

2010 Annual Report

Minor International Public Company Limited





Anantara Qasr Al Sarab,
Abu Dhabi



Anantara Si Kao
Resort & Spa



Anantara Dhigu
Resort & Spa, Maldives



Anantara Golden Triangle
Resort & Spa, Chiang Rai



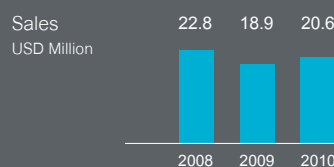
Anantara Seminyak
Resort & Spa, Bali





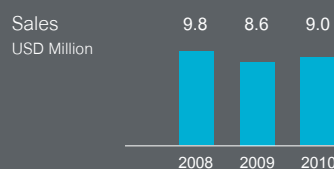
Anantara Dhigu Resort & Spa, Maldives

Our largest Anantara resort by revenue posted USD 20.6 million in 2010 revenues



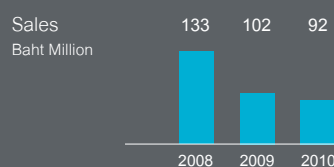
Anantara Veli Resort & Spa, Maldives

Revenue has doubled since this resort was rebranded as Anantara in 2008



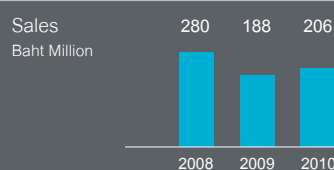
Anantara Golden Triangle Resort & Spa

Our stunning Anantara in north Thailand was recognized in Travel + Leisure's top 500 in 2010



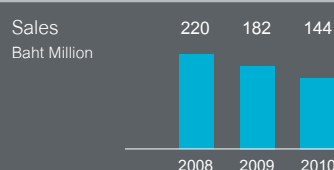
Anantara Hua Hin Resort & Spa

Sales at the Anantara Hua Hin were up 10% in 2010



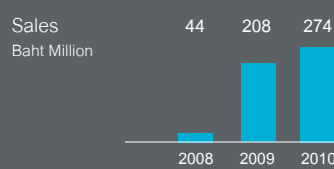
Anantara Bophut Resort & Spa, Koh Samui

Now in its sixth year of operation, this resort is still one of the top luxury resorts in Samui



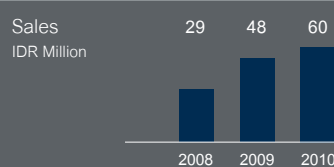
Anantara Phuket Resort & Spa

In its second full year of operation, our flagship Anantara achieved sales of Baht 274 million



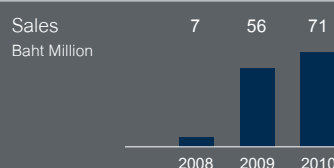
Anantara Seminyak Resort & Spa, Bali

Having opened in 2008, this managed resort achieved a 25% increase in revenues in 2010



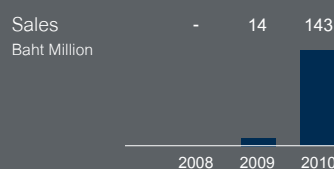
Anantara Si Kao Resort & Spa

One of our most scenic managed resorts with 139 sea-view rooms



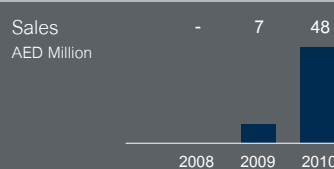
Anantara Lawana Resort & Spa, Koh Samui

Opened as a managed Anantara resort in November 2009 and achieved sales of Baht 143 million in 2010



Anantara Qasr Al Sarab, Abu Dhabi

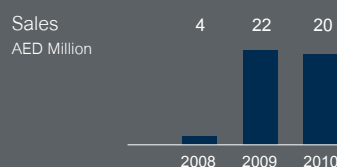
Achieved revenues of AED 48 million after opening as a managed Anantara resort in October 2009





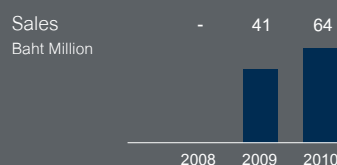
Desert Island Resort & Spa, Abu Dhabi

This Anantara managed resort posted sales of AED 20 million in 2010



Anantara Baan Rajprasong Service Suites, Bangkok

We applied our Anantara brand and management expertise to this serviced apartment complex in March 2009



Anantara Sathorn

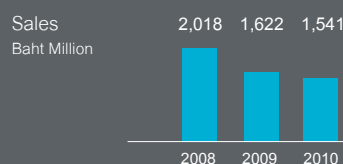
In Bangkok, we opened the Anantara Sathorn as an managed resort in December 2010



Four Seasons

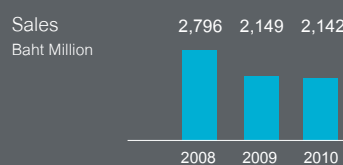
Our award winning Four Seasons hotels in Bangkok, Chiang Mai, Samui and Chiang Rai combined to achieve revenues of Baht 1,541 million

All our Four Seasons Resorts have been recognized by the leading travel and hospitality magazines. For example, the Four Seasons Tented Camp in Chiang Rai was recognized as the #1 resort in the world by the readers of Conde Nast.



Marriott

Our Marriott / JW Marriott resorts including four that are located in Bangkok, Hua Hin, Pattaya and Phuket combined for revenues that were Baht 2,142 million



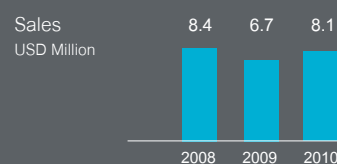
Elewana Africa

Our safari camps operating in Tanzania achieved sales of USD 8.5 million in 2010



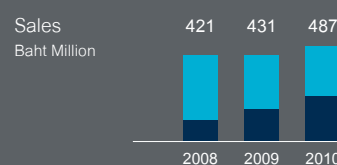
Minor International Brands

Minor International branded resorts including Naladhu in the Maldives, Harbour View in Vietnam and Kani Lanka in Sri Lanka combined for sales of USD 8.1 million in 2010























MSPA International






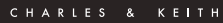











34 spas in 10 countries combined for total sales of Baht 487 million in 2010



Restaurants

■ Direct-Owned ■ Franchised

	<p>The Pizza Company</p> <p>Our 169 company owned and 79 franchised outlets saw system wide sales increase by 4% to Baht 4,439 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>4,041</td> <td>4,257</td> <td>4,439</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	4,041	4,257	4,439	
Year	2008	2009	2010								
Sales	4,041	4,257	4,439								
	<p>Swensen's</p> <p>With 112 company owned and 130 franchised outlets, Swensen's posted a 4% increase in system wide sales to Baht 2,576 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>2,273</td> <td>2,481</td> <td>2,576</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	2,273	2,481	2,576	
Year	2008	2009	2010								
Sales	2,273	2,481	2,576								
	<p>Thai Express</p> <p>Thai Express and related brands such as New York New York and Xin Wan Hong Kong Café had sales that were down 11% in 2010</p>	<p>Sales SGD Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>75</td> <td>115</td> <td>103</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	75	115	103	
Year	2008	2009	2010								
Sales	75	115	103								
	<p>The Coffee Club</p> <p>Coffee Club, which is 95% franchised, posted system wide sales that were up 16% to AUD 292 million</p>	<p>Sales AUD Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>215</td> <td>251</td> <td>292</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	215	251	292	
Year	2008	2009	2010								
Sales	215	251	292								
	<p>Sizzler</p> <p>44 Sizzler outlets in Thailand and China combined for sales that were up 14% to Baht 1,958 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>1,503</td> <td>1,720</td> <td>1,958</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	1,503	1,720	1,958	
Year	2008	2009	2010								
Sales	1,503	1,720	1,958								
	<p>Dairy Queen</p> <p>243 company owned Dairy Queen outlets in Thailand achieved sales of Baht 986 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>843</td> <td>875</td> <td>986</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	843	875	986	
Year	2008	2009	2010								
Sales	843	875	986								
	<p>Burger King</p> <p>26 company owned Burger King outlets combined for sales of Baht 816 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>691</td> <td>765</td> <td>816</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	691	765	816	
Year	2008	2009	2010								
Sales	691	765	816								
	<p>Select Service Partner Limited</p> <p>Our restaurant business in airports experienced a 14% increase in revenue</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>461</td> <td>581</td> <td>661</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	461	581	661	
Year	2008	2009	2010								
Sales	461	581	661								
	<p>Minor Dairy Limited</p> <p>Profit from our ice cream factory was up significantly even though sales were up only 2%</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>833</td> <td>813</td> <td>825</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	833	813	825	
Year	2008	2009	2010								
Sales	833	813	825								
	<p>Minor Cheese Limited</p> <p>Our cheese factory has sales that were up 9% in 2010</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>490</td> <td>412</td> <td>447</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	490	412	447	
Year	2008	2009	2010								
Sales	490	412	447								

	<p>Esprit</p> <p>Our largest fashion brand had sales of Baht 565 million in 2010</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>594</td> <td>477</td> <td>565</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	594	477	565	
Year	2008	2009	2010								
Sales	594	477	565								
	<p>Bossini</p> <p>Sale of this leading fashion brand were Baht 243 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>264</td> <td>238</td> <td>243</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	264	238	243	
Year	2008	2009	2010								
Sales	264	238	243								
	<p>GAP</p> <p>We opened the first of several GAP outlets in March 2010 and sales from this brand were Baht 154 million in 2010</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>-</td> <td>-</td> <td>154</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	-	-	154	
Year	2008	2009	2010								
Sales	-	-	154								
	<p>Charles & Keith</p> <p>Sales of Charles & Keith footwear increased by 23% to Baht 144 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>111</td> <td>117</td> <td>144</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	111	117	144	
Year	2008	2009	2010								
Sales	111	117	144								
	<p>Red Earth, Bloom, Laneige, Smashbox</p> <p>Our portfolio of leading cosmetics brands combined for sales of Baht 185 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>234</td> <td>186</td> <td>185</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	234	186	185	
Year	2008	2009	2010								
Sales	234	186	185								
	<p>Zwilling J.A. Henckels</p> <p>Sales from our luxury household supplies and kitchenware brand were Baht 36 million in 2010</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>46</td> <td>37</td> <td>36</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	46	37	36	
Year	2008	2009	2010								
Sales	46	37	36								
	<p>ETL Learning</p> <p>Sales of ETL Learning and World Book were Baht 217 million in 2010</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>180</td> <td>148</td> <td>217</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	180	148	217	
Year	2008	2009	2010								
Sales	180	148	217								
	<p>Tumi</p> <p>The world's premier luggage and travel brand anchors our line of luxury lifestyle brands</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>36</td> <td>32</td> <td>29</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	36	32	29	
Year	2008	2009	2010								
Sales	36	32	29								
	<p>Royal Garden Plaza</p> <p>Our three shopping and entertainment centers that are located next to our hotels in Phuket, Pattaya and Bangkok had revenues of Baht 623 million</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>671</td> <td>616</td> <td>623</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	671	616	623	
Year	2008	2009	2010								
Sales	671	616	623								
	<p>NMT</p> <p>The contract manufacturing business which supplies global FMCG companies had sales of Baht 1,087 million in 2010</p>	<p>Sales Baht Million</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2008</th> <th>2009</th> <th>2010</th> </tr> </thead> <tbody> <tr> <td>Sales</td> <td>1,391</td> <td>1,278</td> <td>1,087</td> </tr> </tbody> </table>	Year	2008	2009	2010	Sales	1,391	1,278	1,087	
Year	2008	2009	2010								
Sales	1,391	1,278	1,087								

Minor International Footprint





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Core Values

- CUSTOMER FOCUS
- RESULT ORIENTED
- PEOPLE DEVELOPMENT
- INNOVATIVE
- PARTNERSHIP

Vision

To be a leading hospitality and leisure operator, restaurant operator and lifestyle brand retailer through the delivery of branded products and services that provide 100% SATISFACTION to all stakeholders.

Delivering premium branded hospitality services, restaurant concepts and lifestyle products globally

Every year, over 25,000 service professionals at 33 hotels, 1,148 restaurants and 258 retail outlets have the pleasure of serving more than 90 million customers in 20 countries.

Financial Highlights

		2006	2007	2008	2009	2010
Consolidated (Baht Million)	Net Sales	11,716	13,538	15,814	16,460	18,140
	Total Revenues	12,395	14,029	16,515	17,244	19,089
	Gross Profit	7,631	8,980	10,521	10,671	11,250
	EBITDA	3,271	3,759	4,303	3,791	3,633
	EBIT	1,961	2,463	2,924	2,230	2,066
	Foreign Exchange (Gain) Loss	24	5	(64)	(15)	(3)
	Net Profit	1,280	1,611	1,892	1,400	1,241
	Total Assets	17,787	21,280	25,064	28,271	32,786
	Total Liabilities	9,662	11,572	12,760	16,217	18,980
	Interest Bearing Debt	7,091	8,335	9,101	11,530	14,368
	Total Equities	8,124	9,708	12,304	12,054	13,806
	Net Cash Flow from Operating Activities	2,373	2,364	3,388	2,795	2,540
Profitability Ratio (Percentage)	Gross Profit Margin	65.13	66.33	66.53	64.83	62.02
	Net Profit Margin	10.33	11.48	11.46	8.12	6.50
	Return on Total Assets (ROA)	7.71	8.25	8.17	5.25	4.07
	Return on Equity (ROE)	18.21	18.07	17.19	11.50	9.60
Debt to Equity Ratio (Times)	Interest Bearing Debt/Equity Ratio	0.87	0.86	0.74	0.96	1.04
	Long Term Debt/Equity Ratio	0.83	0.73	0.69	0.72	0.87
	Gearing Ratio	1.19	1.19	1.04	1.35	1.37
Per Share Data (Baht)	Earnings per Share	0.40	0.49	0.56	0.43	0.38
	Book Value per Share	2.75	3.21	3.40	3.71	4.23
	Dividends per Share	0.125	0.15	0.25	0.31	0.15
	Dividend Payout Ratio (%)	34.63	35.05	50.98	57.38	34.86
	Operating Cash Flow per Share	0.88	0.89	1.01	0.86	0.78
Share Capital (Thousand Shares)	Par Value	1	1	1	1	1
	Registered Ordinary Shares	3,313,076	3,275,302	3,689,623	3,351,851	3,677,989
	Registered Preferred Shares	63,520	63,520	-	-	-
	Number of Ordinary Shares Outstanding	2,894,584	2,958,216	3,614,264	3,246,416	3,262,339
	Number of Preferred Shares Outstanding	63,520	63,520	-	-	-
	Number of Weighted Average Ordinary Shares Outstanding	2,687,647	2,762,173	3,361,793	3,268,811	3,255,950
	Number of Weighted Average Preferred Shares Outstanding	63,520	63,520	-	-	-
	Number of Warrants Outstanding					
	• Offered to Existing Shareholders	271,704	239,140	-	-	325,382
	• Offered to Employee Stock Option Program	77,598	62,065	38,066	66,524	78,080

Note: 1. Earnings per share for the year 2006 - 2007 has been restated to reflect the share dividend paid to the Company's shareholders during the year 2008.

2. Dividends per share for the year 2008 are consisted of cash dividend at Baht 0.15 per share and share dividend at Baht 0.10 per share.

3. Dividend payout ratio for the year 2008 are consisted of cash dividend 30.59% and share dividend 20.39%.

Financial Status at a Glance

Consolidated Cash Flow Statements For the Year Ended 31 December 2010

(Baht Million)

Net Cash Inflows from Operating Activities		2,540
Net Cash Payment for Investing Activities	(1)	(4,753)
Net Cash Receipts from Financing Activities	(2)	2,413
Net Increase in Cash & Cash Equivalents		200
Loss on exchange on Cash & Cash Equivalents		(15)
Cash & Cash Equivalents on 31 December 2009		969
Cash & Cash Equivalents on 31 December 2010		1,154

Consolidated Balance Sheets

As at 31 December 2009

(Baht Million)

Assets	
Cash & Cash Equivalents	969
Other Current Assets	3,895
Investments & Other	9,343
Property Plant and Equipment	14,064
Total Assets	28,271
Liabilities & Equity	
Current Liabilities	6,677
Non-current Liabilities	9,539
Share Capital, Premium & Reserves	5,866
Retained Earnings - net	5,287
Minority Interest	902
Total Liabilities & Equity	28,271

Consolidated Statement of Income

For the Year Ended 31 December 2010

(Baht Million)

Revenues	18,873
Gross Operating Profit	11,169
S&A Expenses	9,319
Operating profit	1,850
Profit sharing	216
Earnings Before Financial Costs and Tax	2,066
Financial Costs	458
Earnings Before Tax	1,608
Corporate Tax	291
Minority Interest	76
Net Profit	1,241

Consolidated Balance Sheets

As at 31 December 2010

(Baht Million)

Assets	
Cash & Cash Equivalents	1,154
Other Current Assets	(4) 5,693
Investments & Other	(5) 10,813
Property Plant and Equipment	(6) 15,126
Total Assets	32,786
Liabilities & Equity	
Current Liabilities	6,059
Non-current Liabilities	(7) 12,922
Share Capital, Premium & Reserves	(8) 6,903
Retained Earnings - net	6,020
Minority Interest	882
Total Liabilities & Equity	32,786

Retained Earnings

As at 31 December 2010

(Baht Million)

Balance as at 31 December 2009	5,287
Specific capital reduction	(20)
Total Earnings for 2010	1,241
Dividends	(3) (488)
Balance as at end 31 December 2010	6,020

Notes

- (1) Additional investment of Baht 1,008 million into subsidiaries, Thai Express and Cyprea Lanka (Private) Limited, Baht 4,236 million into new PPE and netted with settlement of loan to Phuket Land Owner Ltd. for construction timeshare project of Baht 645 million.
- (2) Net cash receipts from Financing activities of Baht 2,413 million primarily from issuance of new debentures Baht 4,000 million for redemption debenture Baht 1,275 million and increase in share capital of Baht 84 million.
- (3) In 2010, the Company paid dividend on May (0.15 Baht per share), total dividend payment amount Baht 488 million.
- (4) Other current assets increased Baht 1,798 million primarily due to increase in project development for sales, St. Regis Residence Bangkok of Baht 2,033 million.
- (5) Investments & others increase from additional investment and increase in fair value of investment in S&P Syndicate Pcl., goodwill from investment in Cyprea Lanka (Private) Limited and investment in new software.
- (6) Total net fixed assets increased Baht 1,062 million over the year through both new construction of hotel of Baht 1,809 million, expansion of Food Group of Baht 547 million, expansion of distribution and manufacturing business of Baht 103 million and reduction from depreciation of Baht 1,397 million.
- (7) Long-term liabilities increased Baht 3,383 million due to issuance of new debentures for redemption debenture and for investing in new construction of hotel business.
- (8) Increased Baht 1,037 million in 2010, primarily due to increase in fair value reserve of investment in S&P Syndicate Pcl. and Serendib.

Chairman's Message

WILLIAM E. HEINECKE
Chairman and Chief Executive Officer



DEAR FELLOW STAKEHOLDERS:

At this time last year, I recall how much we were looking forward to 2010. After the year that was 2009, with the challenges of global economic uncertainty and political tension in Thailand, it was hard not to be optimistic at the beginning of 2010.

Although we knew that the difficulties we faced in 2009 would linger through 2010, we were confident that our businesses, including our 33 hotels and 1,148 restaurants across 20 countries, would again show their usual resiliency and that the environment would likely improve as both Thailand and the world worked through resolving their respective issues.

Indeed, 2010 started quite well and we took a big step forward by posting a 50% increase in 1Q10 net profit. After 1Q10, who would have expected that another political crisis, this time more serious than any in Thailand's recent past, would figuratively throw us two steps back?

The events of April and May had a severe affect on our hospitality business throughout the remainder of 2010. Despite a strong first quarter, Minor International's net profit ended the year down 11% to Baht 1,241 million.

Our hospitality business, including those related to hotel operations, hotel management, residential property sales and spas, suffered greatly from the protests and the impact they had on Thai travel and tourism. This, combined with only a slight improvement in global economic conditions, pushed hospitality profits down by 33%.

Fortunately, our restaurant business, which has always been less sensitive to economic and political uncertainty, had another great year. Restaurant profits were up 25% in 2010. I am particularly proud of our management team who gave everything to achieve strong growth in Thailand and expand our portfolio of restaurant brands internationally.



Anantara Qasr Al Sarab,
Abu Dhabi

1. **William E. Heinecke**
Chairman and Chief Executive Officer
2. **Pratana Mongkolkul**
Director and Group Chief Financial Officer
3. **Paul Charles Kenny**
Director and CEO
of the Minor Food Group
4. **Patamawalai Ratanapol**
Chief People Officer
and COO of the Minor Food Group
5. **Dillip Rajakarier**
Director and COO
of Minor Hotel Group
6. **John Scott Heinecke**
Vice President
of the Minor Food Group
7. **Michael Binger**
COO of Minor Corporation





Anantara Dhigu Resort & Spa,
Maldives

Although we may have fallen short of our high performance expectations in 2010, we continued to build for the future. Indeed, we did some important things that I believe have set us up for a very good 2011 and beyond. I will highlight some of what we have done.

- We continued with the construction of an Anantara in the Maldives. The Anantara Kihavah Villas opened in February 2011 and it is our first wholly owned resort in the extremely lucrative Maldivian market. Last year, our three 50% owned resorts in the Maldives achieved profit growth despite global economic uncertainty and the disturbances in Thailand. The Anantara Kihavah Villas enhance our position in the Maldives and they will help to drive higher profits in the coming years.

- We continued to build the St. Regis Hotel and Residences in Bangkok which will open in 1Q11. This property, which has one of Bangkok's most prestigious addresses, consists of a 227 room hotel and

53 condominiums. We plan to sell all of the residences over the next three years and quickly realize the value of this location. Although we booked profit from the sale of only 2.5% of total residence inventory in 2010, we expect to book profit from the sale of at least 30% in 2011.

- In 2010, we succeeded again in developing and expanding our own Anantara brand. We signed eight more contracts to manage Anantara branded properties for various owners or investors. With a pipeline of commitments to manage more than 21 new properties, we will begin managing more than six additional properties in 2011. Our hotel management business will achieve its fastest growth ever in 2011. This year, we expect the number of properties we manage but do not own to increase from seven to at least thirteen.

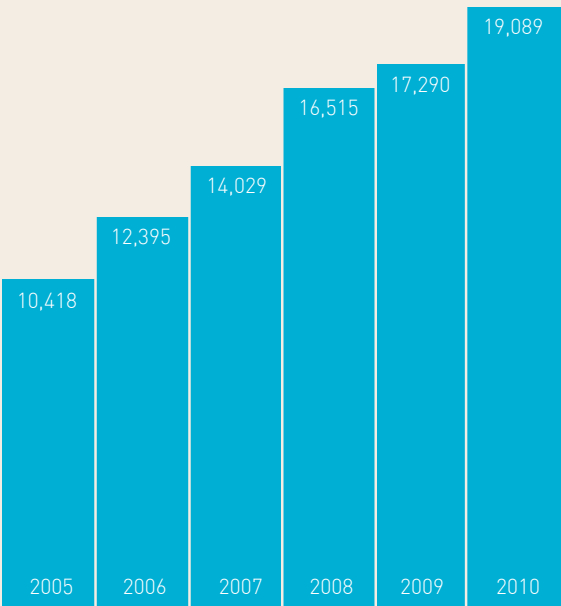
- We leveraged the strength and success of the Anantara brand by launching a timeshare program that provides buyers with a right to stay at one of our



Desert Islands Resort & Spa
by Anantara, Abu Dhabi

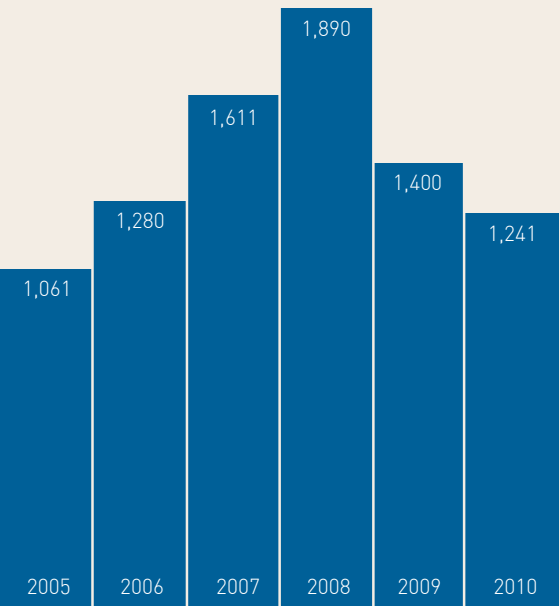
CONSOLIDATED REVENUES

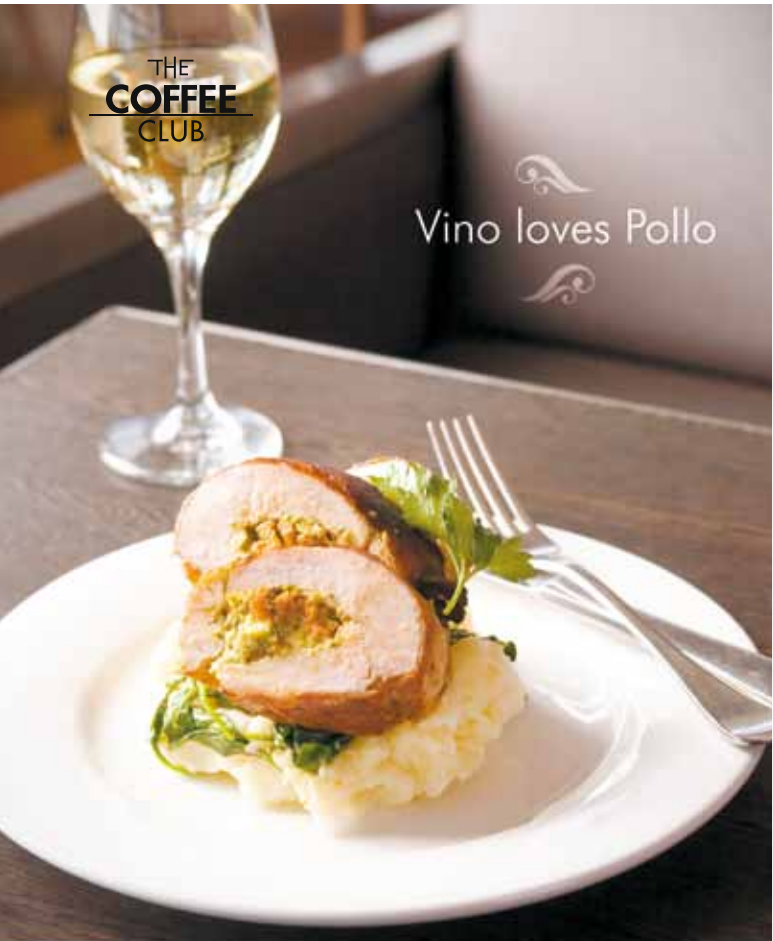
(in Baht million)



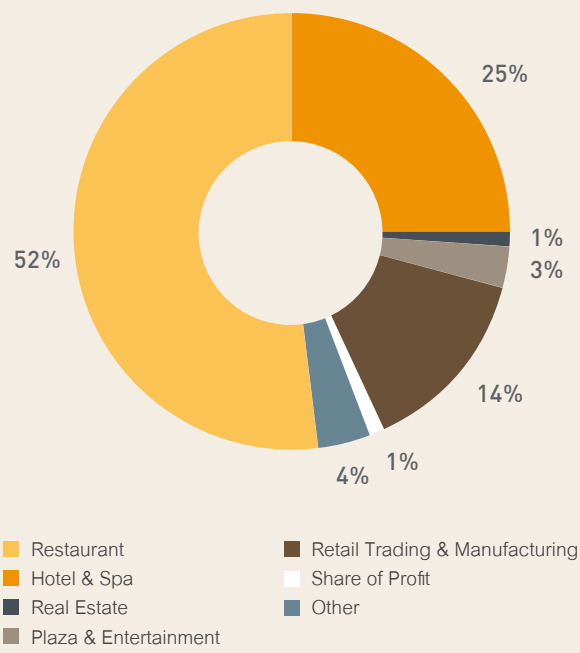
CONSOLIDATED NET PROFIT

(in Baht million)





2010 REVENUE BREAKDOWN



participating Anantara resorts every year. We launched the Anantara Vacation Club in December 2010 and, following the first month of sales, revenues were well above our expectations. We are very excited about this new business and expect that timeshare revenues will soon contribute substantially to the growth of our hospitality profits in the future.

- With impressive same-store sales growth of 4% and a 25% increase in profit, the restaurant group showed that doing the small things right has provided us with a healthy restaurant business that consistently achieves organic growth few companies its size can match.
- In addition to providing our customers with the best food and service in restaurants with great atmosphere, we also followed through on international initiatives that we expect will someday become an



important source of future profits. For example, in 2010, we continued to expand our brands internationally by launching franchised operations in Vietnam and India.

Although the difficulties we faced in 2009 and 2010 are likely to linger, I believe that these accomplishments and others highlighted in this report have helped to position our company for success in both good times and bad. Our core businesses are resilient and healthy and our interest-bearing debt to equity ratio is 1.04x. Our businesses in Thailand, the Maldives, Australia, Singapore and 16 other countries are as healthy as ever and I expect that Minor International will have a very good 2011.

On behalf of our shareholders, I would like to extend thanks to our team of more than 25,000 professionals who are indeed the strength behind our successful brands. Each year, our success is the

result of experienced and responsible people who work with a true passion for expanding our businesses and providing services that exceed customer expectations. They help Minor International persevere in the face of significant challenges while always pushing the Company to be more diverse, dynamic and international. As we look to 2011 and beyond, I have great faith in their ability to take the Minor International to higher levels and achieve greater results in the future.

WILLIAM E. HEINECKE
Chairman and Chief Executive Officer

HOSPITALITY BUSINESS

Sector Overview and Competition,
Performance Highlights and 2011
Development Plans

SECTOR OVERVIEW AND COMPETITION

For another year, the Thai hospitality sector was forced to confront challenges associated with one of the worst financial crisis the world has seen in 100 years. And sadly, it was also affected by social and political issues that were more serious than any Thailand has seen in recent memory. In many ways, the factors that depressed Thai tourism in 2009 were no less severe in 2010.

After the first three months of 2010, it seemed that the Thai tourism industry would quickly recover just as it had following 9/11, SARS and the tsunami. During this time, the global economic outlook improved and Thailand enjoyed several months of relative stability.

However, the situation turned for the worse in early April as economic conditions in Europe worsened and, more importantly, Thailand entered a new round of political protests. This time, anti-government protesters effectively occupied the commercial center of Bangkok for almost two months before ending their protests.

We, along with the rest of the Thai tourism industry, were challenged to offer competitive room rates, respond to guests who are no longer willing to travel long distances and accommodate travellers who book reservations at the last minute. Although there was a 12% increase in the total number of visitors to Thailand, we had less visiting from Europe and North America. We also experienced a drop in visitors from Europe when air travel was disrupted following the eruption of a volcano in Iceland.

DEVELOPMENT OF THE THAI TOURIST MARKET

(Visitors in millions)







PERFORMANCE HIGHLIGHTS AND DEVELOPMENT PLANS

After the first three months of 2010, our hospitality business achieved a 35% year on year increase in profit and it seemed that our hotels had successfully moved on from the economic and political crisis of 2009. However, when political protests in Thailand re-ignited concerns over domestic security in April 2010, our hotel business again suffered. Our Four Seasons Hotel in Bangkok, which is one of our largest hotels, was forced to close for two months during the protests. Over the next nine months, year on year net profit for the hospitality business fell by 72%. For the full twelve months of 2010, profit from our hospitality business was down 33%.

Occupancy rates and average room rates remained flat compared to 2009. Occupancy rates were 52% and average room rates declined slightly by 1%. Again, our property business saw few interested buyers and we sold only one residential property.

Despite the doom and gloom of the last nine months of 2010, our first quarter showed what our

hospitality business can do given more favourable economic and political conditions. We have a growing “system” of 33 company-owned and managed resorts that is diversified across eight countries and further diversified across four key businesses.

These four businesses focus on areas where we think we can create the most value and they include 1) owning our own resorts, 2) managing resorts for others, 3) selling residential properties and 4) selling timeshares.

Company-Owned Resorts

In 2010, our 28 company-owned Anantara, Four Seasons and Marriott resorts had revenues that were down slightly by 1% to Baht 4,399 million. Despite the decline in revenue, most of these resorts were profitable because we continued to manage costs in a difficult business environment.

