	5,589,021,177	410,564,593	380,275,014

As at 31 December 2015, other payable represents consideration to be paid in the future from the acquisition of Pojuca S.A. of EUR 8 million or equivalent to Baht 316 million (Note 35).

**23 Other current liabilities**

	Consolidated		Company	
	2015	2014	2015	2014
	Baht	Baht	Baht	Baht
Booking deposits	431,232,970	395,683,241	9,787,773	10,302,072
Provision for onerous contracts	-	4,588,083	-	-
Provisions for contingent considerations	-	24,722,250	-	-
Other tax payable	434,600,859	521,147,858	58,258,732	86,970,084
Others	418,686,746	89,325,559	1,850,359	3,168,826
Total other current liabilities	1,284,520,575	1,035,466,991	69,896,864	100,440,982

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**24 Employee benefits obligations**

The amounts recognised in the statements of financial position are determined as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Statements of financial position				
Retirement benefits	258,023,797	240,495,351	15,531,774	17,866,953

The plans are final salary retirement plans, which provide benefits to members in the form of a guaranteed level of pension payable. The level of benefits provided depends on members' length of service and their salary in the final years leading up to retirement.

The amounts recognised in the statements of financial position are determined as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Present value of unfunded obligation	258,023,797	240,495,351	15,331,774	17,866,953

The movement in the defined obligations during the year is as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
At 1 January	240,495,351	200,727,490	17,866,953	16,449,193
Current service cost	(2,174,506)	40,816,097	(2,149,189)	1,907,540
Interest expense	6,444,547	6,931,150	480,210	585,323
Acquisition from investment in subsidiaries	25,082,416	-	-	-
Payment from plans:				
Benefit payment	(10,824,388)	(6,159,962)	(666,200)	(1,075,103)
Translation adjustment	(999,623)	(1,819,424)	-	-
At 31 December	<u>258,023,797</u>	<u>240,495,351</u>	<u>15,531,774</u>	<u>17,866,953</u>

The amount recognised in the income statements is as follows:

Current service cost	(2,174,506)	40,816,097	(2,149,189)	1,907,540
Interest cost	6,444,547	6,931,150	480,210	585,323
Total (included in staff costs)	<u>4,270,041</u>	<u>47,747,247</u>	<u>(1,668,979)</u>	<u>2,492,863</u>

Of the total charge, Baht 4,270,041 (2014: Baht 47,747,247) were included in administrative expenses.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**24 Employee benefits obligations (Cont'd)**

The defined benefit obligation and plan assets are composed by country as follows;

	Consolidated								
	2015					2014			
	Thailand Baht	South Africa Baht	Australia Baht	Sri Lanka Baht	Total Baht	Thailand Baht	Australia Baht	Sri Lanka Baht	Total Baht
Present value of obligation									
Total	190,575,832	18,884,006	46,116,082	2,447,877	258,023,797	196,232,438	41,626,677	2,447,877	240,495,351

The principal actuarial assumptions used were as follows:

	Consolidated and Company	
	2015	2014
Discount rate	3.5% - 3.75%	4%
Inflation rate	2%	3%
Salary growth rate	5% - 7%	3.5% - 9%

**Sensitivity analysis**

	Impact on defined benefit obligation		
	Change in assumption	Increase in assumption	Decrease in assumption
Discount rate	1%	Decrease by 8.3%	Increase by 9.5%
Salary growth rate	1%	Increase by 9.3%	Decrease by 8.3%
Withdrawn rate	5%	Decrease by 33.5%	Increase by 41.5%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

	Hotel & Spa	Restaurant	Mixed use
The weighted average duration of the defined benefit obligation	7.5 years	11.4 years	8.2 years

Expected maturity analysis of undiscounted retirement plans:

	Consolidated				
	Less than a year Baht	Between 1-2 years Baht	Between 2-5 years Baht	Over 5 years Baht	Total Baht
At 31 December 2015					
Defined obligation	17,360,000	14,705,000	38,107,000	364,201,000	434,374,000
Total	17,360,000	14,705,000	38,107,000	364,201,000	434,374,000
	Company				
	Less than a year Baht	Between 1-2 years Baht	Between 2-5 years Baht	Over 5 years Baht	Total Baht
At 31 December 2015					
Defined obligation	911,000	1,662,000	2,250,000	29,084,000	33,907,000
Total	911,000	1,662,000	2,250,000	29,084,000	33,907,000

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**25 Other non-current liabilities**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Deferred income	155,734,351	140,385,423	-	-
Rental deposits	133,108,874	137,326,549	766,000	628,000
Accrued land rental	670,172,580	293,865,973	-	-
Accrued decommissioning	113,111,142	83,854,159	-	-
Others	684,804,940	235,579,008	442,571,148	112,964,293
Total other non-current liabilities	<u>1,756,931,887</u>	<u>891,011,112</u>	<u>443,337,148</u>	<u>113,592,293</u>

**26 Share capital and premium on share capital**

	<b>Consolidated</b>			
	<b>Number of ordinary shares</b>	<b>Ordinary shares Baht</b>	<b>Share premium Baht</b>	<b>Total Baht</b>
At 1 January 2014	4,001,355,462	4,001,355,462	7,331,862,886	11,333,218,348
Issuance of shares	201,200	201,200	1,276,815	1,478,015
At 31 December 2014	4,001,556,662	4,001,556,662	7,333,139,701	11,334,696,363
Issuance of shares (Note 27)	553,607	553,607	21,532,853	22,086,460
Issuance of dividend (Note 34)	400,201,343	400,201,343	-	400,201,343
At 31 December 2015	<u>4,402,311,612</u>	<u>4,402,311,612</u>	<u>7,354,672,554</u>	<u>11,756,984,166</u>

	<b>Company</b>			
	<b>Number of ordinary shares</b>	<b>Ordinary shares Baht</b>	<b>Share premium Baht</b>	<b>Total Baht</b>
At 1 January 2014	4,001,355,462	4,001,355,462	7,306,210,510	11,307,565,972
Issuance of shares	201,200	201,200	1,276,815	1,478,015
At 31 December 2014	4,001,556,662	4,001,556,662	7,307,487,325	11,309,043,987
Issuance of shares (Note 27)	553,607	553,607	21,532,853	22,086,460
Issuance of dividend (Note 34)	400,201,343	400,201,343	-	400,201,343
At 31 December 2015	<u>4,402,311,612</u>	<u>4,402,311,612</u>	<u>7,329,020,178</u>	<u>11,731,331,790</u>

At the Annual General Meeting of Shareholders of the Company held on 3 April 2015, the shareholders passed resolutions to approve the decrease in the registered capital of the Company from Baht 4,201,634,495 to Baht 4,201,620,610 and increase in the registered capital of the Company from Baht 4,201,620,610 to Baht 4,641,780,065 each at the par value of Baht 1.

As at 31 December 2015, the registered shares comprise 4,641,789,065 ordinary shares (2014: 4,201,634,495 shares) with par value of Baht 1 per share. The issued and fully paid-up shares comprise 4,402,311,612 ordinary shares (2014: 4,001,556,662 shares).

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**27 Warrants**

The Group had issued warrants to subscribe for ordinary shares to existing shareholders of the Company, which have been approved by shareholders' meeting. The Group does not recognise warrant compensation costs for the fair value or intrinsic value of the warrant granted in this financial information.

Issued by	Allotted to	Approval date	Determined exercising date		As at	Decrease during the year					As at
			First exercise	Last exercise	31 December	Exercise ratio for ordinary shares per 1 warrant	Issue of ordinary shares during the period Share	Exercise price Baht	Amount Baht'000	31 December	
					2014						2015
					Outstanding warrant Unit	Exercise Unit					Outstanding warrant Unit
The Company	Former-shareholder (MINT-W5)	20 November 2014	25 February 2015	3 November 2017	200,063,948	(537,715) (14,447)	1.00* 1.10	537,715 15,892	40.00* 36.36	21,508 578	199,511,786
Total issue by the Company					200,063,948	(552,162)		553,607		22,086	199,511,786

\* On 3 April 2015, the Annual General Meeting of Shareholders of the Company passed a resolution to approve the changes in exercise price from Baht 40.00 to Baht 36.36 and exercise ratio from 1.00 to 1.10.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

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**28 Legal reserve**

	<b>Consolidated and Company</b>	
	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
At 1 January	420,169,113	406,309,113
Appropriation during the year	44,009,794	13,860,000
At 31 December	<u>464,178,907</u>	<u>420,169,113</u>

Under the Public Limited Company Act, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital of the Company. The reserve is non-distributable.

Minor International Public Company Limited  
Notes to the Consolidated and Company Financial Statements  
For the year ended 31 December 2015

29 Other component of equity

Consolidated

	Discount on business combination under common control Baht	Discount on additional in investment in subsidiary Baht	Remeasuring available-for-sale investment Baht	Translation adjustment Baht	Total Baht
<b>At 1 January 2014</b>	(755,412,590)	(33,625,540)	199,374,571	277,843,036	(311,820,523)
Additional investment in subsidiary	-	(19,652,902)	-	-	(19,652,902)
Revaluation	-	-	406,218,027	-	406,218,027
Currency translation difference	-	-	-	(423,017,995)	(423,017,995)
<b>At 31 December 2014</b>	<b>(755,412,590)</b>	<b>(53,278,442)</b>	<b>605,592,598</b>	<b>(145,174,959)</b>	<b>(348,273,393)</b>
<b>At 1 January 2015</b>	(755,412,590)	(53,278,442)	605,592,598	(145,174,959)	(348,273,393)
Additional investment in subsidiary	-	(220,527,611)	-	-	(220,527,611)
Revaluation	-	-	(377,286,485)	-	(377,286,485)
Currency translation difference	-	-	-	(718,117,434)	(718,117,434)
<b>At 31 December 2015</b>	<b>(755,412,590)</b>	<b>(273,806,053)</b>	<b>228,306,113</b>	<b>(863,292,393)</b>	<b>(1,664,204,923)</b>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**29 Other component of equity (Cont'd)**

	<b>Company</b>		
	<b>Discount on business combination under common control Baht</b>	<b>Remeasuring of available-for-sale investment Baht</b>	<b>Total Baht</b>
<b>At 1 January 2014</b>	(587,397,515)	82,219	(587,315,296)
Revaluation	-	13,475	13,475
<b>At 31 December 2014</b>	<u>(587,397,515)</u>	<u>95,694</u>	<u>(587,301,821)</u>
<b>At 1 January 2015</b>	(587,397,515)	95,694	(587,301,821)
Revaluation	-	28,800	28,800
<b>At 31 December 2015</b>	<u>(587,397,515)</u>	<u>124,494</u>	<u>(587,273,021)</u>

**30 Other income**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Gain from fair value adjustment of changing status of investment in associate	1,664,987,591	-	-	-
Gain from bargain purchases, net	473,144,889	-	-	-
Rental income	456,186,304	171,499,095	39,369,150	41,002,037
Premium sales income	131,637,497	121,020,166	-	-
Freight charges	122,164,356	116,907,486	-	-
Subsidy income	99,707,523	56,730,383	-	-
Advisory income	70,992,469	63,517,943	-	-
Sales of raw material to franchisees	47,772,484	28,554,224	-	-
Maintenance fee income	38,122,194	37,863,362	-	-
Gain on disposal of associate	30,000,000	-	38,820,401	-
Property tax	18,422,611	14,481,540	-	-
Trademark fee income	12,864,912	35,195,689	-	-
Compensation for insurance claim	325,899	40,778,814	-	-
Gain from fair value adjustment of long-term investments	-	86,631,773	-	-
Gain on sales of short-term investments	-	24,666,481	-	24,666,481
Gain on liquidation of subsidiaries	-	-	56,631,903	-
Others	842,431,047	600,884,094	19,042,553	5,677,473
<b>Total other income</b>	<u>4,008,759,776</u>	<u>1,398,731,050</u>	<u>153,864,007</u>	<u>71,345,991</u>

In relation to the reclassification of investment properties to property, plant and equipment as disclosed in Note 16, the Group has reclassified rental income for the year ended 31 December 2014 which was previously reported as “Other income” to “Revenue from hotel and related services” amounting to Baht 239 million for comparative purposes.

Gain from bargain purchases represents the excess of the net fair value of net assets acquired over the purchase price considerations from new subsidiaries which are Sands Hotels Holdings (Namibia) (Proprietary) Limited, Sun International (Botswana) (Proprietary) Limited and Soho Ewan Darwin Hotel offsetting with associated costs (Note 35).