Our three resorts in the Maldives performed extremely well, achieving a 29% increase in profit while showing how well our hotels can do outside of Thailand where political conditions are relatively stable.

With activity down at some of our resorts, we continued to invest in making improvements to



Qasr Al Sarab Desert Resort
by Anantara, Abu Dhabi

our facilities. Our resorts in Thailand, the Maldives, Sri Lanka, and Tanzania are among the best in the world and our facilities are better than ever. We continue to receive awards from leading travel publications such as Conde Nast Traveller and Travel + Leisure.

In early 2011, we opened an Anantara resort in the Maldives and the St. Regis Hotel and Residences in Bangkok. These two 100% owned properties will contribute to higher sales and profits from the end of 2011.

Hotel Management

Management fees are our fastest growing source of hospitality revenue. We currently manage 13 Anantara properties in four countries including Thailand, the Maldives, Bali and Abu Dhabi. We now have commitments to manage an additional 21 properties and we expect to have more than 30 Anantara resorts in operating in 10 countries by 2015.

In December 2010, we opened one new Anantara resort under a management agreement in the heart of Bangkok. In 2010, fees from this and all of our other hotel properties under management (excluding

extraordinary revenues related to a timeshare property we previously held jointly with Marriott) declined by 8% to Baht 246 million.

2011 will be our best year ever for expanding the hotel management business. In 2011, we expect that six of the properties in our pipeline will complete construction and allow us to finally take responsibility for managing them. With an increase in properties under management, we expect that the fees from these new properties will contribute significantly to growing hospitality group profits.

Over the next few years, the difference between systemwide hotel sales and net hotel revenues will increase. In 2010, for example, sales from company-owned and managed hotels (ie, systemwide sales) increased by 8% to Baht 6,629 million while revenues from company-owned hotels and management fees were Baht 4,645 million.

While we opened one new resort in 2010 and prepared to manage at least thirteen resorts that will open before 2013, we also added to our pipeline of resorts under development. In 2010, we signed eight

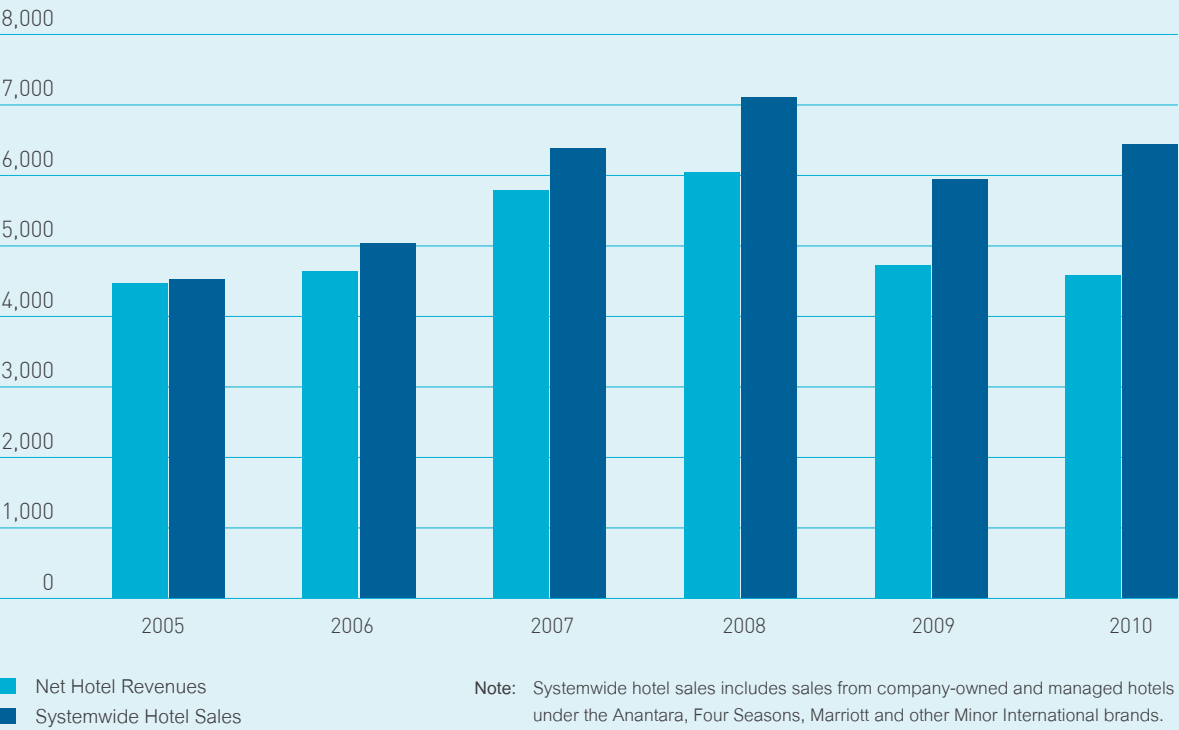


Anantara Lawana Resort & Spa,
Koh Samui



COMPANY-OWNED AND MANAGED HOTEL REVENUES

(in Baht Million)





hotel contracts with different groups of hotel investors who together want us to manage a total of 20 new resorts. These Anantara resorts will be built and opened over the next five years and they will be located in China, the UAE, Vietnam, India, Morocco, Bali and Oman.

Residential Property

Prior to the economic crisis, revenues from residential property sales were very significant. In 2008, for example, residential property sales were Baht 591 million. However, since the beginning of the global economic crisis in late 2008, we have sold only a few residences as interest from potential buyers understandably declined. Over the past two years, revenue from residential property sales has been slightly over Baht 150 million.

Today, we are marketing all of our residential properties to potential buyers whose appetite for investing in luxury residential properties has returned. We have seven villas that are located next to our Four Seasons in Samui and 53 condominiums that are connected to our St. Regis hotel in Bangkok.

We formally launched the effort to sell the residential apartments at the St. Regis in December 2010 and were thrilled with the interest from potential buyers. Although we only booked the sale of one residence in 2010, we expect to book profit from the sale of at least 30% of the St. Regis Residences in 2011.

Timeshare

Given the success of the Anantara brand since it was launched in 2001 and the potential for it to expand by 5 - 10 properties every year for the next five years, we were sure there was a great opportunity for us to offer an Anantara branded timeshare business. We launched the Anantara Vacation Club in December 2010 and thus allowed investors to lock in future holiday costs at today's values while choosing when, where, how often, how long and how many times to experience Anantara holidays.

In just the first month following its launch, the response to Anantara Vacation Club was far better than we had expected. We sold three times more than we had budgeted at prices that were 50% higher. For the remainder of 2011 and beyond, we will continue to expand the Anantara Vacation Club and it will quickly become an integral part of our expanding hospitality business.



RECENT AWARDS FOR MINOR INTERNATIONAL HOTELS



WORLD'S BEST, 2010

- Anantara Golden Triangle, Chiang Rai
- Four Seasons, Bangkok
- Four Seasons, Chiang Mai
- JW Marriott, Phuket

WORLD'S BEST SPAS, 2010

- Anantara Golden Triangle, Chiang Rai
- Four Seasons, Chiang Mai
- JW Marriott, Phuket

T+L 500, 2010

- Anantara Golden Triangle, Chiang Rai
- Anantara, Hua Hin
- Anantara, Koh Samui
- Anantara Dhigu, Maldives
- Four Seasons, Bangkok
- Four Seasons, Chiang Mai
- Four Seasons, Chiang Rai
- JW Marriott, Phuket



GOLD LIST, 2011

- Four Seasons, Chiang Rai
- Four Seasons, Chiang Mai

GOLD LIST, 2010

- Desert Islands Resort & Spa by Anantara, Abu Dhabi
- Four Seasons, Chiang Rai
- Four Seasons, Koh Samui
- Four Seasons, Chiang Mai
- Four Seasons, Bangkok
- JW Marriott, Phuket

READER'S CHOICE, 2009 AND 2010

- Anantara Golden Triangle, Chiang Rai
- Anantara, Phuket
- Anantara, Hua Hin
- Four Seasons, Chiang Rai, #1 in World and #1 in Asia
- Four Seasons, Chiang Mai
- Four Seasons, Bangkok
- JW Marriott, Phuket



Stunning views over Bangkok
from the top of the St. Regis



Anantara Dhigu Resort & Spa,
Maldives

EXISTING PORTFOLIO OF HOTELS

Country	Hotel	2009	2010	2011F	2012F	2013F	2014F
Thailand	Four Seasons Hotel Bangkok	354	354	354	354	354	354
Thailand	Four Seasons Resort Chiang Mai	76	76	76	76	76	76
Thailand	Four Seasons Tented Camp Chiang Rai	15	15	15	15	15	15
Thailand	Four Seasons Resort Koh Samui	60	60	60	60	60	60
Thailand	JW Marriott Phuket Resort & Spa	265	265	265	265	265	265
Thailand	Bangkok Marriott Resort & Spa	413	413	413	413	413	413
Thailand	Pattaya Marriott Resort & Spa	296	298	298	298	298	298
Thailand	Hua Hin Marriott Resort & Spa	219	219	219	219	219	219
Thailand	Anantara Hua Hin Resort & Spa	187	187	187	187	187	187
Thailand	Anantara Golden Triangle Resort & Spa	77	77	77	77	77	77
Thailand	Anantara Koh Samui Resort & Spa	106	106	106	106	106	106
Thailand	Anantara Phuket Resort & Spa	83	83	83	83	83	83
Sri Lanka	Kani Lanka		105	105	105	105	105
Total Rooms - Own Equity		2,151	2,258	2,258	2,258	2,258	2,258
Vietnam	Harbour View Hotel	122	122	122	122	122	122
Maldives	Anantara Veligandu, Maldives	50	50	50	50	50	50
Maldives	Anantara Dhigufinolhu, Maldives	110	110	110	110	110	110
Maldives	Naladhu Resort, Maldives	19	19	19	19	19	19
Sri Lanka	Hotel Serendib	90	90	90	90	90	90
Sri Lanka	Club Hotel Dolphin	146	146	146	146	146	146
Sri Lanka	Hotel Sigiriya	79	79	79	79	79	79
Tanzania	Arusha Coffee Lodge	18	18	18	18	18	18
Tanzania	Serengeti Migration Camp	20	20	20	20	20	20
Tanzania	Tarangire Tree Top	20	20	20	20	20	20
Tanzania	The Manor at Ngorongoro	20	20	20	20	20	20
Tanzania	AfroChic Retreat	20	20	20	20	20	20
Tanzania	Kilindi		19	19	19	19	19
Total Rooms - Joint Venture		714	733	733	733	733	733
Thailand	Anantara Sikao Resort & Spa	138	138	138	138	138	138
Thailand	Baan Rajprasong, Bangkok	97	97	97	97	97	97
Thailand	Anantara Lawana	122	122	122	122	122	122
Thailand	Anantara Sathorn		436	436	436	436	436
Indonesia	Anantara Seminyak, Bali	60	60	60	60	60	60
UAE	Desert Islands Resort & Spa by Anantara, Abu Dhabi	64	64	64	64	64	64
UAE	Qasr Al Sarab Desert Resort & Spa by Anantara, Abu Dhabi	206	206	206	206	206	206
Total Rooms - Management Contract		687	1,123	1,123	1,123	1,123	1,123
Total Number of Rooms		3,552	4,114	4,114	4,114	4,114	4,114

HOTEL PIPELINE EXPANSION

Country	Hotel	2009	2010	2011F	2012F	2013F	2014F
Maldives	Anantara Kihavah Huravalhu, Baa Atoll			78	78	78	78
Thailand	St. Regis Hotel & Residence			227	227	227	227
Sri Lanka	Anantara Sri Lanka				125	125	125
Total Rooms - Own Equity		-	-	298	430	430	430
Tanzania	Masai Mara Camp			12	12	12	12
Tanzania	Amboseli Camp			12	12	12	12
Tanzania	Marula Manor			16	16	16	16
Tanzania	Serengethi Migration Camp Explorer			8	8	8	8
Total Rooms - Joint Venture		-	-	48	48	48	48
China	Anantara Xishuangbanna			103	103	103	103
Indonesia	Anantara Uluwatu, Bali			77	77	77	77
Thailand	Anantara Pha-ngan			44	64	64	64
Vietnam	Anantara Mui ne			89	89	89	89
UAE	Anantara Al Yamm			30	30	30	30
UAE	Anantara Al Sahael			30	30	30	30
Oman	Anantara Al Madina A'Zarqua, Blue City				122	122	122
China	Anantara Sanya				122	122	122
India	Anantara Chennai				130	130	130
Maritius	Anantara La Cambuse				170	170	170
India	Anantara Wayanad					95	95
China	Anantara Chongqing					130	130
China	Anantara Chengdu					163	163
Total Rooms - Management Contract		-	-	373	937	1,325	1,325
Total Number of Rooms		-	-	719	1,415	1,803	1,803

RESIDENTIAL PROPERTY

Country	Hotel	2010	2011F	2012F	2013F	2014F
Thailand	Samui Residence	14	14	14	14	14
Thailand	St. Regis Residence	-	53	53	53	53
Total Properties - Residence		14	67	67	67	67

TIMESHARE PROPERTY

Country	Hotel	2010	2011F	2012F	2013F	2014F
Various	Various	24	55	123	198	279
Total Rooms - Timeshare		24	55	123	198	279

RESTAURANT BUSINESS

Sector Overview and Competition,
Performance Highlights and 2011
Development Plans

SECTOR OVERVIEW AND COMPETITION

2010 was a challenging year for the Thai food service industry. We estimate that industry wide same store sales growth was 1% and that the addition of new restaurant outlets resulted in total sales growth of approximately 5%.

In 2010, the hamburger/sandwich category was the fastest growing food segment. The chicken segment continued to be the largest QSR category in Thailand followed by pizza and then light foods which include ice cream, donuts and coffee.

For 2011, we expect that total sales growth will be 8% with industry wide same store sales growth of 3%.

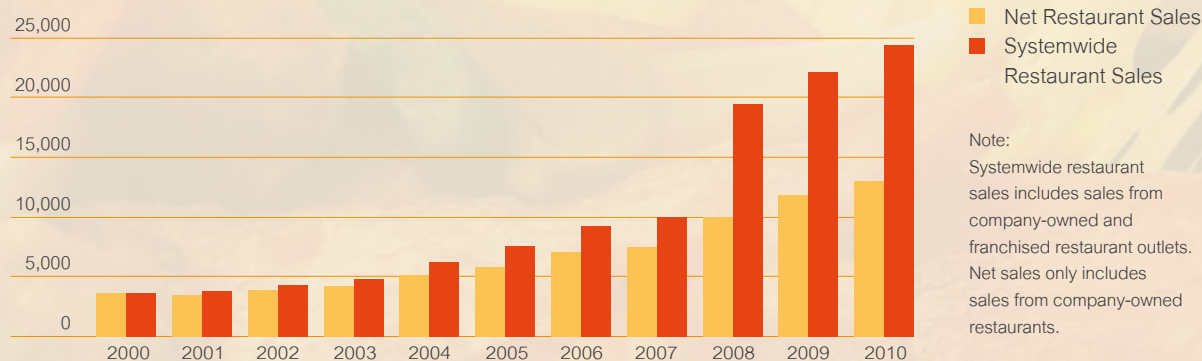
COMPARATIVE MARKET SHARE IN THAI QSR MARKET

Revenue (Baht Million)	2008		2009		2010	
	Revenue	(%)	Revenue	(%)	Revenue	(%)
Chicken	7,793	29.5	7,907	28.6	8,545	29.2
Hamburger	4,245	16.1	4,731	17.1	4,965	17.0
Pizza	5,153	19.5	5,405	19.6	5,706	19.5
Ice Cream	3,480	13.2	3,689	13.4	3,903	13.3
Others (incl Sizzler)	5,741	21.7	5,873	21.3	6,129	21.0
Total Market	26,411	100.0	27,605	100.0	29,249	100.0
MFG PCL	8,547	32.4	9,171	33.2	9,810	33.3

Source: Ministry of Commerce and industry estimates, MFG sales includes its own domestic franchisees.

MINOR FOOD GROUP REVENUES

(in Baht Million)







PERFORMANCE HIGHLIGHTS AND DEVELOPMENT PLANS

While many of our hotel customers were reluctant to spend on travel in 2010, we saw an increase in demand at our quick-serve, fast-casual restaurants. Although our wholly-owned restaurant company, the Minor Food Group, has historically grown at a somewhat slower pace than our hotel business, it has always been more stable and less sensitive to factors that affect the travel and hospitality industry. In 2010, the Food Group had revenues increase by 4% to Baht 10,459 million and net profit increased by 25%. It was another great year for the Food Group.

The fact that this growth was primarily organic makes it even more impressive. Very little of the Food Group's growth in 2010 came from extraordinary events such as an acquisition or the franchise of an additional market. Although the Food Group would have liked to have closed a few "big deals" in 2010, we are delighted to know that a business this size can still achieve such growth simply by focusing on the fundamentals.

To grow so substantially without the aid of an acquisition implies that we must be doing the things that regularly produce 100% customer satisfaction. From serving customers at the table to working in partnership with our suppliers to putting just the right amount of cheese on a pizza or milk in a flat white, we must be doing something right. In 2010, same store sales growth was 3.7% and our profit margin increased from 5.3% to 6.3%.

Our 761 restaurants in Thailand achieved a 65% increase in profit with all of our brands performing well especially the Pizza Company and Dairy Queen. Our factory, which supplies ice cream and cheese to our outlets as well as third parties, found production efficiencies which also helped to produce higher profits in Thailand. At the same time, our international restaurant business performed well with improvements in China and a 31% increase in profit at our Coffee Club business in Australia.

Today, we have 1,148 restaurants in Thailand, Singapore, Australia and 12 other countries that operate under a diverse portfolio of 10 brands. Among our brands, the Pizza Company, Swensen's, Thai Express and the Coffee Club provide us with the best opportunity



to expand and create value. We are able to develop these brands anywhere in the world as company-owned outlets or as franchises.

Indeed, our restaurant system, which currently includes 685 company owned and 463 franchised outlets, continues to grow. In 2010, we added 36 new outlets and “system wide” sales increased by 10% to Baht 24,142 million.

Thailand

Thailand continues to be our largest market and its contribution to total Food Group profit increased from 42% to 46% in 2010. With more than 761 restaurants operating under the Pizza Company, Swensen's, Sizzler, Dairy Queen, Burger King and the Coffee Club brands, we account for more than 30% share of the Thai western quick serve restaurant market. In 2010, our restaurant business in Thailand achieved an 8% increase in overall sales with comparable same store sales growth of 5% and the addition of 27 outlets.

At the end of 2010, the Pizza Company brand had 210 outlets in Thailand of which 155 were company-owned and 55 were franchised. These outlets combined

to help the Pizza Company in Thailand achieve a 47% increase in 2010 operating profit. Indeed, it was a great year for the Pizza Company as it accounted for almost 30% of Thailand's 65% increase in profit.

Our other brands in Thailand including Swensen's, Sizzler and Dairy Queen all performed well with operating profit increasing by 9%, 19% and 57%, respectively. Of these brands, we believe that Dairy Queen has the greatest potential to expand beyond the 243 company-owned outlets we currently have in Thailand. Over the next five years, we expect that the number of Dairy Queen outlets in Thailand will double as we begin to franchise this brand from 2011.

While Food Group remains strong and very profitable in Thailand, its potential to expand internationally is, in many ways, where we see the greatest opportunity. In addition to the outlets in Thailand, we have 387 outlets operating internationally. In Australia and Singapore, we own 50% of the Coffee Club and 70% of Thai Express, respectively and we also have 53 Pizza Company and Swensen's outlets operating in 9 countries across the Middle East, India, China and Southeast Asia.



Singapore

Thai Express, of which we own a 70% stake, continues to be one of Singapore's largest and most successful restaurant companies. With only 60 company-owned and 11 franchised outlets, Thai Express accounted for 25% of the Food Group's profit. 2010, however, was a difficult year for Thai Express as an increase in retail centers flooded the Singapore market with hundreds of new restaurants. As a result, Thai Express' profits fell by 23% in 2010.

Throughout 2010, our management team responded correctly to the increase in competition by focusing more carefully on customer satisfaction and everything that drives it. Thanks to this, our performance in the last quarter of 2010 was far stronger than the previous three quarters and 2011 should be a good year for Thai Express. In 2011, we are projecting 10% profit growth with strong performance in Singapore and some growth internationally. Over the next 12 months, we expect to launch Thai Express in Beijing and several other markets.

Australia

The Coffee Club has performed extremely well since we acquired our 50% stake in early 2008. In the three years since our acquisition, the Coffee Club's profits have increased by 227%. Last year, the Coffee Club achieved a 34% increase in profit and accounted for 14% of the Food Group's overall profit. At the end of 2010, there were 257 outlets in Australia and New Zealand and 5 outlets in Thailand. In 2010, we signed a master franchise agreement for the development of outlets in Guangzhou, China.

Other Markets

With the exception of Thailand, Singapore, Australia and Beijing, where we have company-owned outlets, we continue to explore ways to expand internationally through acquisitions and franchising. Our acquisitions of The Coffee Club and Thai Express have helped to increase the profitability of the Food Group by almost 40% while also transforming it into a more diverse and more international company. We will continue to pursue acquisitions such as these while, at the same time, expanding our core Pizza Company, Swensen's, the Coffee Club and Thai Express brands internationally through franchising. Our franchise in Guangzhou opened their first outlet in February 2011.



MFG SYSTEM-WIDE OUTLET DEVELOPMENT PROGRAM

Number of Outlets	2008	2009	2010	2011F	2012F	2013F
Equity	645	682	685	707	705	726
The Pizza Company	173	171	169	185	219	238
Swensen's	113	114	112	117	122	125
Sizzler	36	42	44	48	48	52
Dairy Queen	219	233	243	235	166	150
Burger King	22	23	26	29	31	33
The Coffee Club*	11	17	19	24	26	30
Thai Express*	47	61	60	55	66	71
Others**	24	21	12	14	27	27
Franchise	398	430	463	611	817	996
The Pizza Company	70	73	79	106	146	191
Swensen's	109	116	130	169	199	247
Sizzler	-	-	-	-	-	-
Dairy Queen	-	-	-	42	150	200
The Coffee Club*	203	224	243	282	302	328
Thai Express*	14	17	11	12	20	30
Others**	2	-	-	-	-	-
Total Outlets	1,043	1,112	1,148	1,318	1,522	1,722

Number of Outlets	2008	2009	2010	2011F	2012F	2013F
Domestic	704	733	761	833	891	949
• Equity	560	581	591	605	559	556
• Franchise	144	152	170	228	332	393
International	339	379	387	485	631	773
• Equity	85	101	94	102	146	170
• Franchise	254	278	293	383	485	603
Total Outlets	1,043	1,112	1,148	1,318	1,522	1,722

Note: F = Forecast number

* In 2008, MINT acquired 50% stake of The Coffee Club and 70% stake of Thai Express.

** Other including restaurant operator at airport.

RETAIL BUSINESS

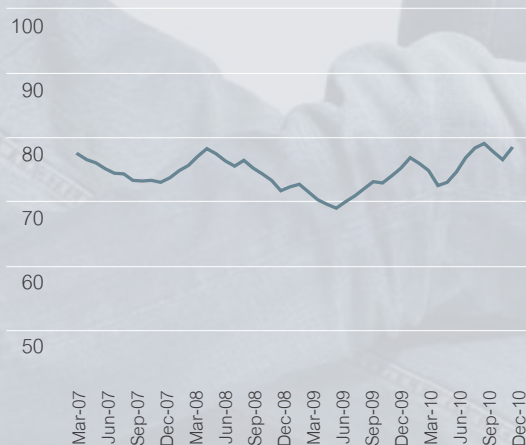
Sector Overview and Competition,
Performance Highlights and 2011
Development Plans

SECTOR OVERVIEW AND COMPETITION

2010 was another challenging year for Thai retail and manufacturing. With declining consumer confidence, global economic uncertainty and violent demonstrations in Bangkok, Thailand's retailers and consumer goods manufacturers faced another very tough year.

CONSUMER CONFIDENCE INDEX

Millions of USD



IMPORT OF CONSUMER GOODS AT CONSTANT PRICE

(Baht Million)



Source: Thai Chamber of Commerce University, Bank of Thailand



GAP



The market remained competitive as retailers tried to reduce inventories and entice consumers with promotional activities and discounts. Promotional activities at department stores were up again in 2010 with more pressure placed on branded store retailers. At the same time, luxury and upper mid-priced brands continued to provide discounts in response to price sensitive consumers and inventory pressures.

During 2010, GAP was the only major brand to enter the Thai market and no major brands exited. For the most part, the competitive landscape remained largely unchanged. Most retail brands continued to expand during 2010 in order to follow the development of new and renovated shopping malls.

As such, Minor's key competitors in both fashion and cosmetics continue to invest in the Thai market.

PERFORMANCE HIGHLIGHTS AND DEVELOPMENT PLANS

Our wholly-owned retail business, Minor Corporation, is one of Thailand's leading lifestyle brand distributors and contract manufacturers. In 2010, Minor International booked Baht 48 million in profit from Minor Corporation. It sells fashion and cosmetics brands such as Gap, Esprit, Bossini, Charles & Keith, Tumi, Red Earth and Bloom and makes household products for some of the world's largest fast moving consumer goods (FMCG) companies.

The lifestyle fashion and cosmetics sales and distribution business experienced a 4% increase in sales partly due to our efforts to successfully launch Gap in Thailand. Despite the political situation which forced the closure of key shopping malls in central Bangkok, our fashion brands experienced comparable growth rates between 11% and 23%. This is a result of upgrades to our store concepts and a more targeted product offering. We have successfully repositioned Esprit and Charles & Keith as well as Red Earth with new retail formats, all of which responded with strong sales growth. At the same time, we significantly reduced our inventory levels during 2010.



Our contract manufacturing business, NMT Limited, struggled in 2010 with a 15% decline in sales, as our FMCG customers, especially those supplying the North American market, continued to delay or reduce production orders due to uncertain economic conditions and declining consumer demand.

We expect that 2011 will be another challenging year and we will work to strengthen our existing business by focusing on selected store expansion, especially for Gap, Charles & Keith and Esprit. We will focus on increasing comparable sales growth,

reducing costs, and improving space productivity. We will strengthen our manufacturing operations by reducing costs, improving productivity and expanding businesses with existing and new customers.

Finally, we will continue to introduce new concepts into the Thai market with an emphasis on fashion apparel and cosmetics. After our success in launching Gap last year, we are hoping to expand our brands further in the region while also acquiring additional brands.

RETAIL POINTS OF SALE

Number of Outlets	2007	2008	2009	2010	2010 vs 2009
Esprit	97	101	102	93	-9
Bossini	63	73	73	69	-4
Timberland	21	22	12	0	-12
Tumi	7	8	6	5	-1
Charles & Keith	19	19	22	17	-5
GAP				3	3
Total - Fashion	212	224	215	187	-28
Red Earth	37	32	28	20	-8
Bloom	18	15	14	15	1
Laneige	17	14	13	13	0
Smashbox	2	4	4	6	2
Total Cosmetics	74	65	59	54	-5
Other (Zwilling J.A. Henckels)	30	22	18	17	-1
Grand Total	316	311	292	258	-34

CORPORATE SOCIAL RESPONSIBILITY

“Minor Corporate Social Responsibility is blended into all **Minor business decisions and day to day activities. It is a fundamental part of Minor’s DNA.**

Minor’s CSR responsibility to all stakeholders is to deliver 100% satisfaction.

With this commitment, we believe in good corporate governance and transparency through high quality products and services.

We care for our employees and develop them as our greatest asset.

We voluntarily engage in community development at all our business locations.

We care for our local and global environment.

Our focus is to “Develop Human Capital at all levels” because Corporate Social Responsibility is all about the quality of people.

Our employees manage our businesses with Minor Passion to achieve three objectives including “Profit, People, and Planet”.

We believe that sustainable business development comes through our Minor CSR Philosophy:

MY PEOPLE ... MY PLANET ... MINOR

WILLIAM E. HEINECKE

Chairman and Chief Executive Officer



MY PEOPLE

We believe that “human capital” is the most important factor supporting national competitiveness and well-being. Minor works in partnership with various government agencies such as the Ministry of Social Development and Human Security, the Ministry of Education, the National Council for Child and Youth Development and the Office of The National Economic and Social Development Board in the development of national strategies and policies with a focus on “children & youth development”. We support “People Development” at all levels.

At the grassroots level, we help students in disadvantaged schools develop basic learning ability through a program called “Life Value, Life Style, and Life Skill.”

Our Wat Bot School Project is a program that Minor volunteers developed together with monks, teachers and students. Our support for this program ranges from building recreational areas to renovating

dormitories and school facilities. We also partner with Non-Governmental Organizations (“NGOs”) and academic professionals to create programs that help children realize and develop their own potential through sports, music, art and agriculture.

At the Baanongkham School in Prachaup Khiri Khan province, we created a child friendly library and involved children in its design. This child learning center has become a model library as recognized by the Ministry of Education. We also support the development of English literacy and computer classes. This school received a number of awards for both English and IT literacy.

At the Huybong School in Utai Thani province, Minor volunteers spent one full day turning an old school into a modern learning center. Minor volunteers renovated kindergarten spaces and classrooms as well as the school hall, cafeteria and playground. We also provided computers and other equipment to enhance learning. The school is the only school in the area to meet Ministry of Education standards and it has won several awards for education quality and environment.



At the standard education level, we are committed to improving education quality and opportunity for underprivileged children.

Our Roy E. Heinecke Foundation supports less fortunate children of all ages throughout the country who have outstanding records of performance. Each year, the foundation gives scholarships to 449 students. These scholarships support their education from an early learning stage through graduation. In return, students are asked to support projects in their own communities. Since 2000, the foundation has supported thousands of children and many have graduated to earn professional degrees.

Our Book Club Campaign promotes children's reading habits. For almost 10 years, Minor volunteers have worked with the Ministry of Education in developing child learning through reading. Teachers, parents and children are encouraged to read and together collect Book Club stamps. Once they collect

enough stamps, they can win opportunities to eat for free at some of our restaurants. This year, 40,000 students from 200 schools participated in this campaign.

Our English Literacy Campaign with Time Life Books promotes children's ability to communicate in English. We also work with schools throughout the country as volunteer teachers and we donate books.

At the university and vocational school levels, we provide technical scholarships and assistance for students interested in professional degrees. Our professional employees volunteer and teach in schools and universities.

Our Minor Student Working Program is more than 20 years old and it creates part-time job opportunities for students. Minor hires part-time employees and provides them with opportunities to participate in programs such as Talent Development



and Skill Training. These programs focus on developing the skills students need to get jobs in the food and service industries. They also instill positive family and social values in children. We were the first company in Thailand to instigate this Part-Time Youth Employee System.

Our Co-Development Curriculum with Suan Dusit Rajabhat University encourages Minor professionals to work with teachers and share knowledge and best practices. In this program, Minor professionals volunteer to teach classes and students are given an opportunity earn class credit by working in one of our many restaurants, hotels or retail shops. Students gain hands on experience and a chance to participate in training programs and skill competitions. Every year, Minor volunteers help graduate students from Rajabhat Universities prepare themselves to join the work force through our University Exit Orientation program.

At the business level, people development is the central part of our own corporate/business strategy as we know that we must be a learning organization in order to succeed. Every year, we invest in people development through training courses, on-the-job training, academic road shows and talent competitions. We also provide our employees with opportunities to grow within the organization as well as opportunities to volunteer through company CSR programs.

Our Minor CSR Club is the platform where Minor employees are given opportunities to volunteer. Recently, we organized a CSR Day to promote CSR Knowledge and the Minor CSR Club.



MY PLANET

We are working to promote greener behavior in our businesses and in our communities. This year, our hotels have won awards for environmental conservation such as Green Leaf and Green Globe.

With “sustainable development” in mind, the Minor Group cares deeply about the community and the environment. We encourage our employees and customers to be concerned about environmental protection through a “rethink, reduce, reuse and recycle” life style. We also continuously contribute to animal and wildlife conservation in ecosystems where we operate.

Environmental preservation at Anantara hotels: Our Anantara Hotel Group has a number of on-going environmental programs and is drawing up new strategies to conserve energy, reduce waste, boost wildlife and enhance its participation in local communities. All Anantara resorts have effective

recycling, energy-conservation and waste management programs. Anantara also works with local communities to ensure that people visit in a way that considers the needs of the community and the environment. This year, Anantara will complete an audit of all the measures that are currently being undertaken at its resorts and identify new ways to preserve the environment.