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**31 Expenses by nature**

The following expenditure items, classified by nature, have been charged in arriving at operating profit:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Depreciation on investment properties (Note 16)	48,786,962	70,986,106	-	-
Write-off of investment property (Note 16)	12,711	-	-	-
Depreciation on property, plant and equipment (Note 17)	2,649,095,933	2,396,323,475	83,631,593	87,589,597
Impairment (reversal) of property, plant and equipment (Note 17)	14,091,369	(3,894,445)	(141,785)	(1,828,744)
Write-off of property, plant and equipment (Note 17)	73,358,476	26,196,193	500,766	1,980,876
Amortisation of intangible assets (Note 18)	258,181,755	238,366,462	2,081,177	2,817,820
Reversal of impairment of intangible assets (Note 18)	(3,446)	(31,628,318)	-	-
Amortisation of prepaid rents (Note 19)	138,713,088	153,956,795	623,018	623,018
Doubtful account (Reversal)	35,835,814	40,236,562	(32,455)	(4,583)
Staff costs	11,346,501,118	9,120,253,578	637,154,709	517,301,774

**32 Deferred income taxes and income taxes**

**Deferred income taxes**

The analysis of deferred income tax assets and deferred income tax liabilities is as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Deferred income tax assets	581,674,015	434,926,513	-	-
Deferred income tax liabilities	(2,854,570,191)	(2,089,033,975)	(202,908,846)	(196,175,448)
Deferred income taxes, net	<u>(2,272,896,176)</u>	<u>(1,654,107,462)</u>	<u>(202,908,846)</u>	<u>(196,175,448)</u>

Deferred income tax assets and liabilities are offset when the income taxes related to the same fiscal authority. Deferred tax assets and deferred tax liabilities in the consolidated financial positions are presented at net amount of assets and liabilities incurred in each entity.

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**32 Deferred income taxes and income taxes (Cont'd)**

The gross movements in deferred tax assets and liabilities during the years are as follows:

	<b>Consolidated</b>				
	<b>1 January 2014 Baht</b>	<b>(Debit) credit to income statement Baht</b>	<b>Business acquisitions Baht</b>	<b>Adjustments Baht</b>	<b>31 December 2014 Baht</b>
<b>Deferred tax assets</b>					
Consignment sales	37,896,900	54,020	-	-	37,950,920
Provision for impairment of assets	30,386,834	(5,949,394)	-	-	24,437,440
Provisions	109,757,125	25,904,234	-	-	135,661,359
Depreciation	31,649,159	14,464,500	-	(979,952)	45,133,707
Unearned income	17,968,241	108,356	-	-	18,076,597
Tax loss carried forward	144,342,684	51,812,588	-	-	196,155,272
Translation adjustment	67,620,643	-	-	69,997,357	137,618,000
Others	58,528	(281,480)	-	-	(222,952)
	<u>439,680,114</u>	<u>86,112,824</u>	<u>-</u>	<u>69,017,405</u>	<u>594,810,343</u>
<b>Deferred tax liabilities</b>					
Accounts receivable	(56,245,261)	55,638,855	-	-	(606,406)
Management letting right	(984,558,049)	55,166,843	(41,395,676)	-	(970,786,882)
Financial lease revenue	(550,823,344)	(11,752,530)	-	-	(562,575,874)
Unrealised gain on available-for-sale securities	(210,780,556)	(17,479,160)	-	-	(228,259,716)
Unrealised gain on sale of assets in the group	(38,733,055)	(1,721,899)	-	-	(40,454,954)
Fair value adjustment of net assets at acquisition date	(369,088,328)	45,600,545	(61,979,751)	-	(385,467,534)
Translation adjustment	219,514	-	-	(2,799,222)	(2,579,708)
Others	6,530,546	(64,717,277)	-	-	(58,186,731)
	<u>(2,203,478,533)</u>	<u>60,735,377</u>	<u>(103,375,427)</u>	<u>(2,799,222)</u>	<u>(2,248,917,805)</u>
Deferred tax liabilities, net	<u>(1,763,798,419)</u>	<u>146,848,201</u>	<u>(103,375,427)</u>	<u>66,218,183</u>	<u>(1,654,107,462)</u>
	<b>Consolidated</b>				
	<b>1 January 2015 Baht</b>	<b>(Debit) credit to income statement Baht</b>	<b>Business acquisitions Baht</b>	<b>Adjustments Baht</b>	<b>31 December 2015 Baht</b>
<b>Deferred tax assets</b>					
Consignment sales	37,950,920	1,025,509	-	-	38,976,429
Provision for impairment of assets	24,437,440	(5,677,914)	-	-	18,759,526
Provisions	135,661,359	26,814,551	29,661,956	(132,158)	192,005,708
Depreciation	45,133,707	(15,541,500)	14,491,142	9,733,960	53,817,309
Unearned income	18,076,597	(267,312)	-	-	17,809,285
Tax loss carried forward	196,155,272	86,507,032	-	321,160	282,983,464
Translation adjustment	137,618,000	-	-	18,264,570	155,882,570
Others	(222,952)	17,809	7,592,199	-	7,387,056
	<u>594,810,343</u>	<u>92,878,175</u>	<u>51,745,297</u>	<u>28,187,532</u>	<u>767,621,347</u>
<b>Deferred tax liabilities</b>					
Accounts receivable	(606,406)	(2,301,060)	8,654,880	-	5,747,414
Management letting right	(970,786,882)	46,150,852	(38,230,350)	-	(962,866,380)
Financial lease revenue	(562,575,874)	(30,890,702)	-	-	(593,466,576)
Unrealised gain on available-for-sale securities	(228,259,716)	(5,060)	-	-	(228,264,776)
Unrealised gain on sale of assets in the group	(40,454,954)	2,914,952	-	-	(37,540,002)
Fair value adjustment of net assets at acquisition date	(385,467,534)	103,611,775	(789,692,649)	-	(1,071,548,408)
Translation adjustment	(2,579,708)	-	-	-	(2,579,708)
Others	(58,186,731)	10,286,581	(102,098,937)	-	(149,999,087)
	<u>(2,248,917,805)</u>	<u>129,767,338</u>	<u>(921,367,056)</u>	<u>-</u>	<u>(3,040,517,523)</u>
Deferred tax liabilities, net	<u>(1,654,107,462)</u>	<u>222,645,513</u>	<u>(869,621,759)</u>	<u>28,187,532</u>	<u>(2,272,896,176)</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**32 Deferred income taxes and income taxes (Cont'd)**