Our Golden Triangle Elephant Foundation in Chiang Rai: This ongoing project offers sanctuary to animals that were being used by poor families to beg on the streets of Thailand’s major cities. Since the ban on logging in Thailand came into effect in 1989, few Thai elephants and their owners (mahouts) have a legitimate purpose. When a mahout is persuaded to bring his elephant to our elephant camp in Chiang Rai, he is usually accompanied by his entire family. Life improves markedly for both the elephant and the family from the moment they arrive. The elephant gets a safe place to stay plus



food, shelter and insurance. The mahout and his family get food, housing, medical insurance and schooling for the children. Earlier this year, our camp in Chiang Rai started a cottage industry so that the wives of the mahouts could also earn income. They weave ethnic textiles that are then sold at the hotel gift shop with the women keeping 100% of the profit.

We also organize an annual elephant polo event in Chiang Rai which raises funds that are used to support the health of elephants. The local community also benefits greatly from this event as it supports local tourism. In addition, elephant fodder is purchased regularly from local farmers (each elephant eats 10% of its body weight per day) and six local men have been recruited to train as mahouts.

Our Mai Khao Marine Turtle Foundation in Phuket provides support for the protection of sea turtles and the environment in which they live. By working closely with local communities, the foundation sponsors activities and events that increase the environmental

awareness of tourists, government agencies and communities. We also support sea turtle research and a sea turtle hatchery near our hotels in Phuket. Every year, Minor invites students from schools in Phuket to learn about marine ecology as well as turtle and ocean reef conservation. We also organize several community activities such as Mai Khao Turtle Mini Marathon to raise funds to support the Phuket Marine Biological Center's turtle rescue and rehabilitation program. We also organize Mai Khao Beach and Reef Cleaning Day which encourages the community, hotel guests, divers, children and Minor volunteers to pick up waste and garbage from the beach and underwater reefs. We also host the annual Turtle Release Event which releases young turtles back to the ocean.



MINOR

Our responsibilities as a corporate citizen are sincerely reflected in our actions and in everything we do. We are conscious of our responsibilities and factor them into all of our business decisions by requiring high standards, codes of conduct, monitoring systems and continuous improvement programs. In our view, corporate social responsibility extends beyond ad hoc philanthropy and is an integral part of our corporate values and corporate culture.

Since the Minor Group was established, we have set high standards for corporate governance while contributing to a variety of social development programs that focus on education, environment, health, and community development. Every business unit, restaurant, hotel, retail outlet and employee is encouraged to act and contribute as a good corporate citizen.

Volunteering is an important part of Minor culture. We encourage our employees to actively volunteer and support the communities where they serve. At the

same time, our internal training programs are designed to remind them that our mission is to provide 100% satisfaction to all stakeholders including Customers, Shareholders, Employees, the Community, and the Environment.

Minor Founder's Day, which occurs every June 4th, allows employees to take a day off to support the charity of their own choice. Every year, the Minor CSR Club selects a charity, a disadvantaged school or a community and encourages all Minor employees to spend a day working as a volunteer. We try to integrate a "Volunteer Spirit" to day to day work and all corporate events such as HR training, corporate outings, team building, marketing events, etc.

Many of Minor's individual business units independently contribute to the communities where they operate. For example, The Coffee Club is a major supporter of the Children's Hospitals of Australia. Our Four Seasons in Bangkok started Bangkok's annual Terry Fox Run 14 years ago and joined with all of our other Four Seasons Resorts in Thailand to



sponsor a Cancer Care Run to benefit the Queen Sirikit Center for Breast Cancer. Our Marriott Resorts incorporate our own corporate values and culture while also following Marriott's own Spirit to Serve philosophy. All of our resorts and restaurants sponsor their own events and endeavor to support the communities where they operate.

Since 2007, we appointed a Vice President of Corporate Social Responsibility and he is responsible for helping us better internalize good corporate values, formulate CSR as part of our long term strategy and enhance our abilities to promote sustainable development.

CSR AND SUSTAINABLE DEVELOPMENT IN 2010

Performance and Recognition: This year, Minor was recognized in the area of CSR by several organizations and national events.

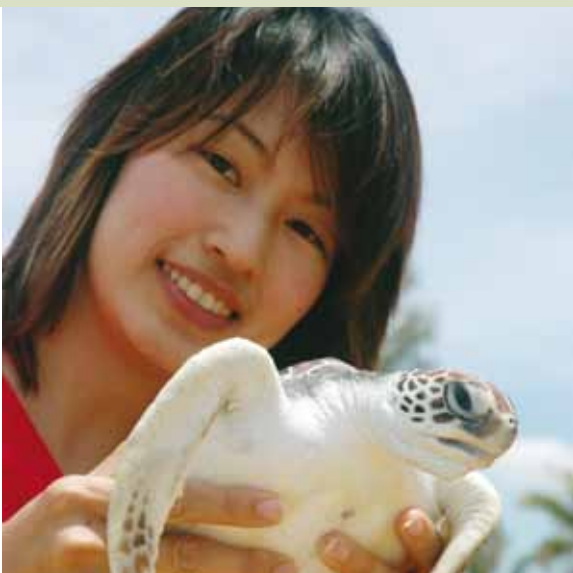
Among 475 leading listed companies in the Stock Exchange of Thailand, Minor was one of five companies with a market capitalization greater than Baht 10 billion to receive the Corporate Social Responsibility Award.

The American Chamber of Commerce awarded us with the "AMCHAM Corporate Social Responsibility Excellence Recognition for 2010" for meeting business objectives and social needs while creating economic benefit and social gain.

In 2010, Thailand Convention & Exhibition Bureau (TCEB) selected Minor as the role model and presenter for their campaign "Go Green" and "Green Meeting" which promotes greener behavior among MICE businesses.

MINOR'S CSR ACTIVITIES IN 2010

Partnership and Collaboration: In 2010, Minor integrated the "Minor CSR Volunteer Spirit" into all business units in order to make a greater



impact, and more importantly, to align CSR activities across all business units.

Our Together with Love Campaign. In October 2010, Minor organized the “Together with Love” campaign in response to the worst flood disaster Thailand has seen in decades. More than 40 provinces were severely damaged and more than two million households and five million people were affected by the flooding. Minor Group responded quickly by supplying basic necessities and survival sets for affected people in remote communities. Minor Group’s employees volunteered, the company made direct financial donations and our restaurant outlets, hotels and lifestyle shops raised funding from customers and employees to help the flood victims. Minor employees volunteered to pack and deliver supplies through several disaster relief organizations. As part of our long term mission, this “Together with Love” campaign will be our symbol for providing direct help to people in need going forward.

Raising the Bar in CSR, Transforming Business in Thailand: In 2010, Minor partnered with like minded companies to encourage the general public, business community, government agencies and non-profit organizations to promote higher standards of social responsibility. This year, Minor, together with leading listed companies under the CSR Club of the Stock Exchange of Thailand, promoted a variety of CSR activities. In November, the CSR Club, and the Thai Listed Companies Association organized a “National CSR Event” to promote best practices in CSR and to share CSR knowledge and experience with other corporations.

We also take part in developing new national CSR policies. We promote CSR at country and ASEAN levels as a member of the CSR committee under the Ministry of Social Development and Human Security.

We will continue to participate in many of these on-going programs and events while participating in new initiatives that support the communities where we work.



Financial Statements

Minor International Public Company Limited

Report of the Board of Directors' Responsibilities for Financial Statements

The Board of Directors of Minor International Public Company Limited is responsible for the financial statements of the Company and subsidiaries which have been prepared in accordance with generally accepted accounting standards in Thailand. The policies pursued are deemed appropriate and applied consistently with adequate disclosure of important information in the notes to the financial statements.

The Board has appointed an Audit Committee comprising three independent members to provide effective oversight of finances and the internal control system to ensure that accounting records are accurate, complete and timely, to prevent fraud and materially irregular operations. The views of the Audit Committee are reported in the Committee's report in this annual report.

The Board is confident that the internal control system of Minor International Public Company Limited and subsidiaries presents the financial position, results, operations, and cash flow accurately.



William E. Heinecke
Chairman of the Board of Director

Report of the Audit Committee

Composition of the Audit Committee

The Audit Committee of Minor International Public Company Limited is composed of three independent directors. The Company's Chief Financial Officer, the Internal Audit Director, and the Corporate Secretary serve as ex-officio members.

Audit Committee's principal responsibilities

The Audit Committee examines all matters relating to the financial status of the Company, and its internal and external audits. It promotes good corporate governance by actively creating awareness and providing advice to management on risk management, appropriate internal control practices and other related activities of the Company in compliance with the rules and regulations of the Stock Exchange of Thailand.

The Audit Committee met independently with the management and the internal and external auditors of the Company, conducted reviews and evaluations of accounting policies, the procedures relative to the accounting policies, the internal control assessment, and the audit plan. The Audit Committee also verified and accepted the consolidated financial statements for every quarter-end and provided assessments and recommendations to the Board of Directors. The Audit Committee is fully committed to ensure that corrective and preventive actions are taken in an effective and timely manner. The Board of Directors following the review and recommendations of the Audit Committee approved the policy and reports for related party transactions.

The Internal Audit Department serves to identify and verify business risks and control weaknesses within the Company by carrying out systematic audit activities across the Company and its subsidiaries. The reports on compliance with internal control practices and procedures were discussed with the relevant management teams to incorporate their agreed action plans and submitted to senior management and the Audit Committee.

The Internal Audit function serves as a facilitator and change management agent to improve Company's risk management awareness through audit projects, post-audit follow up, and implementation of a risk management self assessment system. The team also works closely with Human Resource Divisions to ensure that staff development programs include corporate culture and risk management training utilizing existing Code of Conduct guidelines.

The Audit Committee's principal activities during the year

In 2010, the Committee's principal activities including the following matters:

1. Approved quarterly financial statement and reviewed full year financial statements, and provided assessments and recommendations to the Board of Directors.
2. Reviewed accomplishments of the Company with respect to the performance effectiveness especially performance of new project operations and highlighted major concerns of overseas subsidiaries.
3. Consideration of the Group's IT project updates and related risks including the implementation of the Oracle Project, and post-implementation problem solving.
4. Acknowledged the Company's risk management profile, and the appropriateness of its mitigation plans.
5. Reviewed investment updates, and helped formulate risk weighted evaluation criteria for future investments.
6. Approved contracts for outsourcing internal audits in Australia, Singapore and China, and the appointment of KPMG to strengthen the internal audit planning of the Company.

7. Reviewed management's plan for the transition to International Financial Reporting Standard (IFRS). This included the assurance that the transition plan demonstrated clear understanding of the changes, identified key conversion activities, the time table, the resources required, and training of all staff affected by the transition. The Company appointed KPMG to be the implementation consultant to assist with the IFRS transition process. The status of the IFRS transition plan was updated to the Audit Committee every quarter.
8. The minutes of the Audit Committee Meetings were sent to the Board of Directors for acknowledgement. Major issues were discussed in the Board of Director meetings.

The Audit Committee provided the following opinions:

1. The Company's financial reports are accurate, complete and reliable.
2. The Company's assets are appropriately safeguarded, proper accounting records are maintained, and resources are effectively and efficiently utilized.
3. The Company complied with the securities laws, the Exchange's regulations, and other laws relating to the Company's businesses.
4. PricewaterhouseCoopers ABAS, the Company's auditor, is suitable and provided appropriate services.
5. The related transactions arising in 2010 were rational, and contributed optimal benefits to the Company.
6. For the year 2010, the Audit Committee held four meetings to review the Company's consolidated financial statements that had been certified by the external auditor. The attendance of such meetings by each committee member was as follows;

	Position	Attendance/ Audit Committee Meeting
1. Mr. Kenneth L. White	Chairman	4/4
2. Khunying Jada Wattanasiritham	Member	3/4
3. Ms. Chantana Sukumanont	Member	3/3

7. The Audit Committee performed its duties in accordance with its Charter, approved by the Board of Directors

The Audit Committee has recommended to the Board of Directors that PricewaterhouseCoopers ABAS, be reappointed as the Company's auditor for the financial year ending 31 December 2011. The re-appointment of the audit firm and acceptance of its fees will be subjected to the approval of the shareholders at the Annual General Meeting to be held on 1 April 2011.



Kenneth L. White

Chairman of the Audit Committee

Auditor's Report

To the Shareholders of Minor International Public Company Limited

I have audited the accompanying consolidated and Company balance sheets as at 31 December 2010 and 2009, and the related consolidated and Company statements of income, changes in shareholders' equity and cash flows for the years then ended of Minor International Public Company Limited and its subsidiaries, and of Minor International Public Company Limited, respectively. The Company's management is responsible for the correctness and completeness of information in these financial statements. My responsibility is to express an opinion on these financial statements based on my audits.

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

In my opinion, the consolidated and Company financial statements referred to above present fairly, in all material respects, the consolidated and Company financial positions as at 31 December 2010 and 2009, and the consolidated and Company results of operations and cash flows for the years then ended of Minor International Public Company Limited and its subsidiaries, and of Minor International Public Company Limited, respectively, in accordance with generally accepted accounting principles.



Anothai Leekitwattana

Certified Public Accountant (Thailand) No. 3442

PricewaterhouseCoopers ABAS Limited

Bangkok

22 February 2011

Balance Sheets

Minor International Public Company Limited
As at 31 December 2010 and 2009

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Assets					
Current assets					
Cash and cash equivalents	7	1,156,280,782	968,814,956	171,519,212	149,633,602
Trade accounts receivable, net	8	981,263,213	969,638,140	17,278,174	25,952,293
Amounts due from related companies	14	66,104,728	65,268,872	584,896,347	530,936,860
Inventories, net	9	949,984,942	854,148,181	5,375,717	5,324,677
Points for right-to-use in time sharing resort		119,423,721	-	-	-
Land and real estates project for sales, net	10	2,418,721,480	385,652,140	-	-
Other current assets	11	1,155,358,374	1,620,444,116	62,162,608	738,944,644
Total current assets		6,847,137,240	4,863,966,405	841,232,058	1,450,792,076
Non-current assets					
Long-term loans to related companies	14	384,728,390	445,349,753	13,068,542,277	8,820,858,202
Investments in subsidiaries, associates and joint venture	12	1,535,859,281	1,353,096,582	6,653,674,504	6,683,546,508
Other long-term investments, net	13	1,915,606,279	839,831,309	1,804,547,765	743,811,618
Land and projects under development	15	4,286,630,067	2,956,411,700	-	-
Property, plant and equipment, net	16	10,838,775,796	11,107,944,242	462,932,604	500,717,086
Intangible assets, net	17	4,298,766,931	3,878,429,408	9,883,594	11,845,154
Leasehold rights, net	18	1,847,758,206	1,963,581,723	4,983,973	5,606,990
Other non-current assets	19	830,906,358	862,208,844	59,404,186	58,040,511
Total non-current assets		25,939,031,308	23,406,853,561	22,063,968,903	16,824,426,069
Total assets		32,786,168,548	28,270,819,966	22,905,200,961	18,275,218,145

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Balance Sheets (Continued)

Minor International Public Company Limited

As at 31 December 2010 and 2009

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Liabilities and shareholders' equity					
Current liabilities					
Bank overdrafts and short-term loans from financial institutions	20	576,809,741	683,334,700	-	-
Short-term loans from related companies	14	-	-	1,376,380,033	1,233,052,788
Trade accounts payable		1,098,459,466	1,115,544,523	7,178,698	14,655,337
Amounts due to and advances from related companies	14	16,031,720	29,170,277	10,002,997	5,542,872
Current portion of long-term borrowings	22	555,022,409	535,022,409	244,000,000	244,000,000
Current portion of debentures	23	1,000,000,000	1,275,000,000	1,000,000,000	1,275,000,000
Current portion of deferred income		27,503,779	32,184,225	-	-
Income tax payable		156,614,249	198,614,630	-	-
Accrued expenses		957,156,814	858,149,683	185,850,703	184,240,941
Other current liabilities	21	1,671,040,927	1,950,400,117	55,701,842	34,031,345
Total current liabilities		6,058,639,105	6,677,420,564	2,879,114,273	2,990,523,283
Non-current liabilities					
Long-term borrowings	22	2,335,864,290	2,136,552,759	1,052,000,000	1,396,000,000
Debentures	23	9,900,000,000	6,900,000,000	9,900,000,000	6,900,000,000
Provision for employee benefits	24	117,336,321	167,064,547	18,007,894	39,130,126
Other non-current liabilities	25	568,431,915	335,539,516	6,330,925	9,319,227
Total non-current liabilities		12,921,632,526	9,539,156,822	10,976,338,819	8,344,449,353
Total liabilities		18,980,271,631	16,216,577,386	13,855,453,092	11,334,972,636

Balance Sheets (Continued)

Minor International Public Company Limited
As at 31 December 2010 and 2009

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Liabilities and shareholders' equity (Continued)					
Shareholders' equity					
Share capital	26				
Authorised share capital					
3,677,988,773 ordinary shares					
of Baht 1 each		3,677,988,773	3,351,850,736	3,677,988,773	3,351,850,736
Issued and paid-up share capital					
3,262,339,373 ordinary shares					
of Baht 1 each		3,262,339,373	3,246,415,792	3,262,339,373	3,246,415,792
Share premium	26				
Ordinary shares		3,133,793,954	3,065,856,272	3,108,141,578	3,040,203,896
Advance for shares subscription		4,218,918	231,030	4,218,918	231,030
Expired warrants in a subsidiary		104,788,723	104,788,723	-	-
Discount on business combination					
under common control	37	(755,412,590)	(755,412,590)	(587,397,515)	(587,397,515)
Fair value reserves		1,120,285,109	83,303,224	1,053,828,236	61,074,606
Unrealised gain on dilution of investment	12	4,992,405	-	-	-
Translation adjustment		(339,219,687)	(228,495,510)	-	-
Retained earnings					
Appropriated - legal reserve	28	367,799,113	347,774,113	367,799,113	347,774,113
Unappropriated		6,020,494,253	5,287,565,500	1,840,818,166	831,943,587
Total parent's shareholders' equity		12,924,079,571	11,152,026,554	9,049,747,869	6,940,245,509
Minority interests		881,817,346	902,216,026	-	-
Total shareholders' equity		13,805,896,917	12,054,242,580	9,049,747,869	6,940,245,509
Total liabilities and shareholders' equity		32,786,168,548	28,270,819,966	22,905,200,961	18,275,218,145

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Income

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Revenues	14				
Revenues from hotel operations		4,321,852,872	4,331,923,498	412,478,281	400,661,181
Rental income from retail and property business		388,391,716	426,121,406	-	-
Revenues from entertainment operations		119,914,381	93,668,896	119,914,381	93,668,896
Revenues from spa services		295,918,225	315,377,584	-	-
Sales of food and beverage		9,590,770,343	9,196,304,625	-	-
Sales of real estates		205,338,437	-	-	-
Sales from distribution and manufacturing	37	2,679,626,833	1,379,177,530	-	-
Revenues from management service		246,354,795	430,182,495	250,118,255	209,040,634
Franchise fee income		291,733,063	287,249,954	-	-
Dividends income		82,555,167	47,760,815	1,554,727,692	812,024,457
Other income	29	650,247,886	567,875,399	513,257,793	513,074,242
Total revenues		18,872,703,718	17,075,642,202	2,850,496,402	2,028,469,410
Expenses	14				
Direct cost of hotel operations		2,297,583,697	2,255,942,373	179,865,885	169,175,215
Direct cost of retail and property business		211,952,554	207,177,576	-	-
Direct cost of entertainment operations		33,284,103	23,560,421	66,452,014	50,292,601
Direct cost of providing spa services		176,684,951	179,466,371	-	-
Cost of sales of food and beverage		3,189,060,062	3,075,756,278	-	-
Cost of sales of real estates		149,545,557	-	-	-
Cost of sales from distribution and manufacturing	37	1,646,040,601	870,829,873	-	-
Selling expenses		6,988,434,800	6,458,321,919	294,318,066	264,083,454
Administrative expenses		2,212,941,572	1,785,470,264	233,085,292	293,422,348
Management benefit expenses		117,732,863	157,500,621	62,384,781	71,614,468
Total expenses		17,023,260,760	15,014,025,696	836,106,038	848,588,086
Operating profit		1,849,442,958	2,061,616,506	2,014,390,364	1,179,881,324
Share of profit of investments in associates and joint venture	12 b)	216,542,775	168,653,858	-	-
Profit before finance costs and tax	30	2,065,985,733	2,230,270,364	2,014,390,364	1,179,881,324
Finance costs		(458,074,996)	(428,709,920)	(497,345,167)	(389,512,149)
Profit before income tax		1,607,910,737	1,801,560,444	1,517,045,197	790,369,175
Income tax	31	(291,070,786)	(305,772,508)	-	-
Net profit for the year		1,316,839,951	1,495,787,936	1,517,045,197	790,369,175
Net profit for the year attributable to:					
Equity holders of the parent		1,241,100,194	1,400,315,993	1,517,045,197	790,369,175
Minority interests		75,739,757	95,471,943	-	-
		1,316,839,951	1,495,787,936	1,517,045,197	790,369,175
		Baht	Baht	Baht	Baht
Earnings per share for profit attributable to the equity holders of the parent	32				
Basic earnings per share		0.3812	0.4284	0.4659	0.2418
Diluted earnings per share		0.3776	0.4256	0.4616	0.2402

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Changes in Shareholders' Equity

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

Consolidated (Baht)													
	Issued and paid-up share capital	Share premium	Advance for shares subscription	Expired warrants in a subsidiary	Discount on business combination under common control	Fair value reserves	Unrealised gain on dilution of investment	Translation adjustment	Legal reserve	Unappropriated-retained earnings	Total	Minority interests	Total
Beginning balance - 1 January 2010	3,246,415,792	3,065,856,272	231,030	104,788,723	(755,412,590)	83,303,224	-	(228,495,510)	347,774,113	5,287,565,500	11,152,026,554	902,216,026	12,054,242,580
Unrealised gain on dilution of investment	-	-	-	-	-	-	4,992,405	-	-	-	4,992,405	2,458,595	7,451,000
Translation adjustment	-	-	-	-	-	-	-	(110,724,177)	-	-	(110,724,177)	(33,627,232)	(144,351,409)
Fair value reserves	-	-	-	-	-	1,036,981,885	-	-	-	-	1,036,981,885	11,136	1,036,993,021
Total gain (loss) recognised in equity	-	-	-	-	-	1,036,981,885	4,992,405	(110,724,177)	-	-	931,250,113	(31,157,501)	900,092,612
Net profit for the year	-	-	-	-	-	-	-	-	-	1,241,100,194	1,241,100,194	75,739,757	1,316,839,951
Total gain (loss) recognised for the year	-	-	-	-	-	-	-	-	-	1,241,100,194	1,241,100,194	75,739,757	1,316,839,951
Legal reserve	-	-	-	-	-	-	-	-	20,025,000	(20,025,000)	-	-	-
Cash dividends	-	-	-	-	-	-	-	-	-	(488,146,441)	(488,146,441)	(92,971,775)	(581,118,216)
Additional ordinary shares	15,923,581	67,937,682	(231,030)	-	-	-	-	-	-	-	83,630,233	-	83,630,233
Advance for share subscription	-	-	4,218,918	-	-	-	-	-	-	-	4,218,918	-	4,218,918
Minority interest	-	-	-	-	-	-	-	-	-	-	-	-	-
- Increase as a result of investment in a subsidiary	-	-	-	-	-	-	-	-	-	-	-	27,990,839	27,990,839
Ending balance - 31 December 2010	3,262,339,373	3,133,793,954	4,218,918	104,788,723	(755,412,590)	1,120,285,109	4,992,405	(339,219,687)	367,799,113	6,020,494,253	12,924,079,571	881,817,346	13,805,896,917

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Changes in Shareholders' Equity (Continued)

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

Consolidated (Baht)														
	Notes	Issued and paid-up share capital	Share premium	Shares of the company held by a subsidiary	Advance for shares subscription	Expired warrants in a subsidiary	Discount on business combination under common control	Fair value reserves	Translation adjustment	Legal reserve	Unappropriated- retained earnings	Total	Minority interests	Total
Beginning balance - 1 January 2009														
- as previously reported		3,614,264,065	3,040,085,741	(370,978,560)	-	104,788,723	-	(12,305,745)	(126,687,406)	347,774,113	5,181,969,956	11,778,910,887	624,384,326	12,403,295,211
Retrospective adjustment	5	-	-	-	-	-	-	-	-	-	(98,054,766)	(98,054,766)	(903,699)	(98,958,465)
Beginning balance - 1 January 2009														
- as restated		3,614,264,065	3,040,085,741	(370,978,560)	-	104,788,723	-	(12,305,745)	(126,687,406)	347,774,113	5,083,915,190	11,680,856,121	623,480,627	12,304,336,748
Reclassification		-	-	-	-	-	-	-	-	-	-	-	158,739,977	158,739,977
Translation adjustment		-	-	-	-	-	-	-	(101,808,104)	-	-	(101,808,104)	-	(101,808,104)
Fair value reserves		-	-	-	-	-	-	95,608,969	-	-	-	95,608,969	(410,524)	95,198,445
Total gain (loss) recognised in equity														
Net profit for the year		-	-	-	-	-	-	95,608,969	(101,808,104)	-	-	(6,199,135)	158,329,453	152,130,318
Total gain (loss) recognised for the year														
Cash dividends	33	-	-	-	-	-	-	-	-	-	-	1,400,315,993	95,471,943	1,495,787,936
Additional ordinary shares	26	518,832,430	25,770,531	-	-	-	-	-	-	-	(1,041,000,552)	(1,041,000,552)	(12,629,918)	(1,053,630,470)
Specific capital reduction	37	(886,680,703)	-	370,978,560	-	-	-	-	-	-	(155,665,131)	(671,367,274)	-	(671,367,274)
Advance for share subscription		-	-	-	231,030	-	-	-	-	-	-	231,030	-	231,030
Discount on business combination		-	-	-	-	-	-	-	-	-	-	-	-	-
Minority interest	37	-	-	-	-	-	(755,412,590)	-	-	-	-	(755,412,590)	-	(755,412,590)
- Increase as a result of investment in a subsidiary		-	-	-	-	-	-	-	-	-	-	-	37,563,921	37,563,921
Ending balance - 31 December 2009		3,246,415,792	3,065,856,272	-	231,030	104,788,723	(755,412,590)	83,303,224	(228,495,510)	347,774,113	5,287,565,500	11,152,026,554	902,216,026	12,054,242,580

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Changes in Shareholders' Equity (Continued)

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

	Notes	Company (Baht)							Total
		Issued and paid-up share capital	Share premium	Advance for shares subscription	Discount on business combination under common control	Fair value reserves	Legal reserve	Unappropriated-retained earnings	
Opening balance - 1 January 2010		3,246,415,792	3,040,203,896	231,030	(587,397,515)	61,074,606	347,774,113	831,943,587	6,940,245,509
Fair value reserves		-	-	-	-	992,753,630	-	-	992,753,630
Total gain (loss) recognised in equity		-	-	-	-	992,753,630	-	-	992,753,630
Net profit for the year		-	-	-	-	-	-	1,517,045,197	1,517,045,197
Total gain (loss) recognised for the year		-	-	-	-	-	-	1,517,045,197	1,517,045,197
Legal reserve		-	-	-	-	-	20,025,000	(20,025,000)	-
Cash dividends	33	-	-	-	-	-	-	(488,145,618)	(488,145,618)
Additional ordinary shares	26	15,923,581	67,937,682	(231,030)	-	-	-	-	83,630,233
Advance for shares subscription		-	-	4,218,918	-	-	-	-	4,218,918
Ending balance - 31 December 2010		3,262,339,373	3,108,141,578	4,218,918	(587,397,515)	1,053,828,236	367,799,113	1,840,818,166	9,049,747,869

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Changes in Shareholders' Equity (Continued)

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

	Notes	Company (Baht)							Total
		Issued and paid-up share capital	Share premium	Advance for shares subscription	Discount on business combination under common control	Fair value reserves	Legal reserve	Unappropriated-retained earnings	
Opening balance - 1 January 2009 - as previously reported		3,614,264,065	3,014,433,365	-	-	(130,554,806)	347,774,113	1,154,388,605	8,000,305,342
Retrospective adjustment	5	-	-	-	-	-	-	(22,291,551)	(22,291,551)
Opening balance - 1 January 2009 - as restated		3,614,264,065	3,014,433,365	-	-	(130,554,806)	347,774,113	1,132,097,054	7,978,013,791
Fair value reserves		-	-	-	-	191,629,412	-	-	191,629,412
Total gain (loss) recognised in equity		-	-	-	-	191,629,412	-	-	191,629,412
Net profit for the year		-	-	-	-	-	-	790,369,175	790,369,175
Total gain (loss) recognised for the year		-	-	-	-	-	-	790,369,175	790,369,175
Cash dividends	33	-	-	-	-	-	-	(1,090,522,642)	(1,090,522,642)
Additional ordinary shares	26	518,832,430	25,770,531	-	-	-	-	-	544,602,961
Specific capital reduction	37	(886,680,703)	-	-	-	-	-	-	(886,680,703)
Advance for shares subscription		-	-	231,030	-	-	-	-	231,030
Discount on business combination under common control	37	-	-	-	(587,397,515)	-	-	-	(587,397,515)
Ending balance - 31 December 2009		3,246,415,792	3,040,203,896	231,030	(587,397,515)	61,074,606	347,774,113	831,943,587	6,940,245,509

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Cash Flows

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Cash flows from operating activities					
Net profit before income tax		1,607,910,737	1,801,560,444	1,517,045,197	790,369,175
Adjustments:					
Depreciation and amortisation	30	1,566,452,779	1,565,461,619	81,275,876	78,045,700
Amortisation of other assets		38,800,997	9,736,047	14,276,765	4,831,627
Write-off of trade accounts receivable and allowance for doubtful accounts (reversal)		4,350,852	6,286,302	(29,660)	(22,393)
Realisation of deferred income		(47,489,361)	(47,689,790)	-	-
Share of profit of investments in associates and joint venture	12 b)	(216,542,775)	(168,653,858)	-	-
Interest expense		458,074,995	428,709,920	497,345,167	389,512,149
Interest income		(28,051,380)	(61,261,904)	(463,722,120)	(441,752,799)
Dividends income	29	(82,555,167)	(47,760,815)	(1,554,727,692)	(812,024,457)
Unrealised translation adjustment for equity loan		42,230,401	(10,209,432)	-	-
Unrealised loss on exchange rate		5,510,954	15,642,138	-	-
Gain on sale of long-term investment		(29,693,470)	-	-	(5,487,722)
Write-off, impairment and loss (gains) on disposals of property, plant and equipment		24,413,845	96,519,972	(113,104)	2,714,759
Write-off and allowance for inventory obsolescence	9	(6,614,973)	(553,091)	-	-
Reversal of provision for impairment and write-off of other assets		(16,120,292)	(1,149,315)	-	-
Provision for employee benefits	24	19,221,326	19,368,465	3,068,348	3,369,252
Changes in operating assets and liabilities					
Trade accounts receivable		28,562,341	(175,482,020)	8,703,779	(4,450,600)
Inventories		(191,807,524)	87,536,168	(51,040)	8,801
Land and real estates project for sales		(21,158,892)	(2,911,820)	-	-
Other current assets		(12,976,452)	(101,149,591)	(902,698)	(5,078,045)
Trade accounts payable		(19,345,745)	114,384,853	(7,476,639)	6,568,717
Accrued expenses		76,877,149	(13,628,986)	(13,412,055)	(46,793,579)
Other current liabilities		219,907,191	66,812,849	21,643,213	(1,473,266)
Deferred income		10,585,742	49,937,760	-	-
Other non-current liabilities		(15,982,140)	(4,279,982)	(2,988,302)	6,905,398
Cash generated from (used in) operating activities		3,414,561,138	3,627,225,933	99,935,035	(34,757,283)
Interest paid		(448,116,034)	(366,689,439)	(482,323,350)	(329,639,318)
Income tax paid		(357,312,504)	(458,160,217)	(16,489,442)	(12,662,961)
Employee benefits paid	24	(68,949,552)	(7,239,112)	(24,190,580)	(5,396,596)
Cash generated from operating activities		2,540,183,048	2,795,137,165	(423,068,337)	(382,456,158)

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Cash Flows (Continued)

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Cash flows from investing activities					
Increase in loans to and amounts due from related companies		(161,981,837)	(64,165,778)	(4,301,025,832)	(1,408,325,015)
(Increase) decrease in loan to other company		644,920,374	(39,351,444)	644,920,374	(39,351,444)
Payments for additional investments in subsidiaries and associates		(704,220,000)	(310,891,584)	(14,000,000)	(916,004,850)
Cash received from acquisition of investment in subsidiaries		-	10,979,788	-	-
Net cash paid from acquisition of investment in a subsidiary		(303,303,545)	-	-	-
Cash received from disposal of investment in subsidiaries		-	-	250,000	15,494,850
Cash received from decrease in share capital of a subsidiary	12 a)	-	-	43,622,004	43,622,004
Interest received		79,298,477	20,149,232	512,975,924	401,886,236
Dividends received from subsidiaries, associates, related companies and others		156,818,223	122,870,045	1,554,109,961	678,411,089
Cash invested in other long-term investments	13	(73,006,457)	(64,944,865)	(67,982,519)	(64,944,865)
Cash received from sales of othe long-term investments		65,449,666	-	-	-
Payments for land and project under development		(3,209,115,290)	(1,134,897,733)	-	-
Purchases of property, plant and equipment		(1,081,871,004)	(1,340,020,341)	(37,417,163)	(115,737,025)
Proceeds from disposals of property, plant and equipment		54,599,074	11,855,982	113,551	3,139,102
Purchases of intangible assets		(121,677,100)	(61,905,813)	(3,462,817)	(3,360,451)
Cash payment for other non-current assets		(98,681,277)	(160,199,319)	(15,640,440)	(27,605,904)
Net cash payments for investing activities		(4,752,770,696)	(3,010,521,830)	(1,683,536,957)	(1,432,776,273)
Cash flows from financing activities					
Increase (decrease) in short-term loans, amount due to and advances from related companies		18,589,793	(30,714,440)	147,787,370	520,679,238
Receipts from short-term loans		4,428,049	3,512,367,200	-	-
Repayments of short-term loans		(73,886,488)	(4,381,087,914)	-	-
Receipts from long-term borrowings	22	859,341,952	2,370,452,391	-	2,320,217,391
Repayments of long-term borrowings	22	(635,022,371)	(1,391,269,701)	(344,000,000)	(1,100,217,391)
Proceeds from issuance of debentures	23	4,000,000,000	2,000,000,000	4,000,000,000	2,000,000,000
Redemptions of debentures	23	(1,275,000,000)	(550,000,000)	(1,275,000,000)	(550,000,000)
Issue of ordinary shares	26	83,630,233	34,553,531	83,630,233	34,553,531
Cash paid for capital reduction	26	-	(671,367,274)	-	(886,680,703)
Cash received from increase in share capital of a subsidiary	12 a)	7,451,000	-	-	-
Advance for shares subscription		4,218,918	231,030	4,218,918	231,030
Dividends paid	33	(581,118,216)	(1,053,630,470)	(488,145,617)	(1,090,522,642)
Net cash receipts (payments) from financing activities		2,412,632,870	(160,465,647)	2,128,490,904	1,248,260,454

The notes to the consolidated and Company financial statements on pages 61 to 130 form an integral part of the financial statements.