	<b>Company</b>		
	<b>1 January</b>	<b>(Debit) credit</b>	<b>31 December</b>
	<b>2014</b>	<b>to income</b>	<b>2014</b>
	<b>Baht</b>	<b>statement</b>	<b>Baht</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Deferred income tax assets</b>			
Provision for impairment of assets	2,847,212	(917)	2,846,295
Provisions	3,289,838	264,413	3,554,251
Tax loss carried forward	40,495,149	(35,715,399)	4,779,750
Effective interest expenses	-	3,406,556	3,406,556
	<u>46,632,199</u>	<u>(32,045,347)</u>	<u>14,586,852</u>
<b>Deferred income tax liabilities</b>			
Unrealised gain on available-for-sales securities	(210,777,936)	15,636	(210,762,300)
Deferred income tax liabilities, net	<u>(164,145,737)</u>	<u>(32,029,711)</u>	<u>(196,175,448)</u>

	<b>Company</b>		
	<b>1 January</b>	<b>(Debit) credit</b>	<b>31 December</b>
	<b>2015</b>	<b>to income</b>	<b>2015</b>
	<b>Baht</b>	<b>statement</b>	<b>Baht</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Deferred income tax assets</b>			
Provision for impairment of assets	2,846,295	(2,160,295)	686,000
Provisions	3,554,251	(447,896)	3,106,355
Tax loss carried forward	4,779,750	(4,779,750)	-
Effective interest expenses	3,406,556	679,443	4,085,999
	<u>14,586,852</u>	<u>(6,708,498)</u>	<u>7,878,354</u>
<b>Deferred income tax liabilities</b>			
Unrealised gain on available-for-sales securities	(210,762,300)	(24,900)	(210,787,200)
Deferred income tax liabilities, net	<u>(196,175,448)</u>	<u>(6,733,398)</u>	<u>(202,908,846)</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**32 Deferred income taxes and income taxes (Cont'd)**

Deferred income tax assets are recognised for tax loss and carry forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. The Group has unrecognised tax losses of Baht 386 million (2014: Baht 682 million), to carry forward against future taxable income; which no deferred taxes have been recognised as follows:

	<b>Consolidated</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>
2015	4,934,972	54,243,508
2016	35,992,738	328,655,988
2017	21,441,969	156,585,736
2018	56,491,417	45,638,673
2019	130,754,349	96,215,844
2020	136,132,172	-
	<u>385,747,617</u>	<u>681,339,749</u>

**Income taxes**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2015 Baht</b>	<b>2014 Baht</b>	<b>2015 Baht</b>	<b>2014 Baht</b>
Current tax:				
Current tax on profits for the year	643,179,991	513,612,096	31,526,504	-
Adjustments in respect of prior year	(9,746,054)	30,186,160	32,063	-
<b>Total current tax</b>	<u>633,433,937</u>	<u>543,798,256</u>	<u>31,558,567</u>	<u>-</u>
Deferred tax:				
Origination and reversal of temporary differences	(23,951,519)	(111,223,612)	(902,884)	29,701,415
Change in unrecognised deductible temporarily differences	(65,494,250)	5,191,396	7,636,282	2,328,296
Recognised of previously unrecognised tax losses	(133,199,744)	(40,815,985)	-	-
<b>Total deferred tax</b>	<u>(222,645,513)</u>	<u>(146,848,201)</u>	<u>6,733,398</u>	<u>32,029,711</u>
<b>Total income tax</b>	<u>410,788,424</u>	<u>396,950,055</u>	<u>38,291,965</u>	<u>32,029,711</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**32 Deferred income taxes and income taxes (Cont'd)**

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the company as follows:

	Consolidated		Company	
	2015 Baht	2014 Baht	2015 Baht	2014 Baht
Profit before tax	7,545,167,078	4,898,579,298	1,723,664,746	1,687,030,460
Tax calculated at a tax rate of 20%	1,509,033,416	979,715,860	344,732,949	337,406,092
Tax effect of:				
Associates' results reported net of tax	(250,701,785)	(164,600,011)	-	-
Effect of different tax rate	(681,866,124)	(421,198,914)	-	-
Tax from unrecognised income	-	-	(22,776,638)	-
Expenses not deductible for tax purpose	25,082,180	6,131,016	1,572,915	1,302,733
Income not subject to tax	(1,534,912)	(5,139,326)	(292,905,606)	(309,007,410)
Adjustments in respect of prior year	(9,746,054)	30,186,160	32,063	-
Tax incentive expenses	-	(11,759,372)	-	-
Change in unrecognised deductible Temporary differences	(65,494,250)	5,191,396	7,636,282	2,328,296
Utilisation of previously unrecognised tax losses	(133,199,744)	(40,815,985)	-	-
Tax losses for which no deferred income tax asset was recognised	19,215,697	19,239,231	-	-
<b>Tax charge</b>	<b>410,788,424</b>	<b>396,950,055</b>	<b>38,291,965</b>	<b>32,029,711</b>

The tax charge relating to component of other comprehensive income is as follows:

	Consolidated					
	2015			2014		
	Before tax Baht	Tax charge Baht	After tax Baht	Before tax Baht	Tax charge Baht	After tax Baht
Unrealised gain on available-for-sale securities	(377,286,485)	-	(377,286,485)	406,218,027	-	406,218,027
Translation adjustment	(715,565,929)	-	(715,565,929)	(485,696,357)	-	(485,696,357)
<b>Other comprehensive income (loss)</b>	<b>(1,092,852,414)</b>	<b>-</b>	<b>(1,092,852,414)</b>	<b>(79,478,330)</b>	<b>-</b>	<b>(79,478,330)</b>
	Company					
	2015			2014		
	Before tax Baht	Tax charge Baht	After tax Baht	Before tax Baht	Tax charge Baht	After tax Baht
Unrealised gain on available-for-sale securities	28,800	-	28,800	13,475	-	13,475
<b>Other comprehensive income</b>	<b>28,800</b>	<b>-</b>	<b>28,800</b>	<b>13,475</b>	<b>-</b>	<b>13,475</b>

**33 Earnings per share**

Basic earnings per share is calculated by dividing the profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the year.

For the purpose of calculating diluted earnings per share, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all dilutive potential ordinary shares. The Company has warrants in issue (Note 27).