Statements of Cash Flows (Continued)

Minor International Public Company Limited
For the years ended 31 December 2010 and 2009

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Net increase (decrease) in cash and cash equivalents	200,045,222	(375,850,312)	21,885,610	(566,971,977)
Cash and cash equivalents, opening balance	968,814,956	1,348,706,217	149,633,602	716,605,579
Loss on exchange rate	(14,627,888)	(4,040,949)	-	-
Cash and cash equivalents, closing balance	1,154,232,290	968,814,956	171,519,212	149,633,602

Cash and cash equivalents as at 31 December

	Notes	Consolidated		Company	
		2010 Baht	2009 Baht	2010 Baht	2009 Baht
Cash and cash equivalents	7	1,156,280,782	968,814,956	171,519,212	149,633,602
Bank overdrafts	20	(2,048,492)	-	-	-
		1,154,232,290	968,814,956	171,519,212	149,633,602

Supplementary information for cash flows

Non-cash transaction

Significant non-cash transactions for the years ended 31 December 2010 and 2009 are as follows:

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Acquisition of property, plant and equipment, and land and projects under development by payable	196,497,696	310,222,363	1,580,944	1,553,660
Account payable arisen from purchase of investment in a subsidiary	57,962,859	-	-	-
Account payable arisen from provision of investment	45,226,950	744,442,500	-	-

Notes to the Consolidated and Company Financial Statements

Minor International Public Company Limited
As at 31 December 2010 and 2009

1. General information

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

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

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

The Company is incorporated as a public company under Thai law and was listed on the Stock Exchange of Thailand in October 1988. The Company and its subsidiaries (“The Group”) engage 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, Republic of Maldives, United Arab Emirates, Sri Lanka, etc.

These consolidated and Company financial statements have been approved for issue by the Board of Directors on 22 February 2011.

2. Accounting policies

The principal accounting policies adopted 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 Accounting 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.

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 management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenues and expenses in the reported periods. Although these estimates are based on management’s best knowledge of current events and actions, actual results may differ from those estimates.

Comparative figures have been adjusted to conform with changes in presentation in the current year.

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.

2.2 New accounting standards, new financial reporting standards, new interpretation, amendments to accounting standards and accounting framework

a) Accounting framework

The amendment of accounting framework is effective on 26 May 2010.

b) New accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards

The following new accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards are mandatory for the accounting periods beginning on or after 1 January 2011 and 1 January 2013, but the Company has not early adopted them, except TAS 19 Employee Benefits which has already been adopted.

Effective for the periods beginning on or after 1 January 2011

TAS 1	(Revised 2009)	Presentation of Financial Statements
TAS 2	(Revised 2009)	Inventories
TAS 7	(Revised 2009)	Statement of Cash Flows
TAS 8	(Revised 2009)	Accounting Policies, Changes in Accounting Estimates and Errors
TAS 10	(Revised 2009)	Events after the Reporting Period
TAS 11	(Revised 2009)	Construction Contracts
TAS 16	(Revised 2009)	Property, Plant and Equipment
TAS 17	(Revised 2009)	Leases
TAS 18	(Revised 2009)	Revenue
TAS 19		Employee Benefits
TAS 23	(Revised 2009)	Borrowing Costs
TAS 24	(Revised 2009)	Related Party Disclosures
TAS 26		Accounting and Reporting by Retirement Benefit Plans
TAS 27	(Revised 2009)	Consolidated and Separate Financial Statements
TAS 28	(Revised 2009)	Investments in Associates
TAS 29		Financial Reporting in Hyperinflationary Economies
TAS 31	(Revised 2009)	Interests in Joint Ventures
TAS 33	(Revised 2009)	Earnings per Share
TAS 34	(Revised 2009)	Interim Financial Reporting
TAS 36	(Revised 2009)	Impairment of Assets
TAS 37	(Revised 2009)	Provisions, Contingent Liabilities and Contingent Assets
TAS 38	(Revised 2009)	Intangible Assets
TAS 40	(Revised 2009)	Investment Property
TFRS 2		Share-based Payment
TFRS 3	(Revised 2009)	Business Combinations
TFRS 5	(Revised 2009)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 6		Exploration for and Evaluation of Mineral Resources
TFRIC 15		Agreements for the Construction of Real Estate

Effective for the periods beginning on or after 1 January 2013

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

The Company's management has determined that the new accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards will not significantly impact the financial statements being presented except as disclosed below.

TAS 1 (Revised 2009), the revised standard will prohibit the presentation of items of income and expenses in the statement of changes in equity. Entities can choose whether to present one statement (the statement of comprehensive income) or two statements (the income statement and statement of comprehensive income). Where entities restate or reclassify comparative information, they will be required to present a restated statement of financial position as at the beginning comparative period in addition to the current requirement to present statement of financial position at the end of the current period and comparative period. However, for the financial statements which period beginning on or after 1 January 2011 and are the first period apply this standard, an entity can choose to present statement of financial position only two statements without the statement of financial position as at the beginning comparative period. The group will apply TAS 1 (Revised 2009) from 1 January 2011.

TAS 12 deals with taxes on income, comprising current tax and deferred tax. Current tax assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities, using tax rates that tax law have been enacted or substantively enacted by the end of the reporting period. Deferred taxes are measured by based on the temporary difference between the tax base of an asset or liability and its carrying amount in the financial statements and using the tax rates that are expected to apply to the period when the asset is realised or the liability is settled. The Group will apply this standard from 1 January 2013 retrospectively with an expected to incur of deferred tax account and changes in retained earnings and income tax expense. The management is currently assessing the impact of applying this standard.

TAS 16 (Revised 2009), the revised standard requires the entity to include in cost of PPE, 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 obligation to do. An entity requires that an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item shall be depreciated separately. The revised standard also requires an entity to review useful life, residual value and depreciation method at least at each financial year-end. The group will apply this standard from 1 January 2011. The management is currently assessing the impact of applying this standard.

TAS 21 (Revised 2009) requires an entity to determine its functional currency which is a currency of the primary economic environment in which the entity operates. Foreign currency transactions are required to be translated into the functional currency using the exchange rates prevailing at the dates of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from translation at year-end exchange rate of monetary items denominated in foreign currency are recognised in profit or loss. The results and financial position of all the group entities that have a functional currency difference from the presentation currency are translated in the presentation currency by a) assets and liabilities are translated at the closing rate at the date of that statement of financial position b) income and expenses are translated at exchange rate at the date of the transactions and c) all resulting exchange differences are recognised as a separate component of equity. The group will apply this standard from 1 January 2013. The application of the standard will be accounted for retrospectively. The management is currently assessing the impact of applying this standard.

TAS 24 (Revised 2009), the definition of related party has been expanded include parties with joint control over the entity, joint venture in which the entity is a venturer and post-employment benefit plan for the benefit of employees of an entity. The group will apply the revised standard from 1 January 2011 which may impact only to the disclosure of related parties information in the notes to financial statements.

TAS 40 (Revised 2009), the standard has specific presentation and measurement requirements for investment property. The entity has to present an investment property separately in the statement of financial position. The entity can choose to measure it either cost model or fair value model. Under fair value model, any changes in fair value are recognised in profit or loss. The entity will apply the standard from 1 January 2011. The group will apply cost model for measurement and expected reclassification from property, plant and equipment category.

TFRS 3 (Revised 2009), the revised standard continues to apply the acquisition method to business combinations, with some significant changes. For example, all payments to purchase a business are to be recorded at fair value at the acquisition date, with contingent payments classified as debt subsequently re-measured through profit or loss. There is a choice on an acquisition-by-acquisition basis to measure the 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. All acquisition-related costs should be expensed. The group will apply the revised standard prospectively to all business combination from 1 January 2011.

2.3 Investments in subsidiaries

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

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, respective of the extent of any minority interest.

The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the income statement.

See Note 2.13 for the accounting policy on goodwill. Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless cost cannot be recovered.

Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

In the Company's separate financial statements, investments in subsidiaries are reported by using the cost method.

A list of the Group's principal subsidiaries is set out in Note 12 a).

2.4 Investments in associates and joint venture

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. Joint venture is an entity which the Group has interest in jointly control.

In the consolidated financial statement, investments in associates and joint venture are accounted for using the equity method of accounting and are initially recognised at cost. The Group's investment in associates and joint venture includes goodwill identified on acquisition, net of any accumulated impairment loss.

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

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

Accounting policies of associates and joint venture have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the Company's separate financial statements, investments in associates and joint venture are accounted for using the cost method.

A list of the Group's principal associates and joint venture is set out in Note 12 b).

2.5 Foreign currency translation

Items included in the financial statements of each entity in the Group are measured using its local currency. The consolidated financial statements are presented in Thai Baht.

Foreign currency transactions are translated into Thai Baht using the exchange rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are translated to Thai Baht at the exchange rate prevailing at the balance sheet 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 statement of income.

Statements of income of foreign entities are translated into the Group's reporting currency at the weighted average exchange rates for the year and balance sheets are translated at the exchange rates ruling on the balance sheet date. 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 currency translation differences are recognised in the statement of income as part of the gain or loss on sale.

2.6 Segment reporting

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

2.7 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits held at call with banks and other short-term highly liquid investments with maturities of three months or less from the date of acquisition. Bank overdrafts are included in current liabilities on the balance sheet but presented offset with cash and cash equivalents for the purpose of the statement of cash flows.

2.8 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 income statement within selling and administrative expenses.

2.9 Inventories

Inventories are stated at the lower of cost or net realisable value. Cost is determined by the moving average method. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charge, less all attributable discounts, allowances or rebates. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads, the latter being allocated on the basis of normal operating activities. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses. Allowance is made, where necessary, for obsolete, slow-moving and defective inventories.

2.10 Points for right-to-use in time sharing resort

The Group accounts for points for right-to-use in time sharing resort for sales at acquisition costs plus costs directly attributable to the acquisition of the points for right-to-use in time sharing resort.

2.11 Land and real estates project for sales

Land and real estates project are stated at the lower of cost or net realisable value. 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.

2.12 Other investments

Investments other than investments in subsidiaries, associates and joint ventures are classified into the following two categories: available-for-sale 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 balance sheet date or unless they will need to be sold to raise operating capital, in which case they are included in current assets.

2. Investments in non-marketable equity securities are classified as general investments.

Marketable equity securities classified as available-for-sale securities are carried at fair value. Fair value of marketable equity securities is calculated by reference to Stock Exchange quoted bid prices at the close of business on the balance sheet date. Increases/decreases in the carrying amount are credited or charged to fair value reserves in shareholders' equity.

General investments are carried at cost less impairment.

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 statement of income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of income. 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 from the weighted average carrying amount of the total holding of the investment.

If an investment with fair value adjustments in equity is sold or impaired, accumulated fair value adjustments are included in the statements of income.

2.13 Intangible assets

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.

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 venture undertaking at the date of acquisition. Goodwill on acquisitions of subsidiaries is reported in the consolidated balance sheet as an intangible asset. Goodwill on acquisitions of associates and joint venture is included in investments in associates and joint venture and is tested for impairment as part of the overall balance.

Goodwill is tested annually for impairment and carried at cost less accumulated 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.

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 developing or maintaining computer software programmes are recognised as an expense as incurred. Costs that are directly associated with identifiable and unique software products controlled by the Group and will probably generate economic benefits beyond one year, are recognised as intangible assets. Direct costs include staff costs of the software development team and an appropriate portion of relevant overheads.

Expenditure which enhances or extends the performance of computer software programmes beyond their original specifications is recognised as a capital improvement and added to the original cost of the software. Computer software development costs are recognised as assets are amortised using the straight-line method over their useful lives, not exceeding a period of 3 - 10 years.

2.14 Property, plant and equipment

All property, plant and equipment is initially recorded at cost less accumulated depreciation.

Depreciation is calculated on the straight-line method to write-off the cost of each asset, except for land as it is deemed to have an indefinite life, to their residual values over their estimated useful life as follows:

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

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its 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 and the estimated useful life of 3 - 7 years.

Repairs and maintenance are charged to the statement of income during the financial period in which they are incurred. The cost of major renovations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Group. Major renovations are depreciated over the remaining useful life of the related asset.

Gains and losses on disposals are determined by comparing proceeds with carrying amounts and are included in operating profit.

Interest costs on borrowing to finance the construction of property, plant and equipment are capitalised as part of cost of assets, during the period of time required to complete and prepare the property for its intended use. All other borrowing cost are expensed. The borrowing costs include:

- Interest on bank overdrafts and short-term and long-term borrowings;
- Amortisation of discounts or premiums relating to borrowings;
- Amortisation of ancillary costs incurred in connection with the arrangement of borrowings;
- Finance lease charges.

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the Group's outstanding borrowing during the year. Where funds are borrowed specifically for the acquisition, construction or production of property, plant and equipment, the amount of borrowing costs eligible for capitalisation on that asset is determined as the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of those borrowings.

2.15 Leasehold right

Leasehold right is capitalised and amortised using the straight-line method over the lease period. Leasehold right is not revalued. The carrying amount of leasehold right is reviewed annually for impairment where it is considered necessary.

2.16 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 which is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest 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.

2.17 Long-term leases

Where the Group is the lessee

Leases of property, plant and equipment which 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 minimum lease payments. Each lease payment is allocated to the principal and to the finance charges so as to achieve a constant rate on the finance balance outstanding. The outstanding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to the statement of income over the lease period. The property, plant and equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset or lease period.

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

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

Where the Group 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.

Assets leased out under operating leases are included in property, plant and equipment in the balance sheet. 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.

2.18 Borrowings

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

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 balance sheet date.

2.19 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 a reliable estimate of the amount can be made. 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.

2.20 Employee benefits

The Company operates a provident fund that is a defined contribution plan. The assets of which are held in a separate trust fund. The provident fund is funded by payments from employees and by the relevant Group companies. Contributions to the provident fund are charged to the statement of income in the year to which they relate.

The Group provides for post employment benefits to employees under the labour laws applicable in Thailand. With effective 1 January 2009, the Group has recorded the liabilities in respect of employee benefits which are the present value of the defined benefit obligations calculated by an independent actuary in accordance with the actuarial technique. The present value of the defined benefit obligations are determined by discounting estimated future cash flows using yields on the government bonds which have terms to maturity approximating the terms of related liability. The estimated future cash flows shall reflect employee salaries, turnover rate, mortality, length of service and other. The costs associated with providing these benefits are charged to the statements of income so as to spread the cost over the employment period during which the entitlement to benefits is earned. The effect of the application of this new accounting policy is presented in Note 5.

2.21 Deferred income taxes

The Group does not recognise income taxes payable or receivable in future periods in respect of temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. The principal temporary differences arise from depreciation on plant and equipment, allowance for doubtful debts, allowance for inventory obsolescence, provision for impairment loss, provision for employee benefits, tax losses carried forward and the difference between the fair values of the net assets acquired and their tax base.

2.22 Share capital

Ordinary shares are classified as equity.

Incremental external costs directly attributable to the issue of new shares or options, other than in connection with business combination, are shown in equity as a deduction, net of tax, from the proceeds. Share issue costs incurred directly in connection with a business combination are included in the cost of acquisition.

Where the Company purchases the Company's equity share capital, the consideration paid including any attributable incremental external costs net of income taxes is deducted from total shareholders' equity as treasury shares until they are cancelled. Where such shares are subsequently sold or reissued, any consideration received is included in shareholders' equity.

2.23 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.

Warrants to subscribe for ordinary shares by the directors and employees of the Company and/or its subsidiaries

Certain employees and executive management of the Group are rewarded through entitlement to receive warrants to subscribe for ordinary shares. When such warrants are granted, no compensation cost is recognised in the statement of income. When the warrants are exercised the proceeds received net of any transaction costs are credited to share capital.

2.24 Revenue recognition

Revenue from hotel operations, mainly consisting of room sales, food and beverage sales and revenue from auxiliary activities, is recognised when the service is rendered.

Revenues from sales of foods and beverages are recognised upon delivery and services rendered, and presented net of sales taxes and discounts.

Rental income from retail business and property is recognised as revenue at the amount as specified under the related lease agreements. 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.

Revenues from distribution and manufacturing are 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.

Revenues from spa services are recognised upon delivery and services rendered are presented net of sales taxes and discounts.

Revenue and cost from selling of real estates are recognised as revenue and cost based on the percentage of completion method. The stage of completion is measured by referencing to the percentage of construction compared with total estimated costs (based on actual costs). Revenue will be recognised when the payment over 20% of each contract is received, pursuant to the percentage of completion method by which the completed percentage is assessed by the engineers.

Other revenue earned by the Group is recognised on the following bases:

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

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. Critical accounting estimates and judgements

Estimates and judgements 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.

3.1 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.

3.2 Impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment in accordance with the accounting policy stated in Note 2.13. 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.

3.3 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.

3.4 Provision for employee benefits

The present value of the provision for employee benefits depends on a number of assumptions. The assumptions used in determining the net cost (income) for employee benefits include the discount rate. Any changes in these assumptions will impact the carrying amount of the provision for employee benefits.

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 at estimated future cash outflows expected to be required to settle the employee benefits obligations. In determining the appropriate discount rate, the Company 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.

4. Risk management

4.1 Financial risk management

The Group's business activities maybe exposed it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Group's overall risk management programme focuses on minimising potential adverse effects on the financial performance of the Group. The Group uses derivative financial instruments such as cross currency swap contracts and foreign exchange forward contracts to hedge certain exposures.

Financial risk management for the Group 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.

4.1.1 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.

4.1.2 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 fee incurred in establishing each agreement is amortised over the contract period, if any.

4.1.3 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.

4.2 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 appropriate capital structure to optimise 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.

4.3 The seasonality of the tourism industry risk management

Hotel business has unpredictable and uncontrollable risks on tourism industry such as political situation, terrorism, epidemic concern, natural disaster including unrest situation in the country. The Group has strategy in coping with seasonality of tourism industry by the geographical diversification of its hotels throughout the country, the policy in optimising revenues between the hotel room and hotel food and beverages, the policy to increase number of domestic customers and expand foreign customer base to cover more countries. Moreover, the Group has a strategy to expand the food business to reduce the risk of seasonality of hotel business which is generally more certainty and less seasonality than hotel business.

5. Changes in accounting policy

Employee benefits

In 2009, the Group has chosen to early adopt accounting standard regarding accounting for employee benefits and has accounted for the adoption retrospectively in accordance with the accounting standard. The Group had adjusted the brought forward balance of retained earnings as at 1 January 2009 amounting to Baht 98.96 million and Baht 22.29 million for comparative consolidated and Company financial statements, respectively.

6. Segment information

6.1 Financial information by business segments

The Group and the Company major operate in several business segments. Financial information by segment for the consolidated financial statements is as follows:

For the years ended 31 December (Baht Million)																								
	Hotel operation		Retails and property business		Entertainment operations		Spa services		Food and beverage operations		Real estates operations		Distribution		Manufacturing		Management operations		Investing in other companies		Total			
	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009		
External	4,323	4,332	388	426	120	94	296	315	9,883	9,484	205	-	1,592	723	1,087	656	246	430	-	-	18,140	16,460		
Related parties	42	45	91	76	-	-	3	3	-	2	1,237	-	-	-	-	-	760	546	-	-	2,133	672		
Eliminate	(42)	(45)	(91)	(76)	-	-	(3)	(3)	-	(2)	(1,237)	-	-	-	-	-	(760)	(546)	-	-	(2,133)	(672)		
Net Revenues	4,323	4,332	388	426	120	94	296	315	9,883	9,484	205	-	1,592	723	1,087	656	246	430	-	-	18,140	16,460		
Segment results	2,048	2,102	253	280	53	43	86	106	6,693	6,404	56	-	930	435	105	74	1,006	976	-	-	11,230	10,420		
Eliminate	(24)	(20)	(77)	(61)	34	27	33	30	-	(2)	-	-	-	(1)	-	-	(760)	(546)	-	-	(794)	(573)		
Net Segment results	2,024	2,082	176	219	87	70	119	136	6,693	6,402	56	-	930	434	105	74	246	430	-	-	10,436	9,847		
As at 31 December (Baht Million)																								
	Hotel Operation		Retails and property business		Entertainment operations		Spa services		Food and beverage operations		Real estates operations		Distribution		Manufacturing		Management operations		Investing in other companies		Eliminated		Total	
	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009
Projects under development	3,772	855	-	-	-	-	-	-	-	-	348	2,069	33	33	-	-	-	-	-	-	134	-	4,287	2,957
Property, plant and equipment	7,074	7,690	633	712	105	104	32	42	2,236	2,273	-	-	151	98	147	159	8	10	75	20	378	-	10,839	11,108
Other assets	7,342	5,130	647	371	5	6	297	257	5,948	5,707	3,077	647	772	1,865	325	320	2,892	2,794	25,136	20,007	(28,781)	(22,898)	17,660	14,206
Total assets	18,188	13,675	1,280	1,083	110	110	329	299	8,184	7,980	3,425	2,716	956	1,996	472	479	2,900	2,804	25,211	20,027	(28,269)	(22,898)	32,786	28,271
Trade accounts payable	170	198	3	3	-	-	1	2	618	651	-	1	86	47	220	266	-	32	-	1	-	-	1,098	1,201
Borrowings	12,294	8,503	201	29	72	72	57	58	2,965	1,484	2,393	543	674	816	183	-	1,250	1,177	4,466	4,403	(21,664)	(14,413)	2,891	2,672
Debtentures	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10,900	8,175	-	-	10,900	8,175
Other liabilities	1,544	2,181	656	730	13	17	67	67	1,696	2,465	920	31	196	867	24	177	584	578	817	662	(2,426)	(3,606)	4,091	4,169
Total liabilities	14,008	10,882	860	762	85	89	125	127	5,279	4,600	3,313	575	956	1,730	427	443	1,834	1,787	16,183	13,241	(24,090)	(18,019)	18,980	16,217

6.2 Financial information by geographical segments

Although the Group's business segments are managed on a worldwide basis, they operate in main geographical areas:

	Revenues		Segment result		Total assets	
	2010	2009	2010	2009	2010	2009
	Baht Million	Baht Million	Baht Million	Baht Million	Baht Million	Baht Million
Thailand	17,474	14,156	9,143	8,170	50,744	45,390
Singapore	2,078	2,135	1,591	1,642	2,647	2,709
People's Republic of China	464	459	306	296	295	406
Republic of Maldives	143	157	102	113	2,087	1,101
The United Arab Emirates	19	92	16	90	-	16
Others	95	133	72	108	5,282	1,547
Eliminated	(2,133)	(672)	(794)	(572)	(28,269)	(22,898)
Total	18,140	16,460	10,436	9,847	32,786	28,271

7. Cash and cash equivalents

	Consolidated		Company	
	2010	2009	2010	2009
	Baht	Baht	Baht	Baht
Cash on hand	84,615,206	84,588,896	1,676,014	5,779,260
Deposits held at call with banks	1,071,665,576	884,226,060	169,843,198	143,854,342
Total cash and cash equivalents	1,156,280,782	968,814,956	171,519,212	149,633,602

The average effective interest rate of deposits with banks was 0.1% to 1.52% per annum (2009: 0.125% to 2% per annum).

8. Trade accounts receivable, net

	Consolidated		Company	
	2010	2009	2010	2009
	Baht	Baht	Baht	Baht
Trade accounts receivable	1,005,716,583	989,740,657	17,466,336	26,170,115
<u>Less</u> Allowance for doubtful accounts	(24,453,370)	(20,102,517)	(188,162)	(217,822)
Trade accounts receivable, net	981,263,213	969,638,140	17,278,174	25,952,293

Certain debtors with settlements problems are included in the above trade account receivable. The group has set up allowances to recognise these doubtful accounts. The outstanding balances can be aged as follows:

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Not yet due	796,258,483	854,276,258	15,262,237	21,267,544
Overdue				
Under 90 days	156,981,270	101,240,128	1,823,895	4,417,805
91 days to 180 days	25,940,284	21,439,182	85,514	221,506
Over 181 days	26,536,546	12,785,089	294,690	263,260
Trade accounts receivable	1,005,716,583	989,740,657	17,466,336	26,170,115
<u>Less</u> Allowance for doubtful accounts	(24,453,370)	(20,102,517)	(188,162)	(217,822)
Trade accounts receivable, net	981,263,213	969,638,140	17,278,174	25,952,293

9. Inventories, net

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Food and beverage	48,478,062	48,252,841	2,713,929	2,495,984
Finished goods (net with allowance)	275,763,483	278,699,112	-	-
Raw materials (net with allowance)	443,133,494	433,575,540	-	-
Work in process	9,028,410	9,032,989	-	-
Goods in transit	61,476,058	25,161,538	-	-
Supplies and others	112,105,435	59,426,161	2,661,788	2,828,693
Inventories, net	949,984,942	854,148,181	5,375,717	5,324,677

During 2010, Baht 6.6 million was reversed to the statement of income for allowance for obsolete inventories.

10. Land and real estates project for sales, net

	Consolidated	
	2010 Baht	2009 Baht
Land	96,864,162	31,633,734
Land under lease agreement	440,771,216	-
Construction cost	1,787,853,481	630,727,301
Furniture and fixtures	203,958,825	93,601,984
Interest capitalised	243,551,473	28,959,286
Others	176,866,511	7,530,165
	2,949,865,668	792,452,470
<u>Less</u> Cost of sales - accumulated	(531,144,188)	(406,800,330)
Land and real estates project for sales, net	2,418,721,480	385,652,140

As at 31 December 2010, Group has commitment relating to the construction contracts of real estates project for sales for the amount of Baht 12.3 million (2009: no commitment).

11. Other current assets

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Other receivables	376,911,064	482,829,035	25,721,585	53,507,245
Prepaid expenses	151,257,998	135,420,670	5,973,296	7,503,241
Prepaid income tax	171,860,158	85,299,408	16,485,489	12,517,739
Advance for construction	363,521,793	201,463,786	-	-
Short-term loan to other company	-	644,920,374	-	644,920,374
Others	91,807,361	70,510,843	13,982,238	20,496,045
Total other current assets	1,155,358,374	1,620,444,116	62,162,608	738,944,644

Short-term loan to other company carries interest at the fixed rate as stipulated in the agreement and due for repayment in 2010.

12. Investments in subsidiaries, associates and joint venture

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Subsidiaries	-	-	6,629,390,044	6,659,262,048
Associates and joint venture	1,535,859,281	1,353,096,582	24,284,460	24,284,460
Total investments in subsidiaries, associates and joint venture	1,535,859,281	1,353,096,582	6,653,674,504	6,683,546,508

a) Investments in subsidiaries

	Company	
	2010 Baht	2009 Baht
Opening net book value	6,659,262,048	5,874,234,415
Acquisitions	14,000,000	838,656,765
Decapitalise in property fund	(43,622,004)	(43,622,004)
Share redemption of a liquidated subsidiary	-	(10,000,000)
Disposal	(250,000)	(7,128)
Closing net book value	6,629,390,044	6,659,262,048

All holdings are in the ordinary share capital of the subsidiaries and in fund units in the Property Fund.

a) Investments in subsidiaries (Continued)

Company - 31 December 2010							
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Dividend (Baht)
Chao Phaya Resort Limited Hua Hin Resort Limited Maerim Terrace Resort Limited Royal Garden Development Limited Samui Resort and Spa Limited Rajadamri Hotel Public Company Limited MI Squared Limited Hua Hin Village Limited Baan Boran Chiangrai Limited Samui Village Limited Coco Palm Hotel & Resort Limited Coco Recreation Limited Samui Beach Club Owner Limited The Minor Food Group Public Company Limited ("MFG") Royal Garden Plaza Limited M Spa International Limited ("MST") Samui Beach Residence Limited Coco Residence Limited Minor Hotel Group Limited RNS Holding Limited Minor Global Solutions Limited (formerly " Minor Information Technology Limited") Chao Phaya Resort and Residence Limited	Hotel operation and shopping mall	Thailand	Shareholder	450	81.24	625,811,571	53,617,685
	Hotel operation	Thailand	Shareholder	200	100	230,967,920	-
	Hotel operation	Thailand	Shareholder	300	45.30 ⁽¹⁾	161,418,899	-
	Hotel operation	Thailand	Shareholder	700	100	929,262,396	75,249,998
	Hotel operation	Thailand	Shareholder	10	100	10,000,000	-
	Hotel operation	Thailand	Shareholder	450	98.91	1,608,379,789	-
	Hotel operation	Thailand	Shareholder	10	100	10,000,000	-
	Hotel operation	Thailand	Shareholder	50	100	50,000,000	-
	Hotel operation	Thailand	Shareholder	165	100	164,999,800	-
	Hotel operation	Thailand	Shareholder	37.5	100	37,499,300	-
	Hotel operation	Thailand	Shareholder	113	100	177,477,165	-
	Hotel operation	Thailand	Shareholder	0.25	100	250,000	-
	Hotel operation & Rent of property	Thailand	Shareholder	0.25	100	250,000	-
	Sales of food and beverage	Thailand	Shareholder	327	99.72	2,302,662,067	997,171,903
	Shopping mall	Thailand	Shareholder	75	100	75,000,000	-
	Spa services	Thailand	Shareholder	41	51 ⁽²⁾	20,910,000	-
	Sales of property	Thailand	Shareholder	1	100	1,000,000	-
	Sales of property	Thailand	Shareholder	0.25	100	250,000	-
	Hotel management	Thailand	Shareholder	17	100	93,500,000	84,999,850
	Management	Thailand	Shareholder	26	100	13,140,822	-
Minor Global Solutions Limited							
(formerly " Minor Information Technology Limited")							
Chao Phaya Resort and Residence Limited							

a) Investments in subsidiaries (Continued)

Company - 31 December 2010							
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Dividend (Baht)
Minor Corporation Public Company Limited ("MINOR")	Distribution	Thailand	Shareholder	490	91.35 ⁽³⁾	(77,348,085)	-
	Management	British Virgin Islands	Shareholder	2.6	100	2,586,000	-
	Management	Hong Kong	Shareholder	0.5	100	542,740	-
R.G.E. (HKG) Limited	Management	Mauritius	Shareholder	(USD 100,000)	100	36,231	-
M&H Management Limited	Holding investment	Malaysia	Shareholder	0.04	100	36,231	-
Lodging Investment (Labuan) Limited	Hotel operation	Malaysia	Shareholder	0.03	100	34,344	-
Minor International (Labuan) Limited	Property investment	Thailand	Shareholder	75	99.90	74,797,460	30,970,629
Thai Project Property Fund	Property investment	Thailand	Shareholder	13	99.86 ⁽⁴⁾	13,604,886	73,252,671
Sub Thawee Property Fund	Property investment	Thailand	Shareholder	82 ⁽⁵⁾	100	82,070,508	159,254,048
Thai Assets Management Property Fund	Sales of points for right-to-use in time sharing resort	Mauritius	Shareholder	0.03	100	-	-
AVC Club Developer Limited	Sales of points for right-to-use in time sharing resort	Mauritius	Shareholder	0.03	100	-	-
AVC Vacation Club Limited				(USD 1,000)			
Total investments in subsidiaries						6,629,390,044	1,474,516,784

⁽¹⁾ Investment portion of 45.30% represents direct holding in Maerim Terrace Resort Limited. Another 25.74% indirect holding is invested through subsidiary.