A calculation is performed to determine the potential number of shares that could have been acquired at market price (determined as the average share price of the Company's shares during the year) based on the outstanding warrants to determine the number of potential ordinary shares would have been additionally issued. The potential shares are added to the ordinary shares outstanding but no adjustment is made to net profit.

As at 31 December 2015 and 2014, warrants were not included in the computation of diluted earnings per share because the exercise prices of the warrants were greater than the market price of the ordinary shares.

	<b>Consolidated and Company</b>	
	<b>For the years ended 31 December</b>	
	<b>2015</b>	<b>2014</b>
	<b>Shares</b>	<b>Shares</b>
Weighted average number of ordinary shares in issue, net*	4,402,165,649	4,401,708,394
<b>Effect of dilutive potential ordinary shares</b>		
Warrants	-	-
Dilutive potential ordinary shares	-	-
Weighted average number of ordinary shares for diluted earnings per share	4,402,165,649	4,401,708,394

\* The weighted average number of ordinary share of ordinary share outstanding for the period ended 31 December 2015 included a stock dividend at the ratio of 10 existing shares to 1 dividend stock, which was approved at the Annual General Meeting of Shareholders held on 3 April 2015. Furthermore, earnings per share and weighted average number of ordinary shares outstanding for the year ended 31 December 2014 have been restated due to these stock dividends (Note 34), to comply with the Thai Accounting Standard 33 Earnings per share.

	<b>Consolidated</b>	
	<b>For the years ended 31 December</b>	
	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
Profit attributable to ordinary shareholders	7,040,164,749	4,401,785,695
Basic earnings per share	1.5992	1.0000
Diluted earnings per share	1.5992	1.0000

  

	<b>Company</b>	
	<b>For the years ended 31 December</b>	
	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
Profit attributable to ordinary shareholders	1,685,372,781	1,655,000,749
Basic earnings per share	0.3829	0.3760
Diluted earnings per share	0.3829	0.3760

### 34 Dividend

At the Annual General Meeting of Shareholders of the Company held on 3 April 2015, the shareholders passed a resolution to approve a dividend payment as cash dividend in the amount of Baht 0.25 per share for existing shareholders and shareholders who convert the convertible securities to not more than Baht 1,050 million and as stock dividends at the ratio of 10 existing shares to 1 stock dividend at the price of Baht 1 per share, thus total dividends to be paid in the amount of not exceeding Baht 1,471 million. On 27 April 2015, cash dividends totalling Baht 1,001 million and stock dividends totalling 400 million shares were paid to shareholders.

At the Annual General Meeting of Shareholders of the Company held on 2 April 2014, the shareholders passed a resolution to approve a dividend payment as cash dividend in the amount of Baht 0.35 per share for existing shareholders and shareholders who convert the convertible securities to not more than 4,002 million shares, thus total cash dividend to be paid in the amount of not exceeding Baht 1,401 million. On 30 April 2014, cash dividends totalling Baht 1,401 million were paid to shareholders.

### 35 New acquisitions of subsidiaries

#### Pojuca S.A.

On 22 January 2015, Minor Continental Holding (Luxembourg) S.A.R.L, a subsidiary of the Group, acquired 100% of the issued shares in Pojuca S.A. for a consideration of EUR 40.2 million or equivalent to Baht 1,490 million.

Details of the acquisition were as follows:

	<b>Baht'000</b>
Purchase price considerations	1,489,778
Net book value of net assets under interest acquired	<u>638,131</u>
Excess of acquisition cost over net book value (presented in intangible assets)	<u>851,647</u>

Out of the consideration paid, the purchase price of EUR 8 million or equivalent to Baht 316 million will pay in the future once the conditions stipulated in the agreement are met.

The book value at 100% interest of identified assets acquired and liabilities assumed from this acquisition was as follows:

	<b>Baht'000</b>
Cash and cash equivalents	174,974
Trade and other receivables	140,451
Inventories	17,148
Property, plant and equipment	874,403
Intangible assets	14,168
Land and real estate project for sales	67,472
Prepaid corporate tax	57,999
Prepayment	21,268
Other assets	75,564
Liabilities	<u>(805,316)</u>
Net book value of net assets	638,131
Non-controlling interests	<u>-</u>
Net book value of net assets under interest acquired	<u>638,131</u>

**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**35 New acquisitions of subsidiaries (Cont'd)**

Tivoli properties in Portugal

On 27 January 2015, Minor Continental Portugal, S.A., a subsidiary of the Group, acquired the operating assets properties from a property fund of EUR 156.30 million which is considered as business combination.

The book value at 100% interest of identified assets acquired from this acquisition was as follows:

	<b>Baht'000</b>
Land and real estates project for sales	4,467,514
Property, plant and equipment	1,630,767
	<b>6,098,281</b>

Net assets from the above acquisitions are stated at the net book value on the date of acquisition. As at 31 December 2015, the Group is in the process of appraising the net assets acquired and concludes the amount of price consideration with the seller. The adjustments to fair value and price considerations will be made upon the completion of the processes. The difference between acquisition cost and net fair value will be adjusted with goodwill or gain from bargain purchases.

SUN Group and Soho Elan Darwin

On 28 February 2015, MHG International Holding (Mauritius) Limited, a subsidiary of the Group, acquired the business of Sand Hotels Holding (Namibia) (Proprietary) Limited and Sun International (Botswana) (Proprietary) Limited.

On 27 August 2015, MHG Australia Investments Pty. Ltd. and Oaks Hotels and Resorts (NT) Pty. Ltd. completed the purchase of property, plant and equipment and management letting rights of the Soho Elan Darwin Hotel.

The table below provides summary of these acquisitions.