⁽²⁾ Investment portion of 51% represents direct holding in MST. Another 49% indirect holding is invested through subsidiary.

⁽³⁾ Investment portion of 91.35% represents direct holding in MINOR. Another 8.57% indirect holding is invested through subsidiary.

⁽⁴⁾ Investment portion of 99.86% represents direct holding in Sub Thawee Property Fund. Another 0.14% indirect holding is invested through subsidiary. Paid-up capital of Sub Thawee Property Fund is investment in Class B and Class C unitholders.

⁽⁵⁾ Paid-up capital of Thai Assets Management Property Fund is investment in Class C and Class D unitholders.

a) Investments in subsidiaries (Continued)

Company - 31 December 2009							
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Bant Million)	Investment portion (%)	Cost (Bant)	Dividend (Bant)
Chao Phaya Resort Limited	Hotel operation and shopping mall	Thailand	Shareholder	450	81.24	625,811,571	53,617,685
Hua Hin Resort Limited	Hotel operation	Thailand	Shareholder	200	100	230,967,920	-
Maerim Terrace Resort Limited	Hotel operation	Thailand	Shareholder	300	45.30 ⁽¹⁾	161,418,899	-
Royal Garden Development Limited	Hotel operation	Thailand	Shareholder	700	100	929,262,396	74,999,998
Samui Resort and Spa Limited	Hotel operation	Thailand	Shareholder	10	100	10,000,000	11,999,976
Rajadamri Hotel Public Company Limited	Hotel operation	Thailand	Shareholder	450	98.91	1,608,379,789	-
MI Squared Limited	Hotel operation	Thailand	Shareholder	10	100	10,000,000	-
Hua Hin Village Limited	Hotel operation	Thailand	Shareholder	50	100	50,000,000	-
Baan Boran Chiangrai Limited	Hotel operation	Thailand	Shareholder	165	100	164,999,800	-
Samui Village Limited	Hotel operation	Thailand	Shareholder	37.5	100	37,499,300	-
Coco Palm Hotel & Resort Limited	Hotel operation	Thailand	Shareholder	113	100	177,477,165	-
Coco Recreation Limited	Hotel operation	Thailand	Shareholder	0.25	100	250,000	-
Samui Beach Club Owner Limited	Hotel operation	Thailand	Shareholder	0.25	100	250,000	-
(formerly "Phuket Beach Residence Limited")							
Mai Faad Beach Resort Limited	Hotel operation	Thailand	Shareholder	0.25	100	250,000	-
The Minor Food Group Public Company Limited ("MFG")	Sales of food and beverage	Thailand	Shareholder	327	99.72	2,302,662,067	89,751,955
Royal Garden Plaza Limited	Shopping mall	Thailand	Shareholder	75	100	75,000,000	21,999,991
M Spa International Limited ("MST")	Spa services	Thailand	Shareholder	41	51 ⁽²⁾	20,910,000	-
Samui Beach Residence Limited	Sales of property	Thailand	Shareholder	1	100	1,000,000	59,998,800
Coco Residence Limited	Sales of property	Thailand	Shareholder	0.25	100	250,000	-
Minor Hotel Group Limited	Hotel management	Thailand	Shareholder	17	100	93,500,000	99,999,824
RNS Holding Limited	Management	Thailand	Shareholder	26	100	13,140,822	-
Minor Information Technology Limited	Management	Thailand	Shareholder	6	100	6,000,000	6,999,977
Chao Phaya Resort and Residence Limited	Hotel operation & Sales of property	Thailand	Shareholder	0.25	100	250,000	-
Minor Corporation Public Company Limited ("MINOR")	Distribution	Thailand	Shareholder	490	91.35 ⁽³⁾	(77,348,085)	-

a) Investments in subsidiaries (Continued)

Company - 31 December 2009							
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Dividend (Baht)
RGR International Limited	Management	British Virgin Islands	Shareholder	2.6 (USD 100,000)	100	2,586,000	-
R.G.E. (HKG) Limited	Management	Hong Kong	Shareholder	0.5 (HKD 100,000)	100	542,740	-
M&H Management Limited	Management	Mauritius	Shareholder	0.04 (USD 1,000)	100	36,231	83,051,750
Lodging Investment (Labuan) Limited	Holding investment	Malaysia	Shareholder	0.04 (USD 1,000)	100	36,231	-
Minor International (Labuan) Limited	Hotel operation	Malaysia	Shareholder	0.03 (USD 1,000)	100	34,344	-
Thai Project Property Fund	Property investment	Thailand	Shareholder	75	99.90	74,797,460	37,964,070
Sub Thawee Property Fund	Property investment	Thailand	Shareholder	21	99.86 ⁽⁴⁾	20,734,890	69,597,574
Thai Assets Management Property Fund	Property investment	Thailand	Shareholder	119 ⁽⁵⁾	100	118,562,508	155,138,782
Total investments in subsidiaries						6,659,262,048	765,120,382

⁽¹⁾ Investment portion of 45.30% represents direct holding in Maerim Terrace Resort Limited. Another 25.74% indirect holding is invested through subsidiary.

⁽²⁾ Investment portion of 51% represents direct holding in MST. Another 49% indirect holding is invested through subsidiary.

⁽³⁾ Investment portion of 91.35% represents direct holding in MINOR. Another 8.57% indirect holding is invested through subsidiary.

⁽⁴⁾ Investment portion of 99.86% represents direct holding in Sub Thawee Property Fund. Another 0.14% indirect holding is invested through subsidiary. Paid-up capital of Sub Thawee Property Fund is investment in Class B and Class C unitholders.

⁽⁵⁾ Paid-up capital of Thai Assets Management Property Fund is investment in Class C and Class D unitholders.

a) Investments in subsidiaries (Continued)

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

Company - 31 December				
			Investment portion (%)	
	Nature of business	Country of incorporation	2010	2009
MFG's subsidiaries				
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
R.G.R. Food Service Limited	Sales of food and beverage	Thailand	-	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
The Pizza Restaurant Company Limited	Sales of food and beverage	Thailand	-	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
International Franchise Holding (Labuan) Limited's subsidiaries				
Franchise Investment Corporation of Asia Ltd.	Franchise owner	British Virgin Islands	100	100
The Minor Food Group (China) Limited	Sales of food and beverage	People's Republic of China	100	100
Primacy Investment Limited's subsidiaries				
Delicious Foodstuff (Labuan) Limited	Holding investment	Malaysia	100	100
Delicious Beverage (Labuan) Limited	Holding investment	Malaysia	100	100
Delicious Food Holding (Singapore) Pte. Ltd.	Holding investment	Singapore	100	100
ThaiExpress Concepts Pte. Ltd.	Holding investment	Singapore	70	70
Delicious Food Holding (Singapore) Pte. Ltd.'s subsidiary				
Delicious Food Holding (Australia) Pte. Ltd.	Holding investment	Australia	100	100
M Spa International Limited's subsidiaries				
M Spa Ventures Limited	Spa services	British Virgin Islands	100	100
M Spa Enterprise Management (Shanghai) Limited	Spa services	People's Republic of China	100	100

a) Investments in subsidiaries (Continued)

Company - 31 December				
	Investment portion (%)			
	Nature of business	Country of incorporation	2010	2009
Minor Hotel Group Limited's subsidiary				
Hospitality Investment International Limited	Holding investment	British Virgin Islands	100	100
Hospitality Investment International Limited's subsidiaries				
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
Cyprea Lanka (Private) Limited	Hotel operation	Sri Lanka	80.1	-
Royal Garden Development Limited' subsidiaries				
Rajadamri Residence Limited	Hotel and sales of property	Thailand	100	-
Rajadamri Lodging Limited (formerly "Mai Faad Beach Resort Limited")	Hotel operation	Thailand	100	-
Rajadamri Hotel Public Company Limited's subsidiary				
Rajadamri Residence Limited	Hotel and sales of property	Thailand	-	100
ThaiExpress Concepts Pte. Ltd.'s subsidiaries				
The ThaiExpress Restaurant Pte. Ltd.	Sales of food and beverage	Singapore	100	100
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
The Bund Pte. Ltd.	Sales of food and beverage	Singapore	100	100
Lotus Sky Sdn Bhd.	Sales of food and beverage	Malaysia	100	100
ThaiExpress Concepts Sdn Bhd.	Sales of food and beverage	Malaysia	100	100
MINOR's subsidiaries				
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 - cosmetics and 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
Amore Pacific (Thailand) Limited	Distribution - cosmetics and perfume	Thailand	51	70
Marvelous Wealth Limited	Holding investment	British Virgin Islands	100	100

Thai Assets Management Property Fund

On 24 December 2002, the Group invested in the Thai Assets Management Property Fund which is registered with the Securities and Exchange Commission. The Fund was established for the purpose of investment in real estate. The financial statements of the Property Fund are fully consolidated in the consolidated financial statements because the Group has power to exercise control over the financing and operating policies of the Property Fund.

As at 31 December 2010, the Group holds 100% of the property Fund's Class C and Class D units. The Class C and Class D unitholders have the right to receive dividends after dividends are paid to Class A and Class B unitholders. As at 31 December 2010, the Class A and Class B unitholders have investments amounting to Baht 225 million (2009: Baht 325 million). These unitholders will receive dividends at the specified interest rates and have rights to receive dividends before other classes of unitholders. Such capital of Class A and Class B unitholders is classified as borrowings (Note 22) according to its underlying substance.

Changes in investments in subsidiaries for the year ended 31 December 2010 comprise:

Minor Global Solutions Limited (formerly "Minor Information Technology Limited")

During the first quarter of 2010, Minor Global Solutions Limited, a subsidiary of the Company, increased its registered share capital of 140,000 shares with par value of Baht 100 per share, totalling Baht 14 million. The Company purchased all those shares amounting to Baht 14 million. This subsidiary changed its name from Minor Information Technology Limited to Minor Global Solutions Limited.

Rajadamri Lodging Limited (formerly "Mai Faad Beach Resort Limited")

During the first quarter of 2010, Mai Faad Beach Resort Limited, a subsidiary of the Company, changed its name to Rajadamri Lodging Limited.

During the second quarter of 2010, the Company sold its entire investment in Rajadamri Lodging Limited to Royal Garden Development Limited, a subsidiary of the Company, at paid-up share capital of Baht 250,000. This company called for the 75% remaining of existing ordinary common shares of 10,000 shares and increased its registered share capital of 190,000 shares with a par value of Baht 100 or totalling Baht 19.75 million. Royal Garden Development Limited purchased all those shares of Baht 19.75 million.

R.G.R. Food Service Limited

During the first quarter of 2010, R.G.R. Food Service Limited has completed the liquidation and redeemed its shares to MFG amounting to Baht 0.004 million.

The Pizza Restaurant Company Limited

During the first quarter of 2010, The Pizza Restaurant Company Limited has completed the liquidation and redeemed its shares to MFG amounting to Baht 2 million.

Cyprea Lanka (Private) Limited

On 9 August 2010, a subsidiary of the Group, Hospitality Investment International Limited, has entered into a share purchase agreement of Cyprea Lanka (Private) Limited which operates hotel business in Sri Lanka of 82,010,192 ordinary shares with a par value of 10 Sri Lanka Rupee, totalling USD 11,399,948 or Baht 366.1 million, representing 80.10% of this company's paid-up shares.

The financial statements of Cyprea Lanka (Private) Limited is included in these consolidated financial statements since the date that the Group has control over this subsidiary.

Details of the acquisition are as follows:

	Baht
Purchasing consideration	366,825,199
Net carrying value of Cyprea Lanka (Private) Limited under interest acquired	(112,666,644)
Goodwill	254,158,555

On the acquisition date, the book value at 80.10% interest of assets and liabilities acquired in Cyprea Lanka (Private) Limited are as follows:

	Baht
Cash and cash equivalents	1,784,739
Trade accounts receivable	16,239,742
Inventories	3,666,692
Property, plant and equipment, net	153,138,167
Leasehold right, net	9,198,689
Trade accounts payable	(7,464,705)
Payables from related parties	(16,837,453)
Accrued expenses and other liabilities	(19,068,388)
Book value of net assets	140,657,483
Interest acquired	80.10%
Book value of net assets acquired (Baht)	112,666,644

Net assets from acquisition of investment in Cyprea Lanka (Private) Limited are stated at the net book value at the date of acquisition. The Group is in the process of appraising the fair value of property, plant and equipment. The fair value of other assets and liabilities of Cyprea Lanka (Private) Limited approximates the book value. The difference between net book value and net fair value will be adjusted with goodwill.

Amore Pacific (Thailand) Limited

During the third quarter of 2010, an Extraordinary General Meeting of Shareholders of Amore Pacific (Thailand) Limited, a subsidiary, passed a resolution approving the increase in the registered capital from Baht 20 million to Baht 27.45 million by issuing 74,510 new ordinary shares at par value of Baht 100 to existing shareholder, Amore Pacific Corporation Limited (incorporated in the Republic of Korea). The existing shareholder's holding portion will increase from 30% to 49% while the Group's holding portion will decrease from 70% to 51%. The company received advance for share subscription of Baht 7.45 million in September 2010 and registered the increased share capital with the Ministry of Commerce on 1 October 2010. Change in investment portion resulted in unrealised gain on dilution of investment in the Group amounting to Baht 4,992,405.

AVC Club Development Limited

During the fourth quarter of 2010, the Company received free 1,000 ordinary shares with a par value of USD 1 of AVC Club Developer Limited from Minor Corporation Public Company Limited.

AVC Vacation Club Limited

During the fourth quarter of 2010, the Company acquired ordinary shares of AVC Vacation Club Limited of 1,000 shares with a par value of USD 1. However, the Company has not paid for those share subscription to this company.

b) Investments in associates and joint venture

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Opening net book amount	1,353,096,582	1,241,628,509	24,284,460	24,284,460
Transfer from advance for share subscription (HVC)	17,707,880	-	-	-
Provision for additional payment of investment	22,775,100	24,600,250	-	-
Share of profit of investments in associates and joint venture	216,542,775	168,653,858	-	-
Dividend income	(74,263,056)	(83,518,098)	-	-
Elimination of profit in intangible assets	-	1,732,063	-	-
Closing net book amount	1,535,859,281	1,353,096,582	24,284,460	24,284,460

b) Investments in associates and joint venture (Continued)

Consolidated - 31 December 2010									
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Bant Million)	Investment portion (%)	Cost (Bant)	Equity (Bant)	Dividend (Bant)	
Maikhao Vacation Villas Limited	Sales of right-to-use in time sharing resort	Thailand	Shareholder	40	50	22,999,292	14,605,306	-	
Arabian Spa (Dubai) (LLC)	Spa services	United Arab Emirates	Shareholder	3.4 (0.3 Dirham Million)	49	1,667,936	11,809,049	-	
Eutopia Private Holding Limited	Hotel operation	Republic of Maldives	Shareholder	163.2 (4 USD Million)	50	81,590,000	150,897,824	-	
Tanzania Tourism and Hospitality Investment Limited	Holding investment	British Virgin Islands	Shareholder	- (2 USD)	50	333,457,094	370,816,929	-	
Zanzibar Tourism and Hospitality Investment Limited	Holding investment	British Virgin Islands	Shareholder	- (2 USD)	50	71,508,389	54,257,470	-	
The Coffee Club Holdings Pty. Ltd.	Holding investment	Australia	Shareholder	1,332 (46 AUD Million)	50	689,253,066	807,741,787	48,763,395	
Sizzler China Pte. Limited	Franchise owner	Singapore	Shareholder	-	50	-	9,511,254	-	
Select Service Partner Limited	Sales of food and beverage	Thailand	Shareholder	45	51	22,950,000	101,274,680	25,499,661	
Harbour View Corporation Limited	Hotel operation	Vietnam	Shareholder	209 (84 Dong Billion)	30.39 ⁽¹⁾	78,274,452	14,944,982	-	
Investments in associates and joint venture						1,301,700,229	1,535,859,281	74,263,056	

⁽¹⁾ Changes in the portion of investment in Harbour View Corporation Limited made this investment change from general investment to investment in an associate.

b) Investments in associates and joint venture (Continued)

Consolidated - 31 December 2009								
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Equity (Baht)	Dividend (Baht)
Maikhao Vacation Villas Limited	Sales of right-to-use in time sharing resort	Thailand	Shareholder	40	50	22,999,292	14,100,483	-
Arabian Spa (Dubai) (LLC)	Spa services	United Arab Emirates	Shareholder	3.4 (0.3 Dirham Million)	49	1,667,936	5,219,100	8,408,866
Eutopia Private Holding Limited	Hotel operation	Republic of Maldives	Shareholder	163.2 (4 USD Million)	50	81,590,000	84,848,597	-
Tanzania Tourism and Hospitality Investment Limited	Holding investment	British Virgin Islands	Shareholder	- (2 USD)	50	310,681,994	330,210,521	-
Zanzibar Tourism and Hospitality Investment Limited	Holding investment	British Virgin Islands	Shareholder	- (2 USD)	50	71,508,389	62,693,305	-
The Coffee Club Holdings Pty. Ltd.	Holding investment	Australia	Shareholder	1,332 (46 AUD Million)	50	689,253,066	763,697,399	34,310,300
Sizzler China Pte. Limited	Franchise owner	Singapore	Shareholder	-	50	-	6,618,670	-
Select Service Partner Limited	Sales of food and beverage	Thailand	Shareholder	45	51	22,950,000	85,708,507	40,798,932
Harbour View Corporation Limited	Hotel operation	Vietnam	Shareholder	209 (84 Dong Billion)	30.39 ⁽¹⁾	60,566,572	-	-
Investments in associates and joint venture						1,261,217,249	1,353,096,582	83,518,098

⁽¹⁾ Changes in the portion of investment in Harbour View Corporation Limited made this investment change from general investment to investment in an associate.

b) Investments in associates and joint venture (Continued)

Consolidated - 31 December				
			Investment portion (%)	
			2010	2009
Nature of business			Country of incorporation	
Tanzania Tourism and Hospitality Investment Limited's subsidiary				
Elewana Afrika (T) Limited	Hotel operation	United Republic of Tanzania	100	100
Elewana Afrika (K) Limited	Holding Investment	Kenya	100	-
Flora Holding Limited	Holding Investment	Kenya	100	-
Parrots Limited	Hotel operation	Kenya	100	-
Zanzibar Tourism and Hospitality Investment Limited's subsidiary				
Elewana Afrika (Z) Limited	Hotel operation	United Republic of Tanzania	100	100
The Grande Stone Town Limited	Holding Investment	United Republic of Tanzania	100	-
Parachichi Limited	Hotel operation	United Republic of Tanzania	100	-
Select Service Partner Limited's subsidiary				
Select Service Partner (Cambodia) Limited	Sale of food and beverage	The Kingdom of Cambodia	100	100
The Coffee Club Holdings Pty. Ltd.'s subsidiaries				
Espresso Pty. Ltd.	Property investment	Australia	100	100
The Coffee Club Investment Pty. Ltd.	Franchise owner	Australia	100	100
The Coffee Club Franchising Company Pty. Ltd.	Franchise business	Australia	100	100
The Coffee Club (NSW) Pty. Ltd.	Property investment	Australia	100	100
The Coffee Club (Vic) Pty. Ltd.	Property investment	Australia	100	100
The Coffee Club (Properties) Pty. Ltd.	Property investment	Australia	100	100
The Coffee Club Properties (NSW) Pty. Ltd.	Property investment	Australia	100	100
The Coffee Club Pty. Ltd. (as trustee for The Coffee Club Unit Trust)	Franchise owner	Australia	100	100
The Coffee Club (International) Pty. Ltd.	Franchise owner	Australia	100	100
The Coffee Club (Korea) Pty. Ltd.	Franchise owner	Australia	100	100
The Coffee Club (Mena) Pty. Ltd.	Franchise owner	Australia	100	100
The Coffee Club (NZ) Pty. Ltd.	Franchise owner	Australia	100	100
First Avenue Company Pty. Ltd.	Sale of food and beverage	Australia	100	100

b) Investments in associates and joint venture (Continued)

Company - 31 December 2010							
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Dividend (Baht)
Maikhao Vacation Villas Limited	Sales of right-to-use in time sharing resort	Thailand	Shareholder	40	50	24,284,460	-
Total investments in associates and joint venture						24,284,460	-

Company - 31 December 2009							
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Dividend (Baht)
Maikhao Vacation Villas Limited	Sales of right-to-use in time sharing resort	Thailand	Shareholder	40	50	24,284,460	-
Total investments in associates and joint venture						24,284,460	-

b) Investments in associates and joint venture (Continued)

The Group's share of the results of its principal associates and joint venture, all of which are unlisted, and its share of the assets and liabilities are as follows:

	Country of incorporation	Assets Baht	Liabilities Baht	Revenues Baht	Profit/(loss) Baht	% interest held
Year ended 31 December 2010						
Maikhao Vacation Villas Limited	Thailand	11,415,063	116,693	1,411	504,824	50
Arabian Spa (Dubai) (LLC)	United Arab Emirates	16,992,190	4,914,213	10,629,783	6,589,950	49
Eutopia Private Holding Limited	Republic of Maldives	755,160,656	616,988,208	532,570,499	66,049,227	50
Tanzania Tourism and Hospitality Investment Limited	British Virgin Islands	287,625,483	239,780,277	96,100,451	17,831,307	50
Zanzibar Tourism and Hospitality Investment Limited	British Virgin Islands	80,821,479	133,530,872	8,627,500	(8,435,836)	50
The Coffee Club Holdings Pty. Ltd.	Australia	247,192,979	168,776,766	651,734,784	92,807,783	50
Sizzler China Pte. Limited	Singapore	9,174,748	408,769	5,428,688	2,892,708	50
Select Service Partner Limited	Thailand	137,209,370	42,130,685	312,245,460	41,065,710	51
Harbour View Corporation Limited	Vietnam	54,100,343	58,896,450	7,563,695	(2,762,898)	30.4
		1,599,692,311	1,265,542,933	1,624,902,271	216,542,775	
Year ended 31 December 2009						
Maikhao Vacation Villas Limited	Thailand	43,095,791	32,302,246	21,038,584	8,160,493	50
Arabian Spa (Dubai) (LLC)	United Arab Emirates	16,027,650	13,715,904	10,197,480	3,429,021	49
Eutopia Private Holding Limited	Republic of Maldives	857,375,342	781,096,865	542,150,346	51,080,236	50
Tanzania Tourism and Hospitality Investment Limited	British Virgin Islands	230,862,976	198,261,038	81,450,944	3,816,461	50
Zanzibar Tourism and Hospitality Investment Limited	British Virgin Islands	20,038,290	39,921,752	-	(8,165,399)	50
The Coffee Club Holdings Pty. Ltd.	Australia	242,994,482	170,817,007	401,584,288	70,950,811	50
Sizzler China Pte. Limited	Singapore	6,765,980	568,045	5,257,858	1,425,401	50
Select Service Partner Limited	Thailand	134,623,649	55,949,086	277,226,310	37,956,834	51
Harbour View Corporation Limited	Vietnam	63,710,966	117,318,476	24,515,227	-	30.4
		1,615,495,126	1,409,950,419	1,363,421,037	168,653,858	

Select Service Partner Limited

Investment in Select Service Partner Limited is classified as associated company in the consolidated financial statements because the Group does not have control over this company although the Group holds equity interest of 51%. The equity method of accounting is applied to this investment in the consolidated financial statements.

Changes in investments in associates and joint venture for the year ended 31 December 2010 comprise:

Harbour View Corporation Limited ("HVC")

In May 2009, a subsidiary of the Company additionally invested in Harbour View Corporation Limited located in Vietnam, changing from 19.98% to 30.39% of paid-up shares. This investment has been changed from a general investment to an investment in associate.

In the second quarter of 2010, the Group has completed calculating net asset fair value of HVC. In consideration of fair value of asset, the Company determines the measurement of the asset and considers the possibility that the Company receives economic benefit reasonably. The detail of goodwill including in investment in HVC is as follows:

	Baht
Purchase consideration	17,707,880
Fair value of net liabilities under interest acquired	7,178,760
Goodwill	24,886,640

On the acquisition date, the fair value at 10.41% interest of assets and liabilities acquired in HVC is as follows:

	Baht
Cash	17,666,728
Other current assets	11,672,940
Building and equipment	333,480,781
Leasehold rights	70,711,843
Loan from financial institution	(339,810,450)
Other liabilities	(162,682,076)
Fair value of net liabilities	(68,960,234)
Interest acquired	10.41%
Fair value of net liabilities acquired (Baht)	(7,178,760)

c) Provisions for investment in associate

As at 31 December 2010, the Company had provisions for investment in associate amounting to USD 1.5 million (or equivalent Baht 45.2 million).

13. Other long-term investments, net

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Other companies, net	669,539	27,410,070	24,765	19,318
Related companies, net	1,914,936,740	812,421,239	1,804,523,000	743,792,300
Other long-term investments, net	1,915,606,279	839,831,309	1,804,547,765	743,811,618

a) Investments in other companies

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Opening net book amount	27,410,070	8,808,564	19,318	12,700
Acquisition from business restructuring with MINOR	-	8,539,824	-	-
Acquisitions	5,023,938	-	-	-
Sales of investments	(35,756,480)	-	-	-
Reversal of fair value of investment	3,983,988	-	-	-
Change in fair value of investments	8,023	10,061,682	5,447	6,618
Closing net book amount	669,539	27,410,070	24,765	19,318

Investment in other companies comprises:

	Consolidated			
	Cost method		Fair value	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Available-for-sale securities, cost	9,634	22,841,903	31,315	18,871,846
<u>Adjust</u> Fair value reserves	21,681	(3,970,057)	-	-
Available-for-sale securities, net	31,315	18,871,846	31,315	18,871,846
General investments, cost	2,788,574	10,688,574		
<u>Adjust</u> Impairment	(2,150,350)	(2,150,350)		
General investments, net	638,224	8,538,224		
Investments in the other companies, net	669,539	27,410,070		

	Company			
	Cost method		Fair value	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Available-for-sale securities, cost	8,034	8,034	24,765	19,318
Adjust Fair value reserves	16,731	11,284	-	-
Investments in the other companies, net	24,765	19,318	24,765	19,318

b) Investments in related companies

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Opening net book amount	812,421,239	824,427,534	743,792,300	487,224,640
Acquisition	67,982,519	64,944,865	67,982,519	64,944,865
Transfer to investment in subsidiary from business restructuring with MINOR	-	(159,984,225)	-	-
Change in fair value of investments	1,034,532,982	83,033,065	992,748,181	191,622,795
Closing net book amount	1,914,936,740	812,421,239	1,804,523,000	743,792,300

b) Investments in related companies (Continued)

Consolidated									
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Fair value reserves (Baht)	Net investment (Baht)	
31 December 2010									
Available-for-sale securities									
S&P Syndicate Public Company Limited	Sale & food and beverage	Thailand	Shareholder	490	26.28	750,711,496	1,053,811,504	1,804,523,000	
Serendib Hotels Limited	Hotel	Sri Lanka	Shareholder	120	19.84	43,959,447	66,454,293	110,413,740	
				(412 Sri Lanka Rupee Million)					
Total investments in related companies						794,670,943	1,120,265,797	1,914,936,740	

Consolidated									
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Fair value reserves (Baht)	Net investment (Baht)	
31 December 2009									
Available-for-sale securities									
S&P Syndicate Public Company Limited	Sale & food and beverage	Thailand	Shareholder	523	22.92	682,728,977	61,063,323	743,792,300	
Serendib Hotels Limited	Hotel	Sri Lanka	Shareholder	120	19.84	43,959,447	24,669,492	68,628,939	
				(412 Sri Lanka Rupee Million)					
Total investments in related companies						726,688,424	85,732,815	812,421,239	

b) Investments in related companies (Continued)

Company									
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Fair value reserves (Baht)	Net investment (Baht)	
31 December 2010									
Available-for-sale securities									
	S&P Syndicate Public Company Limited	Thailand	Shareholder	490	26.28	750,711,496	1,053,811,504	1,804,523,000	
Total investments in related company							750,711,496	1,053,811,504	1,804,523,000

Company									
	Nature of business	Country of incorporation	Nature of relationship	Paid-up capital (Baht Million)	Investment portion (%)	Cost (Baht)	Fair value reserves (Baht)	Net investment (Baht)	
31 December 2009									
Available-for-sale securities									
S&P Syndicate Public Company Limited	Sales of food and beverage	Thailand	Shareholder	523	22.92	682,728,977	61,063,323	743,792,300	
Total investments in related company							61,063,323	743,792,300	

S&P Syndicate Public Company Limited

Investment in S&P Syndicate Public Company Limited is classified as other long-term investment in the consolidated financial statements because the Company does not have significant influence over this company.

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.

From the Business Restructuring Plan with Minor Corporation Public Company Limited ("MINOR") (Note 37), MINOR and its subsidiary, which owned 18.58% of the Company's shares before 12 June 2009, have become the subsidiaries of the Company. Therefore, the companies under MINOR are considered as related parties.

The Minor Food Group Company Limited ("MFG") is the subsidiary. Therefore, the companies under MFG are considered as related parties.

During the year, the Group and the Company have entered into transactions with its subsidiaries, associates, and related companies. The terms and basis of such transactions are negotiated between the parties in the ordinary course of business or according to normal trade conditions.

Pricing policies for related party transactions comprise:

Pricing policies	
• Sales and purchases	Prices normally charged to third parties
• Sales from real estate development operations	Prices normally charged to third parties
• Rental income	Agreed prices which approximate to prices normally charged to third parties
• Franchise fee	Agreed prices which approximate to prices normally charged to third parties
• Management income and other income	Agreed prices which approximate to prices normally charged to third parties
• Interest income	Rate as mutually agreed by shareholders and rate determined with reference to the interest rate quoted by commercial banks
• Rental expenses	Agreed prices which approximate to prices normally charged by third parties
• Management expenses	Agreed prices which are costs plus administrative expenses
• Royalty fee	Agreed prices which approximate to prices normally charged by third parties
• Interest expenses	Rate determined with reference to the interest rate quoted by commercial banks

Significant transactions with related companies for the years ended 31 December 2010 and 2009 are summarised as follows:

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Sales				
Associates and joint venture	65,095,299	63,603,505	-	-
Related parties	-	77,760	-	-
Total sales	65,095,299	63,681,265	-	-
Rental income				
Subsidiaries	-	-	41,807,093	43,626,978
Associates and joint venture	630,000	840,000	-	-
Related parties	240,862	7,102,899	-	-
Total rental income	870,862	7,942,899	41,807,093	43,626,978
Interest income				
Subsidiaries	-	-	459,489,624	399,577,744
Associates and joint venture	14,352,304	15,163,834	-	-
Total interest income	14,352,304	15,163,834	459,489,624	399,577,744
Management fee income				
Subsidiaries	-	-	236,034,619	201,421,970
Associates and joint venture	96,779,087	110,373,324	-	2,067,369
Related parties	12,889,523	20,099,681	8,313,389	1,200,000
Total management fee income	109,668,610	130,473,005	244,348,008	204,689,339

Management fee income is mainly from hotel, information system and finance management.

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Dividend income				
Subsidiaries	-	-	1,474,516,784	765,120,382
Associates and joint venture	25,499,537	49,207,799	-	-
Related party	80,210,350	46,903,325	80,210,350	46,903,325
Total dividend income	105,709,887	96,111,124	1,554,727,134	812,023,707
Other income				
Subsidiaries	-	-	3,443,494	5,279,357
Associates and joint venture	7,948,928	9,266,913	183,467	-
Total other income	7,948,928	9,266,913	3,626,961	5,279,357
Purchases				
Related parties	43,572,675	44,162,273	-	-
Total purchases	43,572,675	44,162,273	-	-
Rental expenses				
Subsidiaries	-	-	57,996,655	56,921,972
Related parties	10,576,116	10,706,858	-	-
Total rental expenses	10,576,116	10,706,858	57,996,655	56,921,972
Interest expenses				
Subsidiaries	-	-	14,490,731	11,880,179
Total interest expenses	-	-	14,490,731	11,880,179
Management fee expenses				
Subsidiaries	-	-	70,316,684	61,724,253
Related parties	-	1,729,500	-	-
Total management fee expenses	-	1,729,500	70,316,684	61,724,253
Royalty fee				
Subsidiaries	-	-	581,573	515,209
Total royalty fee expenses	-	-	581,573	515,209
Other expenses				
Related parties	18,513,112	27,502,259	16,171,713	17,528,216
Total other expenses	18,513,112	27,502,259	16,171,713	17,528,216

As at 31 December 2010 and 2009, outstanding balances arising from receivable, payable, advances and loans from/to related companies are summarised as follows:

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Amounts due from related companies				
Subsidiaries	-	-	582,849,409	528,280,100
Associates and joint venture	47,376,548	63,467,978	1,666,610	2,296,571
Related parties	18,728,180	1,800,894	380,328	360,189
Total amounts due from related companies	66,104,728	65,268,872	584,896,347	530,936,860
Long-term loans to related companies				
Subsidiaries	-	-	13,068,542,277	8,820,858,202
Associates and joint venture	384,728,390	445,349,753	-	-
Total long-term loans to related companies	384,728,390	445,349,753	13,068,542,277	8,820,858,202

Long-term loans to related companies are unsecured and denominated in Thai Baht. 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 following year.

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Short-term loans from related companies				
Subsidiaries	-	-	1,376,380,033	1,233,052,788
Amounts due to and advances from related parties				
Subsidiaries	-	-	9,909,403	5,542,872
Associates and joint venture	1,642,757	21,421,885	-	-
Related parties	14,388,963	7,748,392	93,594	-
Total amounts due to and advances from related parties	16,031,720	29,170,277	10,002,997	5,542,872

Short-term loans from subsidiaries 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

Land and projects under development are stated at cost, and are held by the following subsidiaries:

	Consolidated	
	2010 Baht	2009 Baht
Rajadamri Residence Limited	-	1,952,894,283
Minor International (Labuan) Limited	1,674,332,280	661,007,408
Coco Palm Hotel & Resort Limited	298,413,973	190,985,173
Coco Recreation Limited	-	10,600,999
Coco Residence Limited	-	96,827,800
Samui Beach Club Owner Limited	181,111,847	8,838,872
Chao Phaya Resort and Residence Limited	2,390,494	2,390,494
Minor Development Limited	32,866,671	32,866,671
Rajadamri Lodging Limited	2,097,514,802	-
Total land and projects under development	4,286,630,067	2,956,411,700

Rajadamri Residence Limited

In December 2010, the project development of Rajadamri Residence Limited was completed and transferred to land and real estates project for sales (Note 10).

Rajadamri Lodging Limited

As at 31 December 2010, land and project under development of Baht 2,098 million included building under sub-lease agreement for 30 years amounting to Baht 1,237 million from Rajadamri Residence Limited to operate hotel business.

	Consolidated
	Baht Million
Commitments in respect of construction contracts and purchases of assets as at 31 December 2010	315.0
Commitments in respect of construction contracts and purchases of assets as at 31 December 2009	767.8

16. Property, plant and equipment, net

	Consolidated - Baht							
	Land and land improvement	Building and fitting equipment	Building and leasehold improvement	Furniture, fixtures and office equipment	Other equipment	Motor vehicles	Operating equipment	Construction in progress
At 1 January 2009								
Cost	1,062,434,499	9,968,254,785	3,308,661,392	4,285,560,439	1,904,812,241	208,604,101	433,830,143	250,274,961
Less Accumulated depreciation	(122,683,456)	(3,852,652,780)	(1,688,785,739)	(3,031,450,246)	(1,245,649,978)	(130,249,782)	(182,535,829)	-
Provision for impairment	-	-	(6,028,016)	(5,172,515)	(14,930,556)	(66,751)	(338,775)	-
Net book amount	939,751,043	6,115,602,005	1,613,847,637	1,248,937,678	644,231,707	78,287,568	250,955,539	250,274,961
11,141,888,138								
Year ended 31 December 2009								
Opening net book amount	939,751,043	6,115,602,005	1,613,847,637	1,248,937,678	644,231,707	78,287,568	250,955,539	250,274,961
Additions	4,605,880	91,258,785	227,169,636	218,899,495	53,764,111	10,373,793	186,164,986	449,446,061
Acquisition from business restructuring with MINOR	56,266,315	78,211,093	68,201,529	31,958,132	38,385,601	1,222,745	-	320,000
Disposals	(2,653)	(2,149,527)	(8,459,530)	(8,006,785)	(4,479,036)	(917,663)	(4,193,199)	(1,355,233)
Write-off	-	(1,514,777)	(13,756,132)	(6,203,190)	(336,182)	(82,487)	(44,289,701)	(943,389)
Reclassification	61,096,491	(63,098,435)	467,434,140	135,534,588	3,902,840	7,055,607	(20,133,897)	(591,791,334)
Transfer from/to other accounts	-	1,710,526	1,338,617	(7,375,032)	(3,359,837)	210,000	1,948,095	(10,174,705)
Translation adjustment	-	-	(7,812,087)	(803,401)	(2,794,129)	(62,387)	(369,022)	-
Depreciation charge	(13,796,700)	(411,092,452)	(385,784,923)	(393,865,040)	(169,004,479)	(20,853,088)	(19,861,061)	-
Impairment charge (Reversal)	-	-	(3,394,297)	(14,687,150)	6,012,769	66,751	300,458	-
Closing net book amount	1,047,920,376	5,808,927,218	1,958,784,590	1,204,389,295	566,323,365	75,300,839	350,522,198	95,776,361
11,107,944,242								

16. Property, plant and equipment, net (Continued)

Consolidated - Baht									
	Land and land improvement	Building and fitting equipment	Building and leasehold improvement	Furniture, fixtures and office equipment	Other equipment	Motor vehicles	Operating equipment	Construction in progress	Total
At 31 December 2009									
Cost	1,184,559,613	10,031,926,443	4,194,810,703	4,528,479,067	1,966,824,549	221,751,402	551,887,258	95,776,361	22,776,015,396
Less Accumulated depreciation	(136,639,237)	(4,222,999,225)	(2,226,603,800)	(3,304,230,107)	(1,391,583,397)	(146,450,563)	(201,326,743)	-	(11,629,833,072)
Provision for impairment	-	-	(9,422,313)	(19,859,665)	(8,917,787)	-	(38,317)	-	(38,238,082)
Net book amount	1,047,920,376	5,808,927,218	1,958,784,590	1,204,389,295	566,323,365	75,300,839	350,522,198	95,776,361	11,107,944,242
Year ended 31 December 2010									
Opening net book amount	1,047,920,376	5,808,927,218	1,958,784,590	1,204,389,295	566,323,365	75,300,839	350,522,198	95,776,361	11,107,944,242
Additions	66,239,202	14,351,740	94,040,514	189,437,269	96,349,448	21,660,231	106,865,065	570,941,546	1,159,885,015
Acquisition from investment in a subsidiary (Note 12)	22,974,609	20,297,175	92,717,669	407,873	13,573,665	332,704	1,563,908	1,270,564	153,138,167
Disposals	(4,903)	-	(13,490,127)	(13,453,283)	(147,582)	(215,032)	(2,935,603)	-	(30,246,530)
Write-off	-	-	(28,187,541)	(6,655,599)	(973,793)	(25,168)	(8,848,160)	(562,347)	(45,252,608)
Reclassification	2,164,853	11,746,515	371,445,156	257,356,135	8,730,445	975,825	(46,488,494)	(605,930,435)	-
Transfer from/to other accounts	-	-	(3,458)	7,577,774	(119,490)	-	(89,986,239)	(2,457,190)	(84,988,603)
Translation adjustment	(1,139,426)	(1,029,404)	(12,335,934)	132,329	(2,777,216)	(110,282)	(978,786)	(726,964)	(18,965,683)
Depreciation charge	(16,002,477)	(394,676,803)	(388,219,290)	(390,095,665)	(150,765,798)	(23,577,527)	(33,631,872)	-	(1,396,969,432)
Impairment charge (Reversal)	-	-	9,272,256	(9,453,668)	(5,625,677)	-	38,317	-	(5,768,772)
Closing net book amount	1,122,152,234	5,459,616,441	2,084,023,835	1,239,642,460	524,567,367	74,341,590	276,120,334	58,311,535	10,838,775,796
At 31 December 2010									
Cost	1,274,490,328	10,090,892,492	4,506,005,868	4,833,144,586	2,055,178,360	231,154,941	507,479,518	58,311,535	23,556,657,628
Less Accumulated depreciation	(152,338,094)	(4,631,276,051)	(2,421,831,976)	(3,564,188,793)	(1,516,067,529)	(156,813,351)	(231,359,184)	-	(12,673,874,978)
Provision for impairment	-	-	(150,057)	(29,313,333)	(14,543,464)	-	-	-	(44,006,854)
Net book amount	1,122,152,234	5,459,616,441	2,084,023,835	1,239,642,460	524,567,367	74,341,590	276,120,334	58,311,535	10,838,775,796

16. Property, plant and equipment, net (Continued)

Company - Baht									
	Land and land improvement	Building and fitting equipment	Building and leasehold improvement	Furniture, fixtures and office equipment	Other equipment	Motor vehicles	Operating equipment	Construction in progress	Total
At 1 January 2009									
Cost	9,871,983	617,973,087	55,331,144	291,210,115	19,305,980	27,634,873	15,618,550	7,001,533	1,043,947,265
Less Accumulated depreciation	(61,743)	(304,125,260)	(21,019,966)	(209,874,841)	(9,340,472)	(16,633,966)	(7,189,838)	-	(568,246,086)
Net book amount	9,810,240	313,847,827	34,311,178	81,335,274	9,965,508	11,000,907	8,428,712	7,001,533	475,701,179
Year ended 31 December 2009									
Opening net book amount	9,810,240	313,847,827	34,311,178	81,335,274	9,965,508	11,000,907	8,428,712	7,001,533	475,701,179
Additions	-	-	-	15,711,093	1,631,913	-	190,150	84,421,718	101,954,874
Disposals	-	(886,580)	-	(826,686)	-	(902,164)	-	(1,355,233)	(3,970,663)
Write-off	-	(1,514,777)	-	(368,421)	-	-	-	-	(1,883,198)
Reclassification	140,000	(4,349,328)	6,755,115	62,198,481	10,822,990	-	24,960	(75,592,218)	-
Depreciation charge	(56,222)	(33,177,788)	(6,186,215)	(21,778,536)	(5,443,342)	(2,381,142)	(2,061,861)	-	(71,085,106)
Closing net book amount	9,894,018	273,919,354	34,880,078	136,271,205	16,977,069	7,717,601	6,581,961	14,475,800	500,717,086
At 31 December 2009									
Cost	10,011,983	607,764,518	62,086,259	363,877,127	29,692,770	25,284,874	15,833,660	14,475,800	1,129,026,991
Less Accumulated depreciation	(117,965)	(333,845,164)	(27,206,181)	(227,605,922)	(12,715,701)	(17,567,273)	(9,251,699)	-	(628,309,905)
Net book amount	9,894,018	273,919,354	34,880,078	136,271,205	16,977,069	7,717,601	6,581,961	14,475,800	500,717,086

16. Property, plant and equipment, net (Continued)

	Company - Baht								
	Land and land improvement	Building and fitting equipment	Building and leasehold improvement	Furniture, fixtures and office equipment	Other equipment	Motor vehicles	Operating equipment	Construction in progress	Total
Year ended 31 December 2010									
Opening net book amount	9,894,018	273,919,354	34,880,078	136,271,205	16,977,069	7,717,601	6,581,961	14,475,800	500,717,086
Additions	-	302,695	7,842,232	9,312,410	582,987	-	969,880	18,434,243	37,444,447
Disposals	-	-	-	(447)	-	-	-	-	(447)
Reclassification	-	7,236,180	3,113,196	10,647,554	557,249	-	-	(21,554,179)	-
Depreciation charge	(63,099)	(33,148,204)	(6,668,768)	(26,003,514)	(5,128,068)	(2,093,001)	(2,123,828)	-	(75,228,482)
Closing net book amount	9,830,919	248,310,025	39,166,738	130,227,208	12,989,237	5,624,600	5,428,013	11,355,864	462,932,604
At 31 December 2010									
Cost	10,011,983	615,303,393	73,041,687	383,040,595	30,833,006	25,284,874	16,803,540	11,355,864	1,165,674,942
Less Accumulated depreciation	(181,064)	(366,993,368)	(33,874,949)	(252,813,387)	(17,843,769)	(19,660,274)	(11,375,527)	-	(702,742,338)
Net book amount	9,830,919	248,310,025	39,166,738	130,227,208	12,989,237	5,624,600	5,428,013	11,355,864	462,932,604

During 2002 to 2003, certain subsidiaries have entered into sale and leaseback agreements with the Thai Assets Management Property Fund and Sub Thawee Property Fund with the first right of repurchase. The Property Funds are consolidated in the consolidated financial statements of the Group. The sale and leaseback transactions have been accounted for as secured borrowings (Note 22). There is no accounting entries relating to property, plant and equipment required to record in the consolidated financial statements. As at 31 December 2010, other long-term borrowings (Note 22) are secured by fixed assets of these subsidiaries with book values of Baht 934 million.

Capital commitments

	Consolidated	Company
	Baht Million	Baht Million
Commitments in respect of building renovation contracts and purchases of equipment as at 31 December 2010	39.2	18.7
Commitments in respect of building renovation contracts and purchases of equipment as at 31 December 2009	92.0	-

17. Intangible assets, net

	Consolidated - Baht						
	Franchise development expenses	Initial franchise fees	Goodwill	Brand	Computer software	Computer software under installation	Total
At 1 January 2009							
Cost	158,426,512	128,165,000	3,054,349,673	-	116,509,548	30,900,724	3,488,351,457
Less Accumulated amortisation	(153,410,917)	(89,481,855)	(391,808,049)	-	(38,803,438)	-	(673,504,259)
Provision for impairment	-	-	-	-	(173,843)	-	(173,843)
Net book amount	5,015,595	38,683,145	2,662,541,624	-	77,532,267	30,900,724	2,814,673,355
Year ended 31 December 2009							
Opening net book amount	5,015,595	38,683,145	2,662,541,624	-	77,532,267	30,900,724	2,814,673,355
Additions	11,547,100	10,890,673	716,801,947	-	21,886,822	97,349,402	858,475,944
Acquisition from business restructuring with MINOR	-	-	-	-	42,710,821	-	42,710,821
Reclassification	-	-	(560,030,233)	560,030,233	-	-	-
Transfer from other account	1,596,000	-	189,636,955	-	13,145,070	-	204,378,025
Translation adjustment	-	(910,107)	-	-	(103,709)	-	(1,013,816)
Amortisation charge	(4,767,649)	(5,412,315)	-	-	(31,870,414)	-	(42,050,378)
Reversal of impairment charge	-	-	-	-	1,255,457	-	1,255,457
Net book amount	13,391,046	43,251,396	3,008,950,293	560,030,233	124,556,314	128,250,126	3,878,429,408
At 31 December 2009							
Cost	171,569,612	135,881,519	3,400,758,332	560,030,233	219,985,325	128,250,126	4,616,475,147
Less Accumulated amortisation	(158,178,566)	(92,630,123)	(391,808,039)	-	(89,123,102)	-	(731,739,830)
Provision for impairment	-	-	-	-	(6,305,909)	-	(6,305,909)
Net book amount	13,391,046	43,251,396	3,008,950,293	560,030,233	124,556,314	128,250,126	3,878,429,408

17. Intangible assets, net (Continued)

	Consolidated - Baht						
	Franchise development expenses	Initial franchise fees	Goodwill	Brand	Computer software	Computer software under installation	Total
Year ended 31 December 2010							
Opening net book amount	13,391,046	43,251,396	3,008,950,293	560,030,233	124,556,314	128,250,126	3,878,429,408
Additions	-	3,995,590	-	-	93,859,159	27,066,134	124,920,883
Acquisition from investment in a subsidiary (Note 12)	-	-	254,158,555	-	-	-	254,158,555
Write-off	(484,914)	(93,396)	-	-	(6,065,058)	-	(6,643,368)
Reclassification	-	-	-	-	128,250,126	(128,250,126)	-
Transfer from to other account	(6,494,218)	(34,755)	-	-	70,340,084	52,781,600	116,592,711
Adjustment to actual costs	-	-	(14,661,334)	-	-	-	(14,661,334)
Translation adjustment	136,569	894,132	-	-	(626,179)	-	404,522
Amortisation charge	(3,348,850)	(4,811,424)	-	-	(51,329,951)	-	(59,490,225)
Reversal of impairment charge	-	-	-	-	5,055,779	-	5,055,779
Net book amount	3,199,633	43,201,543	3,248,447,514	560,030,233	364,040,274	79,847,734	4,298,766,931
At 31 December 2010							
Cost	164,727,049	140,643,090	3,640,255,553	560,030,233	505,743,457	79,847,734	5,091,247,116
Less Accumulated amortisation	(161,527,416)	(97,441,547)	(391,808,039)	-	(140,453,053)	-	(791,230,055)
Provision for impairment	-	-	-	-	(1,250,130)	-	(1,250,130)
Net book amount	3,199,633	43,201,543	3,248,447,514	560,030,233	364,040,274	79,847,734	4,298,766,931

17. Intangible assets, net (Continued)

	Company - Baht
	Computer software
At 1 January 2009	
Cost	23,991,237
<u>Less</u> Accumulated amortisation	(9,168,560)
Net book amount	14,822,677
Year ended 31 December 2009	
Opening net book amount	14,822,677
Additions	3,360,451
Amortisation charge	(6,337,974)
Net book amount	11,845,154
At 31 December 2009	
Cost	27,351,688
<u>Less</u> Accumulated amortisation	(15,506,534)
Net book amount	11,845,154
Year ended 31 December 2010	
Opening net book amount	11,845,154
Additions	3,462,817
Amortisation charge	(5,424,377)
Net book amount	9,883,594
At 31 December 2010	
Cost	30,814,505
<u>Less</u> Accumulated amortisation	(20,930,911)
Net book amount	9,883,594

18. Leasehold right, net

	Consolidated	Company
	Baht	Baht
At 1 January 2009		
Cost	3,451,725,871	18,690,531
<u>Less</u> Accumulated amortisation	(1,432,322,499)	(12,460,921)
Net book amount	2,019,403,372	6,229,610
Year ended 31 December 2009		
Opening net book amount	2,019,403,372	6,229,610
Acquisition from business restructuring with MINOR	66,934,186	-
Additions	26,274,442	-
Transfer from other account	4,820,220	-
Write-off	(106,142)	-
Translation adjustment	(6,844,376)	-
Amortisation charge	(146,899,979)	(622,620)
Net book amount	1,963,581,723	5,606,990
At 31 December 2009		
Cost	3,637,148,355	18,690,531
<u>Less</u> Accumulated amortisation	(1,673,566,632)	(13,083,541)
Net book amount	1,963,581,723	5,606,990
Year ended 31 December 2010		
Opening net book value	1,963,581,723	5,606,990
Additions	53,317,885	-
Acquisition from investment in a subsidiary (Note 12)	9,198,689	-
Transfer to other account	(20,620,698)	-
Translation adjustment	(34,288,825)	-
Amortisation charge	(123,430,568)	(623,017)
Net book amount	1,847,758,206	4,983,973
At 31 December 2010		
Cost	3,646,284,291	18,690,531
<u>Less</u> Accumulated amortisation	(1,798,526,085)	(13,706,558)
Net book amount	1,847,758,206	4,983,973

19. Other non-current assets

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Deposits	579,317,538	559,815,663	4,473,860	4,320,679
Deferred charges	213,736,693	227,872,424	54,930,326	53,719,832
Others	37,852,127	74,520,757	-	-
Total other non-current assets	830,906,358	862,208,844	59,404,186	58,040,511

20. Bank overdrafts and short-term loans from financial institutions

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Bank overdrafts	2,048,492	-	-	-
Short-term loans from financial institutions	574,761,249	683,334,700	-	-
Total bank overdrafts and short-term loans from financial institutions	576,809,741	683,334,700	-	-

The short-term loans from financial institutions are denominated in Yuan amounting to Yuan 126,000,000 and carry interest rates at the rates from 5.40% - 5.66% per annum.

21. Other current liabilities

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Accounts payable - construction	234,504,767	178,340,465	1,580,944	1,553,660
Provisions for investments	45,226,950	744,442,500	-	-
Payable from purchase of investments	58,006,388	-	-	-
Sales of residence received in advance	295,581,427	-	-	-
Booking deposits	195,432,440	135,032,796	4,702,820	3,753,726
Other payable	551,913,847	383,340,357	32,035,919	22,360,452
Others	290,375,108	509,243,999	17,382,159	6,363,507
Total other current liabilities	1,671,040,927	1,950,400,117	55,701,842	34,031,345

22. Long-term borrowings

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Current portion				
Loans from financial institutions	390,762,409	370,762,409	244,000,000	244,000,000
Other borrowings	164,260,000	164,260,000	-	-
	555,022,409	535,022,409	244,000,000	244,000,000
Long-term borrowings				
Loans from financial institutions	2,147,253,650	1,783,682,119	1,052,000,000	1,396,000,000
Other borrowings	188,610,640	352,870,640	-	-
	2,335,864,290	2,136,552,759	1,052,000,000	1,396,000,000
Total long-term borrowings	2,890,886,699	2,671,575,168	1,296,000,000	1,640,000,000

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

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Next year	555,022,409	535,022,409	244,000,000	244,000,000
Between 2 and 5 years	2,034,351,290	2,136,552,759	1,052,000,000	1,396,000,000
After 5 years	301,513,000	-	-	-
Total long-term borrowings	2,890,886,699	2,671,575,168	1,296,000,000	1,640,000,000

The movements in the borrowings can be analysed as follows:

	Consolidated	Company
	Baht	Baht
For the year ended 31 December 2010		
Opening amount	2,671,575,168	1,640,000,000
Additions	859,341,952	-
Repayment of borrowings	(635,022,371)	(344,000,000)
Translation adjustment	(5,008,050)	-
Closing amount	2,890,886,699	1,296,000,000

Loans from financial institutions

As at 31 December 2010, loans from financial institutions in the consolidated financial statements totalling Baht 2,538 million comprise:

- a) The Company's unsecured loan from a local bank of Baht 180 million. The loan carries interest rate of 12 months fixed deposit rate of a local bank plus a margin and is due for repayment in 10 semi-annual installments of Baht 60 million per installment with the first repayment from November 2007. The loan is subject to certain conditions which the Company has to comply throughout the loan period.
- b) The Company's unsecured loan from a foreign bank (Bangkok Branch) of Baht 1,116 million. The loan carries interest rate of THB FIX plus a margin and is due for repayment in 9 semi-annual installments with the first repayment from June 2010. The loan is subject to certain conditions which the Company has to comply throughout the loan period.
- c) A subsidiary's unsecured loan from a foreign bank (Bangkok Branch) of USD 11.1 million. The loan carries interest rate of LIBOR plus a margin and is due for repayment in 9 semi-annual instalments of USD 2.22 million per installment with the first repayment in May 2009. The loan is subject to certain conditions which the subsidiary has to comply throughout the loan period.

As at 31 December 2010, the Group has outstanding cross currency swap and interest rate swap contracts which convert the above loan of USD 11.1 million into of AUD 12.8 million with a fixed interest rate. Moreover, the Group also entered into a foreign currency forward contract to convert the AUD payment obligation into THB which has outstanding of THB 317 million.

- d) A subsidiary's unsecured loan from two local banks of Baht 20 million (total loan facilities of Baht 3,050 million). The loan carries interest rate of MLR less a margin and is due for repayment between 2011 and 2017. The loan is subject to certain conditions which the subsidiary has to comply with throughout the loan period.
- e) A subsidiary's unsecured loan from local bank of USD 30 million. The loan carries interest rate of 6 months SIBOR plus a margin and 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 2010, the Group has outstanding interest rate swap contracts with a financial institution for the above loan of USD 20 million which converts floated interest rates of SIBOR plus a margin and which is effective from 15 June 2010 to 15 December 2016.

Other borrowings

Other borrowings amounting to Baht 353 million represent borrowings by the two property funds as follows:

- a) Long-term borrowing of Baht 225 million representing Class A and Class B investment units in the Thai Assets Management Property Fund being held by financial institutions with 10 years maturity until 2013. The unit holders receive interest at fixed rates and MLR less a margin as specified in the Unit Holders Agreement.

Thai Assets Management Property Fund holds sub-lease rights and legal titles in the Group's property, plant and equipment with a book value of Baht 722 million as collateral.

- b) Long-term borrowing of Baht 128 million representing Class A investment units in the Sub Thawee Property Fund being units held by financial institutions with 10 years maturity until 2012. The unit holders receive interest at MLR less a margin as specified in the Unit Holders Agreement.

Sub Thawee Property Fund holds the sub-lease rights and legal titles in the Group's property, plant and equipment with a book value of Baht 212 million as collateral.

The carrying amounts of long-term loans as of 31 December 2010 approximate to their fair values.

Borrowing facilities

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

31 December 2010				
	Consolidated		Company	
	Baht Million	USD Million	Baht Million	USD Million
Floating interest rate				
- expiring within one year	7,030	-	4,000	-
- expiring beyond one year	1,000	-	1,000	-
	8,030	-	5,000	-

31 December 2009				
	Consolidated		Company	
	Baht Million	USD Million	Baht Million	USD Million
Floating interest rate				
- expiring within one year	2,500	28.5	2,500	-
- expiring beyond one year	7,930	-	4,900	-
	10,430	28.5	7,400	-

23. Debentures

	Consolidated and Company	
	2010 Baht	2009 Baht
Current portion of debentures	1,000,000,000	1,275,000,000
Debentures due in longer term	9,900,000,000	6,900,000,000
Total debentures	10,900,000,000	8,175,000,000

The movements in debentures can be analysed as follows:

		Consolidated and Company
		Baht
For the year ended 31 December 2010		
Opening amount		8,175,000,000
Additions		4,000,000,000
Redemption		(1,275,000,000)
Closing amount		10,900,000,000

Debentures comprise:

- a) Debentures of Baht 1,000 million issued in January 2004 which are unsecured, senior and without a debenture holders' representative. These debentures have a fixed rate of interest and were repaid in full during the year 2010.
- b) Debentures of Baht 1,100 million issued in May 2005 which are unsecured, senior and without a debenture holders' representative. These debentures have a fixed rate of interest and due for repayment in 4 semi-annually installments by amount of Baht 275 million per installment with the first repayment due in November 2008 and the last payment was made during the year 2010.
- c) Debentures of Baht 2,060 million issued in September 2007 which are unsecured, senior and without a debenture holders' representative. These debentures have a fixed rate of interest and are due for repayment within 2014.
- d) Debentures of Baht 1,840 million issued in September 2007 which are unsecured, senior and without a debenture holders' representative. These debentures have a fixed rate of interest and are due for repayment within 2012.
- e) Debentures of Baht 1,000 million issued in October 2008 which are unsecured, senior and without a debenture holders' representative. These debentures have a fixed rate of interest and are due for repayment within 2011.
- f) Debentures of Baht 2,000 million issued in July 2009 which are unsecured, senior and with a debenture holders' representative. These debentures have a fixed rate of interest and are due for repayment within 2013.
- g) Debentures of Baht 2,500 million issued in May 2010 which are unsecured, senior and with a debenture holders' representative. These debentures have a fixed rate of interest due for payment of interest semi-annually and are due for repayment within 2015.
- h) Debentures of Baht 500 million issued in December 2010 which are unsecured, senior and without a debenture holders' representative. These debentures have a fixed rate of interest and are due for repayment within 2015.
- i) Debentures of Baht 1,000 million issued in December 2010 which are unsecured, senior and with a debenture holders' representative. These debentures have a fixed rate of interest and are due for repayment within 2017.

As at 31 December 2010, the Company has outstanding interest rate swap contracts with a financial institution for the above debentures of Baht 1,000 million which converts fixed interest rates to average of 6 months fixed deposit rate and due for repayment semi-annually.

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 annual general meeting of the shareholders of the Company held on 25 April 2008, the shareholders passed a resolution to approve issuance of no more than fifteen-year unsubordinated debentures not exceeding Baht 15,000 million, to be used for working capital, business expansion and/or refinance of existing loans and debentures of the Company. As at 31 December 2010, a total of Baht 7,000 million debentures have been issued under this shareholders' resolution.

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

	Carrying amounts		Fair values	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Debentures	10,900,000,000	8,175,000,000	11,166,263,030	8,240,866,582

The fair values are based on discounted cash flows using discount rates based upon market yield rates which are quoted by The Thai Bond Associates at the balance sheet date.

24 Provision for employee benefits

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Amount arising from plans that are				
- Wholly unfunded	117,336,321	167,064,547	18,007,894	39,130,126
- Wholly or partly funded	-	-	-	-
Reconciliation of the present value of provision:				
Provision at beginning of the period	167,064,547	133,947,929	39,130,126	41,157,470
Current service cost	17,400,620	17,427,750	2,450,629	2,449,963
Interest cost	1,820,706	1,940,715	617,719	919,289
Acquisition from business restructuring with MINOR	-	20,987,265	-	-
Benefits paid	(68,949,552)	(7,239,112)	(24,190,580)	(5,396,596)
Provision at end of the period	117,336,321	167,064,547	18,007,894	39,130,126
Amount recognised in statements of income:				
Current service cost	17,400,620	17,427,750	2,450,629	2,449,963
Interest cost	1,820,706	1,940,715	617,719	919,289
Expense recognised in statements of income	19,221,326	19,368,465	3,068,348	3,369,252

The Group accounts for these liabilities on an estimated basis using the following key assumptions:

Discount rates	3.5% - 4%
Expected return on plan assets	N/A
Future salary increase rates	3% - 9%
Retirement age	60 years old

25. Other non-current liabilities

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Unearned income	140,815,981	158,188,194	4,046,466	6,913,032
Rental deposits	129,677,318	143,784,850	505,435	578,035
Accrued land rental	262,600,651	-	-	-
Others	35,337,965	33,566,472	1,779,024	1,828,160
Total other non-current liabilities	568,431,915	335,539,516	6,330,925	9,319,227

26. Share capital and share premium

	Consolidated			
	Number of ordinary shares	Ordinary shares Baht	Share premium Baht	Total Baht
As at 1 January 2009	3,614,264,065	3,614,264,065	3,040,085,741	6,654,349,806
Issue of shares (Note 27, 37)	518,832,430	518,832,430	25,770,531	544,602,961
Share reduction (Note 37)	(886,680,703)	(886,680,703)	-	(886,680,703)
As at 31 December 2009	3,246,415,792	3,246,415,792	3,065,856,272	6,312,272,064
Issue of shares (Note 27)	15,923,581	15,923,581	67,937,682	83,861,263
As at 31 December 2010	3,262,339,373	3,262,339,373	3,133,793,954	6,396,133,327

	Company			
	Number of ordinary shares	Ordinary shares Baht	Share premium Baht	Total Baht
As at 1 January 2009	3,614,264,065	3,614,264,065	3,014,433,365	6,628,697,430
Issue of shares (Note 27, 37)	518,832,430	518,832,430	25,770,531	544,602,961
Share reduction (Note 37)	(886,680,703)	(886,680,703)	-	(886,680,703)
As at 31 December 2009	3,246,415,792	3,246,415,792	3,040,203,896	6,286,619,688
Issue of shares (Note 27)	15,923,581	15,923,581	67,937,682	83,861,263
As at 31 December 2010	3,262,339,373	3,262,339,373	3,108,141,578	6,370,480,951

As at 31 December 2010, the registered shares comprise 3,677,988,773 ordinary shares with par value of Baht 1 per share (2009: 3,351,850,736 ordinary shares). The issued and fully paid-up shares comprise 3,262,339,373 ordinary shares (2009: 3,246,415,792 ordinary shares).