	<b>Sands Hotels Holdings (Namibia) (Proprietary) Limited</b>	<b>Sun International (Botswana) (Proprietary) Limited</b>	<b>Soho Elan Darwin</b>
	USD million	USD million	AUD million
Purchase price considerations	15.3	19.7	54.9
Investment portion	80%	64%	100%
Type of investment	Subsidiary	Subsidiary	Subsidiary

Details of the acquisitions were as follows:

	<b>Baht'000</b>			
	<b>Sands Hotels Holdings (Namibia) (Proprietary) Limited</b>	<b>Sun International (Botswana) (Proprietary) Limited</b>	<b>Soho Elan Darwin Hotel</b>	<b>Total</b>
Purchase price considerations	494,596	639,490	1,400,873	2,534,959
Fair value of net assets under interest acquired	631,334	1,182,362	1,477,448	3,291,144
Gain from bargain purchases	(136,738)	(542,872)	(76,575)	(756,185)
Associated costs	45,578	181,282	56,181	283,041
Net gain from bargain purchases	(91,160)	(361,590)	(20,394)	(473,144)



**Minor International Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year ended 31 December 2015**

**35 New acquisitions of subsidiaries (Cont'd)**

SUN Group and Soho Elan Darwin (Cont'd)

The fair value of identified assets acquired and liabilities assumed from these acquisitions was as follows:

	<b>Baht'000</b>		
	<b>Sands Hotels Holdings (Namibia) (Proprietary) Limited</b>	<b>Sun International (Botswana) (Proprietary) Limited</b>	<b>Soho Elan Darwin Hotel</b>
Cash and cash equivalents	31,807	249,939	-
Trade and other receivables	13,302	10,767	-
Inventories	5,504	6,923	-
Other current assets	-	6,140	-
Property, plant and equipment	1,199,250	2,056,683	1,437,446
Management letting right	-	-	127,435
Intangible assets	-	375	-
Prepayment	3,119	7,990	-
Liabilities	(144,993)	(65,888)	-
Deferred tax liabilities	(318,822)	(425,488)	(87,433)
Fair value of net assets	789,167	1,847,441	1,477,448
Non-controlling interests	(157,833)	(665,079)	-
Fair value of net assets under interest acquired	<u>631,334</u>	<u>1,182,362</u>	<u>1,477,448</u>

The Group engages a qualified independent appraiser who holds a valid professional license to appraise fair value measurement of tangible assets of the following companies on the date of acquisition.

The necessary adjustments to fair value of net assets acquired to gain from bargain purchase, if any will be made within the next twelve months after the acquisition date.

As at 31 December 2015, the Group is in the process to complete certain documents with Sands Hotels Holdings (Namibia) (Proprietary) Limited.

Minor DKL Food Group Pty. Ltd.

On 30 October 2015, Delicious Food Holding (Singapore) Pte. Ltd., a subsidiary of the Group, acquired the operating assets by additionally acquiring ordinary shares of Minor DKL in the total amount of AUD 45 million or equivalent to Baht 1,121 million, representing 20% interest. As a result, the investment portion increased from 50% to 70%, which is considered as business combination for the consolidated financial statements.

Net assets from the above acquisition are stated at the net book amount on the date of acquisition. As at 31 December 2015, the Group is in the process of appraising the net assets acquired and concludes the amount of price consideration with the seller. The adjustments to fair value and price considerations will be made upon the completion of the processes. The difference between acquisition cost and net fair value will be adjusted with goodwill or gain from bargain purchases.

**35 New acquisitions of subsidiaries (Cont'd)**

Minor DKL Food Group Pty. Ltd. (Cont'd)

Details of the acquisition were as follows:

	<u>Baht'000</u>
Purchase price considerations	1,120,901
Book value of investment as of 30 October 2015	1,067,621
Gain from fair value adjustment of changing status of investment in associate	<u>1,792,887</u>
Total	3,981,409
Net book amount of net assets under interest acquired	<u>394,661</u>
Excess of acquisition cost over net book amount (presented in intangible assets)	<u>3,586,748</u>

The book amount at 70% interest of identified assets acquired and liabilities assumed from this acquisition was as follows:

	<u>Baht'000</u>
Cash and cash equivalents	86,261
Trade and other receivables	133,960
Inventories	156,312
Property, plant and equipment	426,685
Intangible assets	540,829
Prepayment	15,872
Other assets	133,345
Liabilities	<u>(929,463)</u>
Net book amount of net assets	563,801
Non-controlling interests	<u>169,140</u>
Net book amount of net assets under interest acquired	<u>394,661</u>

**36 Financial instruments**

**Financial risk management policies**

The financial risk management policies are standard sets of guidelines that the Group use in managing, but not limited to, liquidity risks, interest rate risks, foreign exchange risks and credit risks with the key objectives of managing and mitigating such risks without any means of speculation.

**Liquidity risk**

The Group manages its liquidity risks by, for example, maintaining sufficient cash and cash equivalent to support its working capital requirements, securing long term funding in advance and diversifying funding sources.

**36 Financial instruments (Cont'd)**

**Interest rate risk**

The interest rate risks arise from the volatility of market interest rates, which may have a negative impact on the Group's cash flow. The Group manages such risks in accordance with its policy to reduce the Group's exposure to adverse changes in interest rates and the prevailing financial market condition. The Group generally maintains the majority of debt borrowings at fixed interest rate. Interest rate swap is one of the key financial derivatives that the Group uses to manage interest rates volatility by converting floating interest rate borrowing to fixed rate borrowings.

As at 31 December 2015, the Group has entered into the interest rate swap contracts as follows:

- a) Interest rate swap contract for loan from financial institution in USD currency with principal amount of USD 5.0 million, which swap floating interest rate to fixed interest rate. The contract will expire in 2016.
- b) Interest rate swap contract for loan from financial institution in AUD currency with principal amount of AUD 16.5 million, which swap floating interest rate to fixed interest rate. The contract will expire in 2016.
- c) Interest rate swap contract for debenture from financial institution in THB currency with principal amount of THB 2,700 million, which swap fixed rate to floating interest rate. The contract will expire in 2022.
- d) Interest rate swap contract for debenture from financial institution in THB currency with principal amount of THB 4,000 million, which swap fixed rate to floating interest rate. The contract will expire in 2025.

**Foreign currency risk**

The Groups' exposure to foreign currency risk relates primarily to the purchase or sales of goods and service, borrowing and lending in foreign currency and investments in foreign subsidiaries and associates. In order to manage the risk arising from fluctuations in currency exchange rates, the Group uses the derivative, cross currency swap contracts and forward foreign exchange contracts, to manage the risk as follows;

**Cross currency swap contracts**

As at 31 December 2015, the Group has a cross currency swap contract which is debenture of Baht 1,500 million with fixed interest rate converting to an equivalent fixed amount of EUR 48.9 million.

As at 31 December 2015, the Group has a cross currency swap contract which is debenture of Baht 4,000 million with fixed interest rate converting to an equivalent fixed amount of EUR 106.10 million.

As at 31 December 2015, the Group has a cross currency swap contract which is loan of USD 61.73 million with floating interest rate converting to an equivalent fixed amount of THB 2,000 million.