At the annual general meeting of the shareholders of the Company held on 26 April 2010, the shareholders passed a resolution to approve the following matters:

- a) Approved the reduction of the Company's registered capital from Baht 3,351,850,736 to Baht 3,350,746,158 through the elimination of the registered, but unissued of 1,104,578 shares, with a par value of Baht 1 each. The unissued shares of Baht 1,104,578 are the remaining shares from tender offer (Note 37).
- b) Approved the issuance of 327,242,615 new ordinary shares, with a par value of Baht 1 each to be available for the exercise of the Company's warrants on ordinary shares No.4 (MINT - W4). This results in the increase in the Company's registered capital from Baht 3,350,746,158 to Baht 3,677,988,773.

27. Warrants

The Group had issued warrants to subscribe for ordinary shares to existing shareholders, directors and employees of the Company and its subsidiaries, 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 these financial statements (Note 2.23).

27. Warrants (Continued)

Issued by	Allotted to	Approval date	Determined exercising date		Outstanding warrant	As at 31 December 2009	Increase during the year	Decrease during the year					As at 31 December 2010	
			First Exercise	Last exercise	Unit		Warrant	Expire	Exercise	Exercise ratio for ordinary shares per 1 warrant	Issue of ordinary shares during the year (Baht)	Exercise price	Amount	Outstanding warrant
					Unit		Unit	Unit	Unit		(Baht)	Baht	Baht	Unit
The Company	Directors and employees of the Company and its subsidiary No. 2	15 December 2005	28 February 2006	16 January 2011	21,200,000		-	-	(7,217,000)	1.12645	8,128,100	2.645	21,498,825	13,983,000
	Directors and employees of the Company and its subsidiary No. 3	14 November 2007	31 January 2008	17 December 2012	9,629,367		-	-	(1,557,480)	1.10000	1,711,600	8.918	15,264,049	8,071,887
	Directors and employees of the Company and its subsidiary No. 5	6 March 2009	30 October 2009	21 October 2013	33,065,750	26,365,000	-	-	(5,342,800)	1.00000	5,342,800	7.65	40,872,420	54,087,950
	Directors and employees of the Company and its subsidiary (MINT - W)	6 March 2009	30 June 2009	12 June 2014	2,629,377	-	-	-	(692,700)	1.00000	692,700	8.08	5,597,016	1,936,677
	Former shareholders (MINT - W4)	26 April 2010	30 June 2010	18 May 2013	-	325,429,928	-	-	(48,381)	1.00000	48,381	13.00	628,953	325,381,547
Total issue by the Company					66,524,494	351,794,928	-	(14,858,361)			15,923,581		83,861,263	403,461,061

At the annual general meeting of the shareholders of the Company held on 26 April 2010, the shareholders passed a resolution to approved the issuance of the Company's warrants on ordinary shares No. 4 (MINT - W4), not exceeding 327,242,615 units for offering to existing shareholders for free-of-charge at the ratio of 10 ordinary shares to 1 unit of warrant, having a term of not exceeding 3 years from the initial issuance date, and having an exercise ratio of 1 unit of warrant per 1 ordinary share at an exercise price of Baht 13 per share.

28. Legal reserve

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.

As at 31 December 2010, legal reserves of subsidiaries amounting to Baht 114,174,358 (2009: Baht 110,411,858) have been included in the unappropriated retained earnings of the consolidated financial statements.

29. Other income

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Rental income	17,148,790	25,831,800	38,447,092	40,266,978
Interest income	28,051,380	61,261,904	463,722,120	441,752,799
Subsidy income	57,397,881	56,755,981	-	-
Premium sales income	130,486,964	83,440,728	-	-
Management income	18,081,857	40,763,514	-	-
Sales of raw material to franchisees	3,573,970	2,310,789	-	-
Gain on exchange rate	3,327,520	14,954,838	-	-
Freight charges	78,665,670	35,114,269	-	-
Gain on sales of long-term investment	29,693,470	-	-	-
Others	283,820,384	247,441,576	11,088,581	31,054,465
Total other income	650,247,886	567,875,399	513,257,793	513,074,242

30. Expenses by nature

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

	Consolidated		Company	
	2010 Baht	2009 Baht	2010 Baht	2009 Baht
Depreciation on property, plant and equipment (Note 16)	1,396,969,432	1,414,257,743	75,228,482	71,085,106
Impairment of property, plant and equipment (Note 16)	5,768,772	11,701,468	-	-
Loss (gain) on disposal of property, plant and equipment	18,645,073	84,993,688	(113,104)	2,714,759
Amortisation of intangible assets (Note 17)	59,490,225	42,050,378	5,424,377	6,337,974
Amortisation of leasehold rights	109,993,121	109,153,498	623,017	622,620
Doubtful debts (Reversal)	4,350,852	6,286,302	(29,660)	(22,393)
Staff costs	4,046,768,986	3,719,263,801	323,341,943	359,530,836

31. Income tax

	Consolidated		Company	
	2010 %	2009 %	2010 %	2009 %
Income tax rate	0 - 30	0 - 30	25	25

Reconciliation of income tax expense and the result of the accounting profit multiplied by the income tax rate of the country where the Group is domiciled are presented as follows:

Company financial statements

- Revenues which are not subject to income tax, which is mainly dividends income
- Non-deductible tax expenses

Consolidated financial statements

- Effect of the different tax rates
- Free income tax in some countries
- Revenues and expenses incurred within the Group which are subject to income tax but are eliminated in preparation of consolidated financial statements
- Revenues which are not subject to income tax
- Non-deductible tax expenses
- Use of accumulated tax losses

32. Earnings per share for profit attributable to the equity holders of the parent

Basic earnings per share is calculated by dividing the net profit attributable to shareholders for the year by the weighted average number of paid-up 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 done 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.

For the calculation of the diluted earnings per share, the weighted average number of shares assuming conversion of all dilutive potential ordinary shares as at 31 December 2010 is 30,763,059 shares (2009: 21,643,213 shares).

	Consolidated and Company	
	For the years ended 31 December	
	2010 Shares	2009 Shares
Weighted average number of ordinary shares in issue, net	3,255,949,536	3,268,811,347
Effect of dilutive potential ordinary shares		
Warrants	30,763,059	21,643,213
Dilutive potential ordinary shares	30,763,059	21,643,213
Weighted average number of ordinary shares for diluted earnings per share	3,286,712,595	3,290,454,560

	Consolidated	
	For the years ended 31 December	
	2010 Shares	2009 Shares
Net profit attributable to shareholders	1,241,100,194	1,400,315,993
Basic earnings per share	0.3812	0.4284
Diluted earnings per share	0.3776	0.4256

	Company	
	For the years ended 31 December	
	2010 Shares	2009 Shares
Net profit attributable to shareholders	1,517,045,197	790,369,175
Basic earnings per share	0.4659	0.2418
Diluted earnings per share	0.4616	0.2402

33. Dividends

On 26 April 2010, the annual general meeting of the shareholders of the Company passed a resolution to approve a dividend payment amounting to Baht 0.15 per share (2009: Baht 0.31 per share) to existing shareholders and the shareholders of ordinary shares converted from convertible securities of not exceeding Baht 490.9 million (2009: Baht 1,094 million). The dividend was paid on 24 May 2010.

From the board of director meeting of Company on 14 January 2009, the board of directors passed the resolution to pay the interim dividend from 2008 company's performance in cash of Baht 0.23 per share to existing shareholders, not exceeding Baht 835 million, on 11 February 2009. Dividends included dividend paid to a subsidiary amounting to Baht 49.52 million, which is added back to the retained earnings in consolidated financial statements.

On 10 June 2009, the board of directors passed the resolution to pay the interim dividend from 2008 company's performance in cash of Baht 0.08 per share to existing shareholders, not exceeding Baht 259 million on 9 July 2009.

34. Financial instruments

Financial risk management policies

The Group is exposed to normal risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties and the tourism industry turnover. The Group does not have policy to use derivative financial instruments for speculative or trading purposes.

Liquidity risk

The Group controls its liquidity risk by maintaining sufficient cash and cash equivalent by management team in order to support the operations of the Group and reduce the risk occurred from changes in cash flows.

Interest rate risk

Interest rate risk is occurred from changes in market interest rates which will affect the results of the Group's operations and its cash flows. The Group manages liabilities by borrowing with fixed and floating interest rates in accordance with the market situation. However, the interest rates of debentures of the Group are mainly fixed. In order to manage the risk arising from fluctuation in interest rates, the Group uses the derivative financial instruments which mainly are interest rate swaps. Interest rate swaps are entered into to manage exposure to fluctuation in interest rate on specific borrowing.

As at 31 December 2010, the Group has entered into the interest rate swap contracts as follows:

- a) Interest rate swap contract for debenture in Baht currency with principal amount of Baht 1,000 million, which will swap interest at a fixed interest rate to float interest rate reference to the average rate of 6 months fixed deposit rates of 4 commercial banks plus a fixed rate. The amount of Baht 1,000 million will expire on 24 October 2011.
- b) Interest rate swap contract for loan from financial institution in USD currency with principal amount of USD 11.1 million, which will swap interest at a float interest rate to a fixed interest rate. The contract will expire on 2 May 2013.
- c) Interest rate swap contract for loan from financial institution in USD currency with principal amount of USD 10 million, which swap floating interest rate to fixed interest rate. The contract will expire in 2015.
- d) Interest rate swap contract for loan from financial institution in USD currency with principal amount of USD 10 million, which swap floating interest rate to fixed interest rate. The contract will expire in 2016.

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 2010, the Group has entered into cross currency swap contracts to protect risk of loan from financial institution (Note 22) by conversion liabilities from loan in USD currency with outstanding amount of USD 11.1 million at fixed interest rate computed from USD loan to loan in AUD currency with outstanding amount of AUD 12.8 million at fixed interest rate computed from AUD loan. Moreover, the Group has entered into forward foreign exchange contracts to convert liabilities from loan in AUD currency with outstanding amount of AUD 12.8 million to Baht loan at exchange rate of Baht 26.75 per AUD for the amount of AUD 6.4 million and Baht 22.95 per AUD for the amount of AUD 6.4 million. All above contracts will expire on 2 May 2013.

Foreign exchange forward contracts

Foreign exchange forward contracts are for managing exposure to fluctuations in foreign currency exchange rates for the purchase of goods. As at 31 December 2010, foreign exchange forward contracts, which the settlement dates on open forward contracts ranged from 1 month to 2 months (2009: 1 month to 3 months), the amounts in Baht to be paid and contractual exchange rates for the outstanding contracts are:

	Consolidated	
	2010 Baht	2009 Baht
USD 722,714 (Baht 30.334 - 32.131/1 USD)	21,793,998	161,493,728
AUD 2,896 (Baht 29.15/1 AUD)	88,903	3,831,957
SGD - Nil	-	3,169,769
EUR 26,571 (Baht 40.031 - 40.06501/1 EUR)	1,061,594	6,665,857
JPY 1,116,750 (Baht 0.37315/1 JPY)	413,792	-

As at 31 December 2010 and 2009, the Group had outstanding foreign currency trade accounts payable which has not been entered into exchange contracts as follows:

	Consolidated	
	2010	2009
USD	2,856,612	996,978
SGD	-	35
EUR	157,545	111,829
AUD	51,218	19,161
JPY	2,306,070	-
HKD	11,200	-
GBP	6,301	-

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 foreign exchange forward contracts for loan as at 31 December 2010 is unfavourable amounting to Baht 18,663,701 (2009: favourable amounting to Baht 8,079,148).

The fair value of the open foreign exchange forward contracts for the purchase of goods as at 31 December 2010 is unfavourable amounting to Baht 306,412 (2009: favourable amounting to Baht 62,565).

The majority of financial assets are short-term. Long-term loans were carried at interest rates closing to market rate. The management therefore believes that, their net book values do not materially differ from their fair values.

35. Commitments

As at 31 December 2010, 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 expire in June 2013.

- The Company has entered into an agreement to lease the land on which its hotel building is built for 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 2010, the Company's future payment commitments according to the minimal rental fees stipulated in the agreement is approximately Baht 40 million.
- The Company has entered into rental and service agreements with a subsidiary relating to its opening of restaurant and fitness centers. The Company is committed to pay rental and service fees under the agreements of approximately Baht 3.3 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 2011.
- The Company has entered into a trademark agreement with a subsidiary. The Company has obligation to pay trademark fee 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 who will 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.
- Under two agreements for technical assistance and the use of trademarks and trade names which the Company has entered into with an overseas company, fees are payable calculated at a percentage of gross sales as specified in the agreements. One of them was for a year of four years up to 1998, but is automatically renewed at its expiry date for three times, five years each. The other will be terminated during December 2014.

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 20 years up to 2021 and can be renewed at its expiry date for 10 years.
- A subsidiary entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided services and granted the license. The subsidiary is 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.
- Two subsidiaries have entered into a hotel management agreement with an overseas company including international management and right of trademark use. The subsidiaries are committed to pay fees at a certain percentage of total room revenue as stipulated in the agreement. The agreement will expire during 2004 - 2013.
- Under advertising, licensing and restaurant management agreements with overseas companies, a subsidiary is committed to pay fees at a percentage of the gross sales of each restaurant in the hotel as stipulated in the agreements, ending in 2015.
- A subsidiary entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided services and granted the license. The subsidiary is 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 entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided services and granted the license. 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 February 2007 to January 2027 and are renewable after expiry date for another two periods of 20 years and 15 years, respectively.
- A subsidiary entered into service agreements with three companies with regards to the hotel operations, whereby the subsidiary has been provided services and granted the license. 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 22 December 2005 to 25 June 2013 and are renewable after expiry date for another two periods of 15 years each.
- A subsidiary has entered into consulting agreement with a company regarding to project development of its condominium and hotel project including assets providing for such project operation. The agreement will expire on the date that its hotel starts operation.
- A subsidiary 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

- Four subsidiaries have entered into separate land lease agreements for periods between 30 to 42 years, effective on 1 August 1982, 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 2010, the subsidiaries' future payment commitments in accordance with the minimal rental fees stipulated in the agreements are approximately Baht 146 million (2009: Baht 159 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 2010, the subsidiary's future payment commitments in accordance with the minimal rental fees and special remuneration stipulated in the agreements are approximately Baht 1,232 million.

- Under agreements to render services and rental space for operations from other companies, a subsidiary has to pay fees based on its gross sales at the rates stipulated in the agreements ending in 2011.
- A subsidiary has entered into the sublease land agreement of Kihavah Huravluh Island for 23 years from 23 October 2007 for the construction of a new hotel. A subsidiary has commitment to pay rental fee as stipulated in the lease agreement.
- 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 at the rates specified in the lease agreements. The lease agreement are for a period of thirty years up to the year 2013 and are renewable after the expiry date for another two periods of fifteen years each. As at 31 December 2010, the subsidiary has commitment to pay minimal rental fees as stipulated in the agreement as follows:

Year	Baht Million
2011	9.00
2012 - 2013	14.91
	23.91

- 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 agrees to construct a residential and hotel building situated on the land owned by the Privy Purse Bureau. The building construction permit is to be under the name of the Privy Purse Bureau and the ownership of the building and other constructions on this land are to be transferred to the landlord. In addition, the subsidiary is to pay all expenses with respect to the construction of the building until its completion. The construction period is 4 years from the date of receipt of the permit to construct the building from the Bangkok Metropolitan Authority. As the construction of building is completed, the Privy Purse has agreed with the subsidiary to lease the land and building which is constructed for the residential, hotel and related commerce for the period of 30 years as from 1 March 2011. However, if the construction is completed before that date, the lease period commences from the completion date.

As at 31 December 2010, the subsidiary has commitments with regard to the agreement to construct and lease the land and completed building as follows:

- The subsidiary is obliged to make payment of compensation for loss of benefits and related expenses to be paid to the Privy Purse Bureau on a monthly basis at the rate specified in this agreement during the construction period. As at 31 December 2010, the subsidiary has a commitment in respect compensation fee and related expenses until the construction completed amount to Baht 5.2 million.
 - As the construction is completed, the subsidiary is obliged to pay a monthly rental fee and related expenses to the Privy Purse Bureau at the rate specified in this agreement. The rental payable as from 1 September 2010 to the end of this agreement amounts to approximately Baht 510.4 million.
- As at 31 December 2010 and 2009, 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:

	2010 Baht Million	2009 Baht Million
Next year	662	474
Between 2 and 5 years	638	560
After 5 years	178	197
Total	1,478	1,231

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

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 1999 to 2007, six 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.
- A subsidiary has entered into the license agreement with an overseas company in order to obtain rights to sell 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.

36. Guarantees

Guarantees for the normal courses of business are as follows:

31 December 2010					
	Consolidated			Company	
	Baht Million	USD Million	Yuan Million	Baht Million	USD Million
Letters of guarantees issued by bank on behalf of the Group	218.7	6.5	30.0	151.6	1.9
Guarantee given by the Group to financial institution to guarantee for credit facilities	5,777.9	88.8	200.0	1,600.1	87.6

31 December 2009					
	Consolidated			Company	
	Baht Million	USD Million	Yuan Million	Baht Million	USD Million
Letters of guarantees issued by bank on behalf of the Group	70.4	2.7	34.0	16.3	-
Guarantee given by the Group to financial institution to guarantee for credit facilities	5,767.0	74.4	265.0	1,600.1	72.6

37. Business Restructuring Plan between the Company and MINOR

In the year 2009, the Company entered into Business Restructuring Plan between the Company and Minor Corporation Public Company Limited ("MINOR"), which its major objective is to eliminate the cross shareholding structure and to ensure suitability and transparency of shareholding structure. The Company has completed this restructuring on 12 June 2009.

Regarding the Business Restructuring Plan to eliminate the cross shareholding structure, it is the business combination under common control. The Company recognised the differences between the costs of business combination under common control and equity interest of MINOR's book value in the shareholder's equity under "Discount on business combination under common control".

38. 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.

Management Discussion and Analysis

As at 31 December 2010

Overview

4Q10 Performance

After the impact from political turmoil since 2Q10, performance of Minor International Pcl. ("MINT" or "the Company") had gradually improved towards year end alongside improving political climate and tourists' confidence. In 4Q10, MINT reported a 4% y-y increase in total revenues to Baht 5,296 million, due mainly to revenue growth of 5% from the restaurant business and revenue growth of 11% from the retail trading & contract manufacturing business. The two businesses achieved a 7% and 16% same-store-sales growth, respectively, which were the highest levels since 2007. Strong growths were propelled primarily by robust economic expansion, particularly domestic consumption and, specifically for the restaurant business, the continuous improvement of Thai Express resulting from the management's market repositioning efforts. On the other hand, revenue from hotel & mixed-use business declined slightly by 1% y-y owing principally to the absence of revenue relating to timeshare property the Company previously held jointly with Marriott. Excluding such item, revenue from hotel & mixed-use business would have increased by 7% mainly because the Company recognized one unit sales of St. Regis Residence in Bangkok.

Restaurant business accounted for 51% of total revenues in 4Q10 while hotel & mixed-use business contributed 35%. Retail trading and contract manufacturing contributed 14% of total revenues.

Revenue Breakdown

Unit: Baht Million	4Q10	4Q09	% Chg
Restaurant Services	2,704	2,571	5%
Hotel & Mixed-Use	1,853	1,864	-1%
Retail Trading & Contract Manufacturing	739	663	11%
Total Revenue	5,296	5,098	4%

In 4Q10, MINT reported EBITDA of Baht 1,056 million, a decline of 15% y-y, primarily from the decrease in EBITDA of hotel and mixed-use business, and to a lesser extent, from the decrease in EBITDA of retail trading & contract manufacturing business. EBITDA of restaurant business increased by 3%, in line with the increase in revenue. EBITDA of hotel and mixed use declined by 26%, primarily due to (1) the absence of revenue relating to timeshare property the Company previously held jointly with the Marriott booked in 4Q09 as hotel management income; (2) pre-operating expenses of two hotels, Anantara Kihavah in the Maldives and the St. Regis Bangkok, which will be opened in the first quarter of 2011; and (3) pre-operating expenses of Anantara Vacation Club, the new time share project under MINT's own brand. EBITDA of retail trading & contract manufacturing business declined by 5%, due to the delayed order of the contract manufacturing business and higher start-up expenses relating to GAP.

Restaurant business accounted for 43% of total EBITDA in 4Q10 while hotel & mixed-use business contributed 52%, given that hotel & mixed use business commands higher margin. Retail trading and contract manufacturing contributed 5% of total EBITDA.

EBITDA Breakdown

Unit: Baht Million	4Q10	4Q09	% Chg
Restaurant Services	449	436	3%
Hotel & Mixed-Use	553	743	-26%
Retail Trading & Contract Manufacturing	55	58	-5%
Total EBITDA	1,056	1,237	-15%
EBITDA Margin	20%	24%	

Due to the same reasons mentioned above, MINT reported net profit of Baht 434 million in 4Q10, down 30% y-y.

Net Profit

Unit: Baht Million	4Q10	4Q09	% Chg
Total net profit	434	618	-30%
Net Profit Margin	8%	12%	

2010 Performance

In 2010, MINT has once again proved its resiliency through diversified business portfolio. Although it was another challenging year for MINT's hotel business, it was, however, one of the best years for restaurant business. There were several challenges the hotel group experienced throughout the year, specifically the economic slowdown in developed countries, natural disasters such as floods in several countries and volcano eruption in Europe, as well as severe political unrest in Thailand. Despite a strong first quarter, Thailand's political riot during April - May 2010 took a great toll on tourist confidence. As the anti-government protesters occupied downtown of Bangkok, MINT's Four Seasons in Bangkok was forced to close down for two months. Additionally, the enactment of emergency decree from April to December discouraged the foreign MICE markets as well as international travelers' vacation plans.

On the contrary, restaurant and retail trading businesses were less affected by the domestic unrest. Their sales growth continued to escalate throughout the year. Although political turmoil slowed down the pace of outlet expansion early in the year, the momentum of outlet expansion was accelerated with 25 new restaurants opening in the second half of 2010. In addition, restaurant business' same-store-sales grew by 4% in 2010. Such growth demonstrated the strength of MINT's restaurant business portfolio both in and outside of Thailand. Same-store-sales growth of retail trading business also exhibited impressive growth of 14% in 2010.

In 2010, MINT reported total revenues of Baht 19,089 million, an increase of 11%, primarily from the growth of the revenues from restaurant business and the revenues from retail trading and contract manufacturing business. The growth of revenues from restaurant business is attributable to the improvement in same-store-sales growth as well as outlet expansion. Revenue from retail trading and contract manufacturing business increased by 94% because of the consolidation of the business for the full year compared to the consolidation of 109 days in 2009. Revenue from hotel and mixed-use business increased by 2%, primarily from the recognition of one unit of St. Regis condominium in 4Q10.

In terms of revenue breakdown, restaurant and hotel & spa businesses accounted for 55% and 31% of total revenues, respectively. Retail trading and contract manufacturing made up the remaining 14%.

Revenue Breakdown

Unit: Baht Million	2010	2009	% Chg
Restaurant Services	10,459	10,033	4%
Hotel & Mixed-Use	5,950	5,832	2%
Retail Trading & Contract Manufacturing	2,680	1,379*	94%
Total Revenue	19,089	17,244	11%

* Consolidated since June 2009

In 2010, MINT reported EBITDA of Baht 3,633 million, a decline of 4%, primarily as a result of the decline in EBITDA of hotel and mixed use business. EBITDA of restaurant business increased by 5%, in line with the increase in revenue from restaurant business. For retail trading and contract manufacturing business, EBITDA increased by 27% as a result of the full year consolidation in 2010 as mentioned above. EBITDA of hotel and mixed use business, declined by 13%, due to (1) the closure of Four Seasons Bangkok for two months during the political riot in April - May, (2) the absence of revenue relating to timeshare property the Company previously held jointly with the Marriott in 4Q09; (3) pre-operating expenses of two hotels, Anantara Kihavah and the St. Regis Bangkok, which will be opened in the first quarter of 2011; and (4) pre-operating expenses of Anantara Vacation Club, the new time share project under MINT's own brand.

In terms of EBITDA, restaurant business accounted for 46% of total EBITDA in 2010 while the hotel & mixed-use business contributed a higher 50%. Retail trading and contract manufacturing contributed a mere 4% of total EBITDA as retail trading and contract manufacturing typically has relatively low margin compared to other businesses.

EBITDA Breakdown

Unit: Baht Million	2010	2009	% Chg
Restaurant Services	1,666	1,594	5%
Hotel & Mixed-Use	1,815	2,078	-13%
Retail Trading & Contract Manufacturing	152	120	27%
Total EBITDA	3,633	3,791	-4%
EBITDA Margin	19%	22%	

Due to the same reasons above, MINT reported net profit of Bt 1,241m in 2010, a decrease of 11% from 2009.

Net Profit

Unit: Baht Million	4Q10	4Q09	%Chg
Total net profit	1,241	1,400	-11%
Net Profit Margin	7%	8%	

Major Developments in 2010

Restaurants

- Opened 36 outlets, 3 are equity-owned and 33 are franchised
- Expanded The Pizza Company and Swensen's into India and Vietnam by opening franchised outlets

Hotel & Mixed-Use

- Acquired Kani Lanka Hotel in Sri Lanka
- Opened the seventh purely-managed hotel in the heart of Bangkok, Anantara Sathorn
- Recognized one unit of St. Regis Residence sales in December 2010
- Introduced Anantara Vacation Club as a point-based timeshare project in late December 2010

Retail Trading

- Opened 3 mega-stores of GAP, and closed down Timberland points of sales

Segment Performance

Restaurant Business

At the end of 2010, MINT's total food outlets reached 1,148 outlets, comprising 685 equity-owned outlets (60% of total), and 463 franchised outlets (40% of total). Of total, 761 food outlets (66% of total) are in Thailand, while the remaining 387 outlets (34% of total) are located in Australia, New Zealand, Singapore, China, Middle East, India and South East Asia. Twenty new franchised outlets were opened in 4Q10, while five equity-owned outlets were closed. The closure includes one in China, three in Cambodia (outlets in the airport were closed due to the expiration of contract) and one in Australia.

Restaurant Outlets by Owned Equity and Franchise

	4Q10	Chg q-q	Chg y-y
Owned Equity	685	-5	3
• Thailand	591	-	10
• Overseas	94	-5	-7
Franchise	463	20	33
• Thailand	170	10	18
• Overseas	293	10	15
Total Outlets	1,148	15	36

Restaurant Outlets by Brand

	4Q10	Chg q-q	Chg y-y
The Pizza Company	248	4	4
Swensen's	242	6	12
Sizzler	44	-	2
Dairy Queen	243	3	10
Burger King	26	2	3
The Coffee Club	262	11	21
Thai Express	71	-1	-7
Others	12	-10	-9
Total Outlets	1,148	15	36

Brand Performance Analysis

Total system sales (including sales from franchised outlets) increased by 12% y-y in 4Q10 and 10% y-y in 2010, driven by improved same store sales and outlet expansion. All brands reported positive same-store-sales growths in 4Q10 with an average growth rate of 7% y-y. For 2010, all brands, with the exception of Thai Express, reported positive same-store-sales growth with an average growth rate of 4% y-y. Although Thai Express saw a slightly negative same store sales growth for the full-year, its same-store-sales growth already improved to positive territory in 2H10.

Restaurant Business Performance by Brand

	Total System Sales (% chg y-y)			
	4Q10	4Q09	2010	2009
The Pizza Company	11.8	-3.2	5.9	4.4
Swensen's	6.0	11.9	3.9	9.0
Sizzler	12.0	19.8	15.0	13.5
Dairy Queen	16.0	1.6	12.5	3.2
Burger King	4.5	25.6	6.6	10.6
The Coffee Club	17.9	13.3	16.7	16.9
Thai Express	1.4	12.2	-1.0	37.2
Average	11.8	8.6	9.8	11.9

Note: Calculation based on local currency to exclude the impact of foreign exchange

Financial Performance Analysis

As a result of the improvement in both same store sales growth and outlet expansion as mentioned above, in 4Q10, revenues from restaurant business increased by 5% y-y. EBITDA margin was maintained at 17% on the back of the Company's disciplined and pro-active cost control. MINT's restaurant business has implemented several successful cost control measures through operational excellence, from material sourcing through global supply chain management to menu re-engineering.

Similarly, for 2010, revenues from restaurant business increased by 4% y-y, while EBITDA was maintained at 16%. Note that EBITDA margin has grown from 13.5% in 2008 to 16% in 2010 during which the effect of global supply chain management which started in 2007 had gradually kicked in.

Revenue Breakdown

Unit: Baht Million	4Q10	4Q09	2010	2009
Revenues from Operation*	2,621	2,479	10,167	9,746
Franchise Fee	83	92	292	287
Total Revenues	2,704	2,571	10,459	10,033
EBITDA	449	436	1,666	1,594
EBITDA Margin (%)	17%	17%	16%	16%

* Includes share of profit and other income

Hotel & Mixed-Use Business

Hotel Business

At present, MINT owns twenty six hotels and manages seven hotels in eight countries. Altogether, these properties have 4,114 hotel rooms, including 2,991 that are equity-owned and 1,123 that are managed by the Company. Of total, 2,946 rooms in Thailand accounted for 72%, while the remaining 1,168 rooms or 28% are located in Maldives, Indonesia, Sri Lanka, Vietnam, Africa, and the Middle East. In 4Q10, the number of rooms increased by 436 as a result of the opening of Anantara Sathorn, the new managed hotel, in December 2010.

Hotel Rooms by Owned Equity and Management

	4Q10	Chg q-q	Chg y-y
Owned Equity*	2,991	-	124
• Thailand	2,153	-	-
• Overseas	838	-	124
Management	1,123	436	460
• Thailand	793	436	436
• Overseas	330	-	24
Total Hotel Rooms	4,114	436	584

* Owned equity rooms includes all hotels with majority-owned and joint ventures

Hotel Room by Brand

	4Q10	Chg q-q	Chg y-y
Anantara	1,736	436	460
Four Seasons	505	-	-
Marriott	1,195	-	-
Others	678	-	124
Total Hotel Rooms	4,114	436	584

Hotel Brand Performance Analysis

As we entered into the traveling season in 4Q10, hotel business showed strong increases in occupancy and average daily rate ("ADR") by 9% and 36% compared to those witnessed in 3Q10. On a y-y basis, 4Q10 occupancy was flat while ADR improved slightly by 2% when compared to those recorded in 4Q09. The improvement would have been more significant had there been no flood affecting Southern provinces of Thailand and had there been no strengthening of Thai Baht. Regardless, tourist confidence began to be gradually restored after the emergency decree was lifted in December, evidenced by improvement in monthly tourist arrival to Thailand to 1.8 million in December 2010, or a 7% growth y-y.

During 4Q10, MINT's hotels in beach destinations, e.g. Pattaya, Hua Hin, Phuket and Samui, reported higher occupancies, while city hotels were still affected by the slowdown in MICE markets. For 2010, three hotels experienced a sharp drop in occupancies, i.e. Four Seasons Bangkok, Bangkok Marriott and Anantara Bophut Samui. The first two hotels were mainly affected by the political riot in Bangkok, while Anantara Bophut Samui was impacted by the construction of Anantara Vacation Club adjacent to the hotel.

Hotel Business Performance by Brand

	Occupancy (%)			
	4Q10	4Q09	2010	2009
Marriott	65	69	63	63
Anantara	53	48	47	45
Four Seasons	55	62	45	48
Others	36	35	31	31
Average	57	58	52	52

	ADR (Baht/night)			
	4Q10	4Q09	2010	2009
Marriott	3,890	4,104	3,717	3,868
Anantara	7,947	7,828	7,248	7,722
Four Seasons	8,176	8,219	8,338	8,338
Others	8,365	8,489	8,614	8,658
Average	6,237	6,133	5,805	5,880

Note: Others including Naladhu, Maldives and Harbour View, Vietnam

Revenue from the associates (three hotels in Maldives, five hotels in Tanzania, one hotel in Kenya and one hotel in Vietnam) is not included in MINT's revenue from hotel operations, but is recognized as share of profit under the equity method.

Hotel Revenue Performance Analysis

Although ADR increased by 2%, occupancy decreased by 1%, resulting in a slight decline in revenue from hotel business to Baht 1,347 million in 4Q10, a 4% decrease y-y. On the other hand, management fees decreased significantly to Baht 68 million in 4Q10 from Baht 231 million in 4Q09, as management revenue in 4Q09 included revenue relating to timeshare property the Company previously held jointly with the Marriott. Excluding such item, management fees would have remained flat, y-y.

For the full year, revenue from hotel operations increased by 2% to Baht 4,629 million in 2010 mainly as a result of a 17% increase in the number of hotel rooms, despite occupancy being flat at 52% and ADR declining slightly by 1%. For management revenue, in the absence of Marriott timeshare revenue booked in 2009, management revenue in 2010 was down by 43% to Baht 246 million. Excluding such item, management revenue would have risen by 12% in 2010.