**Foreign exchange forward contracts**

Foreign exchange forward contracts are used for managing exposure to fluctuations in foreign currency exchange rates for the purchase of goods. As at 31 December 2015 and 2014, the Group has outstanding foreign exchange forward contracts, with maturity less than 6 months as follows:

	<b>Consolidated</b>	
	<b>2015</b>	<b>2014</b>
	<b>Baht</b>	<b>Baht</b>
USD 3,455,259 (Baht 36.21 /1 USD) (2014: USD 60,311 (Baht 32.975/1 USD))	125,110,089	1,988,761
EUR - Nil (2014: EUR 242,215 Baht 41.14 - 41.245/1 EUR)	-	9,977,090

**36 Financial instruments (Cont'd)**

**Credit risk**

The Group is exposed to normal credit risk primarily with respect to trade accounts receivable. However, due to the large number of entities comprising the Group's customer base, the Group does not anticipate material losses from its debt collection.

**Fair value**

The fair value of the open cross currency swap contracts and interest rate swap contracts for loan as at 31 December 2015 is unfavourable amounting to Baht 597,170,410 (2014: unfavourable amounting to Baht 99,221,309).

The fair value of the open foreign exchange forward contracts for the purchase of goods as at 31 December 2015 is unfavourable amounting to Baht 414,643 (2014: unfavourable amounting to Baht 348,884).

**Financial instrument in Level 2**

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments;
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves;
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the statement of financial position date, with the resulting value discounted back to present value;
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

All of the fair value of cross currency swap contracts and foreign exchange forward contracts of the Group are in Level 2 hierarchy.

### **37 Commitments**

As at 31 December 2015, the Group has commitments as follows:

#### The Company

- The Company has entered into a franchise agreement with an overseas company. The Company is committed to pay a franchise fee and an international marketing fee based on a percentage of gross room revenues, as specified in the agreement. The agreement will be terminated in October 2016.
- The Company has entered into an agreement to lease the land on which its hotel building is built for a period of 30 years, ending in 2018. The Company is committed to pay rental fees at a certain percentage of gross revenue (which is to be increased annually until it reaches a specified rate) or at a minimum rental fees stipulated in the agreement, whichever is higher. As at 31 December 2015, the Company's future commitments according to the minimal rental fees stipulated in the agreement is approximately Baht 15 million.
- The Company has entered into rental and service agreements with a subsidiary relating to its opening of restaurants. The Company is committed to pay rental and service fees under the agreements of approximately Baht 5.4 million. In addition, the Company is committed to pay fees for the area used in the sale of food and beverages to this subsidiary, at a percentage of the Company's food and beverage revenues stipulated in the agreements, ending in 2016.
- The Company has entered into a trademark agreement with a subsidiary. The Company has obligation to pay trademark fees at certain percentages of revenue generated as indicated in the agreement. The agreement is valid for 10 years and will be terminated in 2017.
- The Company has entered into a hotel management agreement with a subsidiary to manage the Company's hotel. The Company is committed to pay fees at a certain percentage of revenue as stipulated in the agreement. The agreement is valid for 10 years and will be terminated in 2016.
- The Company has entered into two agreements for technical assistance and the use of trademarks and trade names with an overseas company under the terms of the agreements, fees calculated at a percentage of gross sales as specified in the agreements. One of them was effective in February 1994 which will be continued until one of the parties terminates the contract, and the other will also be continued until one of the parties terminates the contract.

#### Subsidiaries

##### **Management and services agreements**

- A subsidiary has entered into a license and royalty agreement with an overseas company. The subsidiary is committed to pay royalty fees and management hotel fees at the rate, terms and basis as specified in the agreement for a period of 20 years through 2021 and can be renewed at its expiry date for 10 years.
- A subsidiary has entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided certain services and granted a license. The subsidiary is required to comply with certain conditions stipulated in these agreements and to pay the fees following the rates, terms and bases as specified in the agreements. All agreements are effective for the period from September 2006 to June 2024.

**37 Commitments (Cont'd)**

Subsidiaries (Cont'd)

**Management and services agreements (Cont'd)**

- A subsidiary has entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided services and granted a license to operate. The subsidiary is required to comply with certain conditions stipulated in these agreements and to pay the fees following the rates, terms and bases as specified in the agreements. All agreements are effective from January 2006 to December 2017 and are renewable after expiry date for 20 years.
- A subsidiary has entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided services and granted a license to operate. The subsidiary is required to comply with certain conditions stipulated in these agreements and to pay the fees following the rates, terms and basis as specified in the agreements. All agreements are effective from February 2007 to January 2027 and are renewable after expiry date for another two periods of 20 years and 10 years, respectively.
- A subsidiary has entered into a consulting agreement regarding hotel operation with two companies, whereby the subsidiary has been provided hotel operating and marketing services, right of trademark use, technical knowledge, and other related right. The subsidiary is to comply with certain conditions stipulated in these agreements and to pay the fees following the rates, terms and basis as specified in the agreements. All agreements are effective from April 2011 to December 2031.
- A subsidiary has entered into residential license marketing agreement regarding residential operation with a company, whereby the subsidiary has been provided residential operating and marketing services, right of trademark use, technical knowledge, and other related right. The subsidiary is to comply with certain conditions stipulated in these agreements and to pay the fees following the rates as specified in the agreements. The agreement is effective from June 2007 to May 2037.
- A subsidiary has entered into the service agreements with a company with regards to consultation, installation, repair and maintenance of computer system, computer software and information technology system. The subsidiary is committed to pay the fees following the rates, terms and basis as specified in the agreements. The agreements are for the period of 10 years and effective from December 2007.

**Rental agreements**

- Three subsidiaries have entered into separate land lease agreements for periods between 30 to 42 years, effective on 8 May 1987, 25 January 1989 and 2 July 1994, respectively. The subsidiaries are committed to pay rental fees at a certain percentage of annual gross revenue (to be increased annually until it reaches a specified rate) or at a minimum rent stipulated in the agreement, whichever is higher. As at 31 December 2015, the subsidiaries' future payment commitments in accordance with the minimal rental fees stipulated in the agreements are approximately Baht 81 million (2014: Baht 92 million).

In 2010, a subsidiary has extended land lease agreements for periods of 30 years, effective on 25 January 2019. The subsidiary is committed to pay rental fees at a certain percentage of annual gross revenue (to be increased annually until it reaches a specified rate) or at a minimum rent stipulated in the agreement, whichever is higher. As at 31 December 2015, the subsidiary's future payment commitments in accordance with the minimal rental fees and special remuneration stipulated in the agreements are approximately Baht 1,132 million (2014: Baht 1,132 million).

- A subsidiary has entered into the sublease land agreement of Kihavah Huravlhu Island for 23 years from 23 October 2007 for the construction of a new hotel. As at 31 December 2015, a subsidiary has commitment to pay rental fee as stipulated in the lease agreement approximately of USD 36.3 million (2014: USD 33.8 million).

**37 Commitments (Cont'd)**

Subsidiaries (Cont'd)

**Rental agreements (Cont'd)**

- A subsidiary has entered into lease agreements covering the land where the hotel is situated. Under the lease agreement, the subsidiary has transferred the ownership of the hotel buildings and improvements to the landlord. The subsidiary is committed to pay rental fees at the rates specified in the lease agreement. The lease agreement is for a period of 30 years up to the year 2043. As at 31 December 2015, the subsidiary has a commitment to pay minimal rental fees as stipulated in the agreement as follows:

<u>Year</u>	<u>Baht Million</u>
Within 1 year	91
Between 2 and 5 years	366
After 5 years	2,056
	<u>2,513</u>

- On 3 July 2007, a subsidiary entered into an agreement to construct and lease the land and completed building with the Privy Purse Bureau. Under this agreement, the Privy Purse Bureau agrees and permits the subsidiary to undertake building construction, and the subsidiary agreed to construct a residential and hotel building situated on land owned by the Privy Purse Bureau. The building construction permit was under the name of the Privy Purse Bureau and the ownership of the building and other constructions on this land are transferred to the landlord on completion. In addition, the subsidiary was required to pay all expenses with respect to the construction of the building. The construction period was 4 years from the date of receipt of the permit to construct the building from the Bangkok Metropolitan Authority. The Privy Purse has agreed with the subsidiary to lease the land and building for the residential, hotel and related commerce for a period of 30 years commencing 1 March 2011. As at 31 December 2015, the subsidiary has a commitment to pay land and building rental fee to the Privy Purse Bureau at the rates stipulated in the agreement amounting to Baht 477 million by which the subsidiary has recorded a part of the rental fee as accrued project cost in statement of financial position amounting to Baht 271 million.
- A subsidiary has entered into a land rental agreement of which the location is on timeshare residence. The particular subsidiary has a commitment to pay the rental fees as stated in the agreement. The agreement lasts 30 years and will end in January 2039. As at 31 December 2015, the subsidiary has commitment to pay Baht 126 million as stipulated, by which Baht 46 million has been included as accrued project cost in the statement of financial position.
- As at 31 December 2015 and 2014, there were lease commitments for the lease and service agreements for restaurant outlets, office spaces, shops, motor vehicles, computer equipment, and office equipment committed by subsidiaries for the period ranging from 1 year to 30 years payable as follows:

	<u>2015</u>		<u>2014</u>	
	<u>Baht Million</u>	<u>AUD Million</u>	<u>Baht Million</u>	<u>AUD Million</u>
Within 1 year	1,125	23	1,064	24
Between 2 and 5 years	1,022	52	1,236	56
After 5 years	27	8	85	3
Total	<u>2,174</u>	<u>83</u>	<u>2,385</u>	<u>83</u>

In addition to these amounts, restaurant rental fees are payable based on a percentage of either gross or net sales as specified in the relevant agreements.

**37 Commitments (Cont'd)**

Subsidiaries (Cont'd)

**Trademark, franchise and license agreements**

- Four subsidiaries have entered into a number of franchise agreements in order to obtain rights to operate food restaurants. According to the agreements, those subsidiaries must pay franchise fees based on a percentage of sales and must comply with certain terms and conditions. The payments of franchise fees are included in selling expenses.
- During 2009 to 2018, eight subsidiaries of distribution and manufacturing business have entered into distribution agreement, franchise agreement and to use trademarks and to receive marketing technical assistance with overseas companies. These agreements have terms of 2 - 10 years and can be renewed unless terminated by either party. The agreements are subject to certain conditions which the subsidiaries have to comply throughout the agreement periods.
- Under a one year license agreement ending in 2008 to operate a theatre with an overseas company on a yearly renewal basis, a subsidiary is committed to pay certain fees as specified in the agreement. The agreement is automatically renewed at its expiry date for one year each.
- A subsidiary has entered into a license agreement with an overseas company in order to obtain rights to use the trademark in selling the residences. According to the agreement, a subsidiary must pay franchise fees based on a percentage of sales and must comply with certain terms and conditions.

**38 Guarantees**

Guarantees in the normal courses of business are as follows:

	31 December 2015							
	Consolidated					Company		
	Baht Million	US\$ Million	AUD Million	Yuan Million	AED Million	Baht Million	US\$ Million	AUD Million
Letters of guarantees issued by banks on behalf of the Group	989.5	8.46	53.11	49.0	15.0	56.1	3.1	20.7
Guarantee given by the Group to financial institution to guarantee for credit facilities	6,408.1	463.0	144.5	125.0	-	4,594.5	463.0	144.5
	31 December 2014							
	Consolidated					Company		
	Baht Million	US\$ Million	AUD Million	Yuan Million		Baht Million	US\$ Million	AUD Million
Letters of guarantees issued by banks on behalf of the Group		726.2	7.6	33.1	78.0	85.1	0.6	-
Guarantee given by the Group to financial institution to guarantee for credit facilities		6,408.1	292.3	104.5	125.0	4,594.5	292.3	104.5

**39 Provident fund**

The Group and permanent employees have jointly registered a provident fund scheme under the Provident Fund Act, B.E. 2530. The fund receives contributions on a monthly basis from both the employees and the Group at the rate of 5% to 7.5% and 5% to 10 % respectively of basic salaries. The fund is managed by Kasikorn Asset Management Company Limited, Bangkok Bank Public Company Limited and Tisco Asset Management Company Limited.



**40 Post statement of financial position events**

On February 2016, a subsidiary of the Group has acquired assets and shares of hotels in Portugal, with the total value of Euro 78.2 million or equivalent to Baht 3,000 million.

On 1 February 2016, a subsidiary of the Group finalised an acquisition of the remaining 20% non-controlling interest in certain properties. Consideration included the settlement of loan receivable and cash paid.