Mixed-Use Business

MINT's spa business is operated under Anantara and Mandara brands. At the end of 4Q10, MINT owns and manages 34 spas in Thailand, China, Maldives, Tanzania, Jordan, UAE, Turkey, India, Egypt and Vietnam. MINT reported revenues from spa services of Baht 89 million in 4Q10, a decline of 3% y-y, while for the full year, the revenues from spa services was Baht 312 million, a decline of 3%.

MINT's real estate development comprises residential development and time share projects. For residential development, MINT develops and sells properties in conjunction with the development of some of its hotels. The first project is the Estate Samui, which is adjacent to MINT's Four Seasons Hotel in Samui, with 14 villas, seven of which were sold during 2006 - 2008 while the remaining seven villas are available for sale. The second

project is St. Regis Residences, with 53 residence units located above St. Regis Hotel. For time share, MINT initiated the new timeshare project under its own brand, Anantara Vacation Club. The first 20 purpose-built properties adjacent to Anantara Bophut, Samui, were completed in December 2010.

MINT reported revenues from real estate development operations of Baht 216 million in 4Q10, significant improvement from Baht 9 million in 4Q09, as one unit of St. Regis Residence, together with some revenues from Anantara Vacation Club, were recognized in 4Q10, while 4Q09 only saw smaller rental income from the Estate Samui. Due to similar reasons, 2010 revenue from real estate development operations were Baht 236 million, a significant increase from Baht 29 million in 2009.

Presently, MINT owns and operates three shopping plazas, namely; (1) Royal Garden Pattaya; (2) Turtle Village Shopping Plaza Phuket and (3) Royal Garden Plaza Bangkok. In addition, MINT is the operator of five entertainment outlets, namely (1) Ripley's Believe It or Not Museum; (2) 4D Moving Theater; (3) Haunted Adventure; (4) Infinity Maze; and (5) The Louis Tussaud's Waxworks.

MINT's plaza and entertainment business reported 4Q10 revenues of Baht 133 million, flat y-y. For the full year, MINT's plaza and entertainment business reported 2010 revenues of Baht 527 million, a decline of 1% from the prior year. The revenues were in the same trend as MINT's hotel business as the plazas are located next to hotels and therefore are dependent on hotel guest traffic.

Hotel & Mixed-Use Financial Performance Analysis

As a result of the decline in hotel operations and management fees (from the absence of income relating to time share property the Company held jointly with the Marriott), netted off with the improvement of the real estate development operations, MINT's hotel and mixed-use business reported revenues of Baht 1,853 million, a 1% decline y-y in 4Q10. EBITDA was down by 26% y-y, primarily as a result of the decline in high-margin management fees, pre-operating costs of Anantara Kihavah in the Maldives and St. Regis Hotel, Bangkok which will be opened in first quarter of 2011, and the pre-opening costs of Anantara Vacation Club, the new time-share project under the Anantara Brand. Due to the same reasons, EBITDA margin narrowed to 30% in 4Q10 compared to 40% in 4Q09.

For the full year, MINT reported revenues from hotel and mixed use business of Baht 5,950 million, an increase of 2% y-y, mainly as a result of the increase in number of hotel rooms, strong 1Q10 of hotel business, and the improvement of the real estate development operations in 4Q10, despite the decline in management fees. 2010 EBITDA was Baht 1,815 million, a 13% decline from 2009, as a result of preopening costs of the two hotels and Anantara Vacation Club as mentioned above and the close down of the Four Seasons Bangkok for two months in 2Q10. EBITDA margin, therefore, declined to 31% in 2010 compared to 36% in 2009.

Revenue Breakdown

	4Q10	4Q09	2010	2009
Hotel operations*	1,347	1,399	4,629	4,518
Management fee	68	231	246	430
Spa services	89	92	312	320
Entertainment	133	133	527	535
Real estate development	216	9**	236	29**
Total Revenues	1,853	1,864	5,950	5,832
EBITDA	553	743	1,815	2,078
EBITDA Margin (%)	30%	40%	31%	36%

Note: * Includes share of profit and other income

** Rental income from the Estate Samui

Retail Trading and Contract Manufacturing Business

At the end of 2010, MINT had 258 retail trading points of sales, a decrease of 34 points of sales from 292 at the end of 2009 due to the closure of 9 points of sales damaged by the fire at Zen Department Store in Rajprasong area and the closure of all Timberland points of sales after the distribution contract expired. Nevertheless, the successful launch of GAP in Thailand in March 2010 resulted in the opening of three GAP mega stores in Central World, Siam Paragon and Paradise Park.

Of total retail trading outlets, 72% are operated under fashion brands such as Esprit, Bossini, GAP and Charles & Keith, while the remaining 21% are operated under cosmetics brands such as Red Earth, Bloom, Laneige and Smashbox.

Retail Trading's Outlet Breakdown

	4Q10	Chg q-q	Chg y-y
Fashion	187	-5	-28
Cosmetics	54	-4	-5
Others	17	-	-1
Total Outlets	258	-9	-34

Despite the decline in the number of outlets, retail trading business experienced same-store-sales growth of 16% in 4Q10, and total system sales of 28%, resulting in increase in revenues of 34% y-y to Baht 483 million in 4Q10. For the full year, retail trading's same store sales growth was 14% while total system sales was 17%. 2010 revenue of retail trading business were Baht 1,593 million.

Retail trading and contract manufacturing business reported 4Q10 revenues of Baht 739 million, up 11% y-y, while 4Q10 EBITDA remained flat at Baht 55 million, owing mainly to the delayed order from contract manufacturing business. Recovery of manufacturing orders is expected in 2011.

2010 revenues and EBITDA reported noticeable growth of 94% and 27% y-y to Baht 2,680 million and Baht 152 million, respectively. The consolidation of retail trading and contract manufacturing business, which used to be under a separately listed company, Minor Corporation Pcl. (MINOR), was only for 109 days in 2009 since the business restructuring in June 2009, while 2010 accounts were consolidated for the entire year.

Retail Trading and Contract Manufacturing's Revenue Breakdown

	4Q10	4Q09	2010	2009
Retail Trading	483	360	1,593	710
Manufacturing	256	303	1,087	669
Total Revenues	739	663	2,680	1,379*
EBITDA	55	58	152	120*
EBITDA Margin	7%	9%	6%	9%

* Consolidated since June 2009

Balance Sheet & Cash Flows

At the end of 2010, MINT reported total assets of Baht 32,786 million, an increase of Baht 4,515 million from Baht 28,271 million at the end of 2009. The increase was the result of:

1. Baht 3,363 million increase in land and projects under development, i.e. Anantara Kihavah Resort & Spa, Maldives and St. Regis Hotel and Residence, and
2. Baht 1,076 million increase in other long-term investments from additional investment in S&P Syndicate Pcl. and the increase in fair value of long term investments, primarily in S&P Syndicate Pcl. and Serendib Hotels Limited in Sri Lanka.

MINT reported total liabilities of Baht 18,980 million, an increase of Baht 2,764 million from Baht 16,217 million at the end of 2009 mainly due to the issuance of Baht 2,500 million and Baht 1,500 million debentures in May and December 2010, respectively, netted off with debt repayment of Baht 1,275 million. Shareholders' equity increased by Baht 1,752 million to Baht 13,806 million from Baht 12,054 million at the end of 2009 owing mainly to appropriated profits of Baht 1,241 million and a marked-to-market increase in value of available-for-sales securities, netted with dividend payment.

For 2010, MINT and its subsidiaries reported cash flows from operations of Baht 2,540 million, a decline of Baht 255 million y-y. Cash flow from investing activities was Baht 4,753 million, primarily from (1) payments of 4,236 million for projects under development, namely Anantara Kihava project in the Maldives and St Regis project and other fixed assets and (2) payments of Baht 1,015 million for additional investments and acquisitions in subsidiaries and associates, including payments for investments in Thai Expresss, Cyprea Lanka and S&P Syndicate Pcl., netted off with (3) loan repayment of Baht 645 million from Phuket Land Owner Ltd. to construct the timeshare project. The Company reported net cash receipts from financing activities of Baht 2,413 million, comprising (1) net proceeds from borrowings of Baht 2,898 million, primarily resulting from the debenture issuance, and (2) proceeds from the issuance of additional ordinary shares from the exercise of ESOP warrants of Baht 84 million, netted off with (3) dividend payment of Baht 581 million. As a result, MINT's net cash and cash equivalents increased by Baht 200 million in 2010.

Financial Ratio Analysis

MINT's gross profit margin declined from 64.8% in 2009 to 62.3% in 2010 while net profit margin declined from 8.1% to 6.5%. The reduction in margin was in part attributable to the lower revenue growth of hotel & mixed-use business, whose margins have been typically higher than most other businesses, together with the pre-operating costs of three new projects: two hotels and Anantara Vacation Club, and in part to the consolidation of the lower-margin retail trading and contract manufacturing businesses of Minor Corporation Pcl.

Return on equity declined to 9.6% in 2010 from 11.5% in 2009 mainly as a result of a decline in net profit. Return on assets also declined to 4.1% from 5.3%, due partly to the increase in investment in projects under development - Anantara Kihavah, Maldives and St. Regis Hotel & Residence, both of which were still under construction and were yet to generate revenues.

Current ratio increased from 0.7 as at 31 December 2009 to 1.1 as at 30 December 2010, primarily from the increase in land and real estates project for sales and inventory of unsold timeshare points. Net debt/equity ratio increased from 0.9 at the end of 2009 to 1.0 at the end of 2010, while interest coverage ratio decreased from 8.2x to 7.2x due mainly to the issuance of debentures.

Financial Ratio Analysis

	31 Dec 2010	31 Dec 2009
Profitability Ratio		
Gross Profit Margin (%)	62.30%	64.83%
Net Profit Margin (%)	6.50%	8.12%
Return on Equity (%)	9.60%	11.50%
Efficiency Ratio		
Return on Assets (%)	4.07%	5.25%
Collection Period (days)	20	17
Liquidity Ratio		
Current Ratio (x)	1.13	0.74
Leverage & Financial Policy		
Interest Bearing Debt/Equity (x)	1.04	0.96
Net Interest Bearing Debt/Equity (x)	0.96	0.88
Interest Coverage (x)	7.18	8.23

Management's Outlook

A brighter future

As we enter into 2011, environment surrounding all businesses currently appears to be healthy and MINT's expansion appears right on track, implying a favorable prospect for 2011. Each and every business unit has set its target to boost earnings in 2011.

Hotel & Mixed-Use

Tourism Authority of Thailand forecasts another record-high tourist arrival to Thailand of 16.3 million in 2011. Despite the slowdown in Western economies, MINT has witnessed increasing visits from intra-region travelers. This should provide a strong support for the improvement in performance of MINT's existing portfolio of 33 hotels. The Company also expects to open another 12 hotels in 2011, half of which will be equity-owned, while the remaining are through management contract.

Planned Hotel Opening in 2011

Owned	Managed
Anantara Kihavah, Maldives (80 rooms)	Anantara Pha-ngan, Thailand (44 rooms)
St. Regis Hotel & Residence, Bangkok (227 rooms & 53 condo units)	Anantara in Vietnam (89 rooms)
Masai Mara Camp (12 rooms)	Anantara Flamingo Villas, UAE (30 rooms)
Amboseli Camp (12 rooms)	Anantara Savannah Villas, UAE (30 rooms)
Marula Manor (16 rooms)	Anantara Xishuangbanna, China (105 rooms)
Serengeti Migration Camp Explorer (8 rooms)	Anantara Uluwatu, Bali (93 rooms)

Of all the new openings, we expect two new owned hotels, Anantara Kihavah in the Maldives and the St. Regis Hotel & Residence Bangkok, to become major contributors to MINT's revenues and earnings in the coming years. Soft launched in February, Anantara Kihavah's over-water pool villas can demand relatively superior room rate to accommodate growing demand for Maldives tourism. Meanwhile, St. Regis Hotel & Residence is MINT's second residential mixed-use development project, commanding higher return from 53 luxurious condominium units on top of 227-room hotel. As it is soon to be completed, demand has picked up pace since 4Q10. To date, MINT has sold over 35% of total available area, equivalent to over one billion Baht of sales, although much smaller amount of over Baht 100 million was recognized in 4Q10. The remaining unrecognized revenue from what were sold in 2010 will be recognized in 1H11. Apart from the St. Regis residence, MINT also has another 7 villas available for sale in Samui. Total available inventory is valued at Baht 4 billion.

Hotel Management

As Anantara brand is gaining recognition across Asia and Middle East, the momentum of hotel management expansion is building up accordingly. In December 2010, MINT secured three additional management contracts to rebrand three hotels into Anantara. These hotels are a combination of city hotel and beach resorts, located in Bangkok, Pha-ngan Island and Vietnam. Among the three, Anantara Sathorn was the first to complete its rebranding and opened in December 2010. The hotel features 436 rooms in the heart of Bangkok. The remaining two hotels will be opened under Anantara brand within 2011, along with another 4 managed hotels in UAE, China and Bali.

Restaurants

Revenues from restaurant business in Thailand are expected to grow in tandem with domestic consumption and gross domestic products. The number of domestic outlets will continue to grow, driven partially by urbanization in upcountry and penetration in untapped communities. One of the new initiatives in 2011 is the launch of Dairy Queen's franchised outlets in Thailand. Over the past four years, the brand achieved 4% and 10% growth in same-store-sales and total-system-sales per annum, respectively. MINT expects Dairy Queen's total system sales to accelerate quickly after the launch of franchising model.

Apart from Thailand, MINT's businesses in Singapore and Australia through Thai Express and The Coffee Club will also continue to enable us to further enhance growth and profitability.

Reserved Capital for Expansion

In 2010, total cash payment for investment was Baht 4.8 billion due mainly to the development of two new hotels, Anantara Kihavah and St. Regis Hotel & Residence. This year, the budget is significantly lower at less than Baht 3 billion; almost half of which will be used to complete the construction of the aforementioned two projects. The remaining will be allocated to 1) expansion and renovation of restaurants and retail points of sales and 2) maintenance and renovation of hotel and mixed-use businesses. Proceeds from residential sales, together with cash flows from operations, are expected to be more than sufficient to finance the annual investment.

Expect Much Stronger 2011

While the restaurant and retail trading businesses are expected to exhibit stable organic growth, both from the improvement in the economic condition and from the Company's outlet expansion plans, performance of hotel and mixed-use business is also expected to improve significantly in 2011. We expect 2011 occupancy rate to recover to a higher level than the all-time-low occupancy of 52% in 2009 and 2010. With its nature of having high operational leverage, over half of the occupancy improvement will flow through to the bottom line, enhancing the profitability of the hotel business. In addition, of the over Baht 1 billion value of presold St. Regis Residences in 2010, the majority of such value will be recognized in 2011, together with any additional sales within the year. Adhering to MINT's long-term target of average earnings growth of 20% per annum, we are on the road to achieve better performance in 2011.

Connected Transactions

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
1. MJET Limited (MJET)			
Relationship: Common directors	MJET provided air chartered flight services to MINT and its subsidiaries, recorded as other expenses by the following companies: • MINT • MFG	16.17 2.05	MINT and subsidiaries used air chartered flights for management to visit their project sites. The services were provided at market rates and conditions. Audit Committee had an opinion that the transactions were fair and reasonable.
	Minor Global Solutions Limited, MINT's subsidiary, provided IT management services to MJET and received monthly service fee, which was based on type and quantity of service.	2.16	In order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Global Solutions Limited, MINT's subsidiary, leased computer and received monthly rental fee from MJET.	0.20	Minor Global Solutions Limited leased many computers from leasing company, third party. This transaction resulted lower costs. Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Corporation Pcl., MINT's subsidiary, provided management and financial services to MJET and received monthly service fee, which was based on type and quantity of services.	1.46	As Minor Corporation Pcl. had specialized staff in providing management and financial services and in order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was reasonable.

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
2. Maikhao Vacation Villas Limited (MVVL)			
Relationship: A joint venture holds 50% by MINT and common directors	Minor Global Solutions Limited, MINT's subsidiary, provided accounting services. The fee was charged according to the type and amount of services provided.	0.60	As Minor Global Solutions Limited had specialized staff in providing consultant and management services and in order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was reasonable.
3. Select Service Partner Limited (SSP)			
Relationship: MFG holds 51% stake and common directors	MINT's subsidiaries sold their respective products to SSP and recorded sales by the following companies:		SSP, MINT's subsidiary sold product at market prices and conditions. Audit Committee had an opinion that the transactions were fair and reasonable.
	• MFG	4.01	
	• Minor DQ Limited	10.19	
	• Burger (Thailand) Limited	49.90	
	• Swensen's (Thai) Limited	1.00	
	MFG provided management and financial services to SSP and recorded management fee income.	1.75	In order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was fair and reasonable.
	Burger (Thailand) Limited rented out utensils and other equipments to SSP and recorded rental income.	0.63	Due to procurement of utensils and equipment of Burger (Thailand) Limited for many outlets was cost benefit, Audit Committee had an opinion that the transaction was fair and reasonable.
	MFG, MINT's subsidiary invests in SSP's securities and received dividend income.	25.50	Dividend income is normal return for holding of securities. Audit Committee had an opinion that the transaction was fair and reasonable.

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
4. Eutopia Private Holding Limited (Eutopia)			
Relationship: MINT holds indirectly 50% shareholding and common directors.	MINT's subsidiary - RGR International Limited provided long-term loan to Eutopia according to joint venture agreement. The loan has interest rate as agreed by both parties which was determined based on market rate.	233.67	The loan was provided according to joint venture agreement and interest was determined based on market rate. Audit Committee had an opinion that the transaction was reasonable.
	RGR International Limited recorded interest income received from Eutopia according to joint venture agreement.	10.85	The loan was provided according to joint venture agreement and interest was determined base on market rate. Audit Committee had an opinion that the transaction was reasonable.
	Lodging Management (Labuan) Limited provided hotel management service to Eutopia and recorded management fee income.	84.72	Lodging Management (Labuan) Limited had specialized and experienced staffs in hotel management and sharing the usage of resources. Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Global Solutions Limited, MINT's subsidiary provided IT management services to Eutopia and received computer fee which was based on type and quantity of service.	0.43	In order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was fair and reasonable.
	MINT arranged sources of fund services to Eutopia and recorded other income for service charge.	7.95	The arranging sources of fund to Eutopia were according to joint venture agreement. Audit Committee had an opinion that the transaction was reasonable.

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
5. Harbour View Corporation			
Relationship: MINT holds indirectly 30.39% shareholding and common directors.	MINT's subsidiary - RGR International Limited provided long-term loan to Harbour View Corporation proportionately to shareholding. The loan agreement has definite interest rate, terms and conditions agreed by both parties where the interest rate was determined based on market rate.	2.41	The loan was provided proportionately to percentage of shareholding. Audit Committee had an opinion that the transaction was fair and reasonable.
	RGR International Limited recorded interest income received from Harbour View Corporation according to joint venture agreement.	0.06	The loan was provided proportionately to percentage of shareholding. Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Hotel Group Limited provided hotel management service to Harbour View Corporation and recorded management fee income.	2.87	Minor Hotel Group Limited had specialized and experienced staffs in hotel management and sharing the usage of resources, Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Global Solutions Limited, MINT's subsidiary provided IT management services to Harbour View Corporation and received computer fee which was based on type and quantity of service.	0.06	In order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was fair and reasonable.
6. Tanzania Tourism and Hospitality Investment Limited			
Relationship: MINT indirectly holds 50% shareholding	MINT's subsidiary - Hospitality Investment International Limited provided long-term loan to Tanzania Tourism and Hospitality Investment Limited in accordance with joint venture agreement. The loan agreement has definite interest rate, terms and conditions agreed by both parties.	134.43	The loan was provided in accordance with joint venture agreement where term was determined base on market rate. Audit Committee had an opinion that the transaction was fair and reasonable.

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
	Hospitality Investment International Limited recorded interest income received from Tanzania Tourism and Hospitality Investment Limited in accordance to joint venture agreement.	3.08	The loan was provided in accordance with joint venture agreement where term was determined base on market rate. Audit Committee had an opinion that the transaction was fair and reasonable.
7. Zanzibar Tourism and Hospitality Investment Limited			
Relationship: MINT indirectly holds 50% shareholding	MINT's subsidiary - Hospitality Investment International Limited provided long-term loan to Zanzibar Tourism and Hospitality Investment Limited in accordance with joint venture agreement. The loan agreement has definite interest rate, terms and conditions agreed by both parties.	14.21	The loan was provided in accordance with joint venture agreement where term was determined base on market rate. Audit Committee had an opinion that the transaction was fair and reasonable.
	Hospitality Investment International Limited recorded interest income received from Zanzibar Tourism and Hospitality Investment Limited in accordance to joint venture agreement.	0.36	The loan was provided in accordance with joint venture agreement where term was determined base on market rate. Audit Committee had an opinion that the transaction was fair and reasonable.
8. Arabian Spa (Dubai) (LLC)			
Relationship: MINT indirectly holds 49% shareholding and common directors.	MSpa Venture Limited - MINT's subsidiary provided spa management to Arabian Spa (Dubai) (LLC) and recorded management fee income.	6.28	MSpa Venture Limited had specialized and experienced staffs in spa management and sharing the usage of resources, Audit Committee had an opinion that the transaction was fair and reasonable.
9. Sribhathana Garden Limited			
Relationship: Common major shareholders (Minor Holdings (Thai) Limited) and common directors.	MINT provided accounting, tax management, financial services and sales to Sribhathana Garden Limited and recorded management fee income.	8.31	MINT had specialized and experienced staffs in the services mentioned. The resources were shared and utilized to realize maximum benefit. Audit Committee had an opinion that the transaction was fair and reasonable.

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
	Maerim Terrace Resort Limited leased Sribhathana Garden Limited's land as a site to operate Four Seasons Resort Hotel Chiang Mai and recorded rental expenses.	10.58	The Land lease for hotel operation was normal business transaction. Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Global Solutions Limited, MINT's subsidiary, provided accounting, tax management and financial services to Sribhathana Garden Limited. The fee was charged monthly according to the type and amount of services provided.	0.60	As Minor Global Solutions Limited had specialized staff in providing accounting services and in order to share and maximize the usage of resources, Audit Committee had an opinion that the transaction was fair and reasonable and in order to maximize benefit of the Company.
10. Minor Holdings (Thai) Limited (MHT)			
Relationship: Major shareholder of MINT holds 16.77% and common directors.	Minor Global Solutions Limited, MINT's subsidiary provided IT management services to MHT and received monthly service fee, which was based on type and quantity of service.	0.16	In order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was fair and reasonable.
	Minor Global Solutions Limited, MINT's subsidiary, leased computer and received monthly rental from MHT.	0.03	Minor Global Solutions Limited leased many computers from leasing company, third party. This transaction resulted lower costs. Audit Committee had an opinion that the transaction was fair and reasonable.
11. PluLuang Limited			
Relationship: Common directors.	Minor Global Solutions Limited, MINT's subsidiary provided IT management services to PluLuang Limited and received monthly service fee, which was based on type and quantity of service.	0.20	In order to share and maximize the usage of resource, Audit Committee had an opinion that the transaction was fair and reasonable.

Connected Persons	Type of Business	Transaction Size 2010 (Baht Million)	Necessity and rationale
12. S&P Syndicate Pcl. (S&P)			
Relationship: MINT holds 26.28% and common directors.	MINT invested in S&P's securities and received dividend income	80.21	Dividend income is normal return for holding of securities. Audit Committee had an opinion that the transaction was fair and reasonable.
	MINT's subsidiaries purchased products from S&P who are producer and distributor of dairy products, and frozen foods. The subsidiaries recorded as purchase of goods by following companies:		The transaction is normal business and purchase price was at market price. Audit Committee had an opinion that the transaction was fair and reasonable.
	• MFG	28.42	
	• Swensen's (Thai) Limited	6.77	
	• SLRT Limited	4.15	
	• Minor DQ Limited	4.20	
	• The Coffee Club (Thailand) Limited	0.03	
13. William E. Heinecke			
Relationship: Shareholder of MINT at 11.07% and MINT's director.	MINT's subsidiary, Samui Beach Residence Limited, real estate developer, received annual maintenance fee from William E. Heinecke. The subsidiaries recorded as other income.	1.10	The transaction is normal business and annual fee was at market price. Audit Committee had an opinion that the transaction was fair and reasonable.
14. Mr. Anil Thadani			
Relationship: MINT's director.	Rajadamri Residence Limited, MINT's subsidiary, recognized revenue from sales of 1 unit of residence to Mr. Anil Thadani.	112.22	Since Rajadamri Residence Limited is property development and sales of residence, the sales is market price and under normal conditions. Audit Committee had an opinion that the transaction was reasonable and in order to maximize benefit of the Company.

Connected transaction approval procedure

All connected transactions are evaluated by the relevant work units in two respects; firstly, their benefit contribution to the Company, and secondly, they being done on a fair price basis. If necessary, external advisors or experts shall be engaged in order to provide independent opinion on the transactions. The Company then proposes the transactions for internal approval process where directors or employees possess conflict of interest must not participate in approval process. The Company also has its Audit Committee certify the fair value of the connected transactions.

In case the transactions fall under the relevant rules and regulations of the Stock Exchange of Thailand, the Company observes that all relevant rules and regulations are being adhered to strictly by the Company as well as its subsidiaries.

Future policy on connected transactions

The Audit Committee and the Company will jointly consider and review any connected transactions that may arise in the future to ensure their necessity and fair price basis.

Pricing policies for related party transactions are as follows:

	Pricing policies
Sales and purchases	Prices normally charged to third parties
Sales from real estate development operations	Prices normally charged to third parties
Rental income	Agreed prices which approximate to prices normally charged to third parties
Franchise fee	Agreed prices which approximate to prices normally charged to third parties
Management income and other income	Agreed prices which approximate to prices normally charged to third parties
Interest income	Rate as mutually agreed by shareholders and rate determined with reference to the interest rate quoted by commercial banks
Rental expenses	Agreed prices which approximate to prices normally charged by third parties
Management expenses	Agreed prices which are costs plus administrative expenses
Royalty fee	Agreed prices which approximate to prices normally charged by third parties
Interest expenses	Rate determined with reference to the interest rate quoted by commercial banks

Nature of Business

Minor International Public Company Limited (MINT) is a hotel owner, operator and investor with a portfolio of 33 hotels and over 3,000 rooms under the Anantara, Marriott, Four Seasons, Elewana and Minor International brands in Thailand, the Maldives, Vietnam, Africa, the Middle East and Indonesia. In addition to hotels, MINT owns 99.72% of the Minor Food Group Public Company Limited which is one of Asia's largest food service operators with over 1,000 outlets system wide under The Pizza Company, Swensen's, Sizzler, Dairy Queen, Burger King, Thai Express and The Coffee Club brands. MINT also owns 100% of Minor Corporation Public Company Limited which is a leading distributor of international lifestyle brands focusing primarily on fashion, cosmetics and contract manufacturing. Its brands include Esprit, Red Earth, Bossini, GAP, Charles & Keith, Bloom, Laneige, Smash Box, Tumi, Zwilling J.A. Henckels, ETL Learning, and World Book.

Revenue Structure

In the year 2010, the Company and its subsidiaries operated in main business segments as follows:

(1) Food and Beverage	51.77%
(2) Hotel Operation	22.64%
(3) Retail and Property Business	2.03%
(4) Entertainment Operation	0.63%
(5) Spa Services	1.55%
(6) Real Estates	1.08%
(7) Distribution and Manufacturing	14.04%
(8) Management Services	1.29%
(9) Other Income	4.97%

Major Events in 2010

March

- Opened the first The Pizza Company and Swensen's franchised outlets in Vientiane, Laos.
 - Opened GAP's first mega store at Central World, Bangkok.
-

May

- Issued Baht 2,500 million unsecured senior debentures through public offering to institutional, high networth and general retail investors. The debentures have 5-year tenor and coupon rate of 3.98% per annum.
 - MINT's 50% associate, Elewana Afrika, acquired Killindi Resort in Zanzibar, Tanzania.
-

June

- Opened the first The Pizza Company franchised outlet in Bangalore, India.
-

August

- Opened the first The Pizza Company franchised outlet in Vietnam.
 - Acquired 80% of Cyprea Lanka Ltd., a hotel operator under the name "Kani Lanka Resort & Spa" on 8.25 acres of land in Sri Lanka, together with a 10.25-acre plot of land adjacent to the hotel, suitable to be developed into an Anantara in the future.
-

September

- Reduced shareholding in MINT's subsidiary, Amore Pacific (Thailand) Limited, distributor of "Laneige" cosmetics, from 70% to 51%. Amore Pacific (Thailand) Limited issued new ordinary shares to Amore Pacific Corporation, a company incorporated in the Republic of Korea, resulting in an increase in Amore Pacific Corporation's shareholding from 30% to 49%.
-

December

- Issued Baht 1,500 million unsecured senior debentures to institutional and high networth investors. The debentures were divided into Baht 1,000 million 7-year tenor with coupon rate of 4.30% per annum and Baht 500 million 5-year tenor with coupon rate of 3.99% per annum.
 - Launched Anantara Vacation Club, Anantara branded timeshare business, with the first purpose built property at Bophut, Koh Samui
-

Risk Factors

Conducting businesses carries a level of risks and uncertainties. Such risks may lead to fluctuation in revenues, profits, asset values, liquidity, and share price.

In addition to the risks stipulated below, there may be other uncertainties that the Company has not addressed or considered prominently. All stakeholders should acknowledge the likelihood of occurrence and carefully consider all other associated factors not limited to general and the specific risks contained in this document.

1. Risk from the Seasonality of the Tourism Industry

One of the Company core businesses is hospitality, which rely heavily on number of domestic and foreign tourists. Tourist arrivals are influenced by several unpredictable and uncontrollable external incidents such as terrorism, epidemic, natural disaster, domestic political unrest and global economic recession. These factors not only play a significant role in Thai tourism, but also in other tourist destinations across Asia.

The Company's risk management measures includes geographical diversification both domestically and overseas. The variety in hotels' geographical locations increases the proportion of domestic tourists as well as the diversification of customer base to cover more nationalities in order to avoid over-concentration. Effective marketing strategies and cost-control measures have also been put in place.

In addition, the Company's restaurant and retail trading businesses provide appropriate business portfolio as risk diversification, as revenues from restaurant business are more stable. In 2010, revenues contribution from restaurant business accounted for 52%, while hotel and spa business was 24%, Real estate development contributing 1% The remaining was attributable to 14% from retail Trading, 3% from retail property and entertainment and 6% from others.

2. Risk from the Competition in Core Businesses

2.1 Competition in Hospitality Business

Increase in luxury hotel supplies has led to intensive price competition, which may result in pressure on the Company's revenues and profits. Nevertheless, the Company has established loyal Thai and international clienteles on the back of successful market positioning, management's expertise and a collection of the world's renowned hotel brands. Apart from operating under its own Anantara brand, the Company manages a group of hotels under a franchise license with Marriott. It also hires world-class hoteliers, Four Seasons Hotels & Resorts Asia Pacific Pte Ltd and the Hotel Licensing Corporation under the Marriott group to manage its hotels under Four Seasons and JW Marriott. Moreover, having other complimentary businesses, e.g. spa, retail properties & entertainment allows the Company to provide a full range of services.

2.2 Competition in Restaurant Business

Restaurant business is highly competitive due to lower barrier of entry, unlike hospitality business. Nevertheless, intensive capital, effective marketing plans and in-depth expertise are required to successfully develop prominent brands with country-wide coverage. This has enabled the Company to maintain its leading position in terms of market shares. In addition, the Company recently introduced new food concepts including Thai, Chinese, Japanese and Coffee in addition to the existing Western concepts, e.g. pizza, steak, hamburger and ice cream. The increased variety has better coverage of consumers' diverse demand, offering greater diversification and growth for the business.

2.3 Competition in Retail Trading Business

Retail trading business, which includes the distribution of fashion products and cosmetics, had a fairly competitive environment. The business correlates with domestic consumer confidence, which is driven by external factors including oil price movement, inflation rate, and political instability, such as demonstrations and riots in major communities or shopping centers. However, most of the Company's retail brands are in the premium segment, which tends to be less sensitive to the economic downturn. In addition, with the extensive experience of its management, the Company is able to pro-actively adapt its marketing strategies in response to dynamic environments.

3. Risk from New Project Initiation

The Company makes investments in new projects, especially for hotel and residences. Each project development involves a certain risk of fluctuation in investment costs and compliance with any regulations regarding environmental protection and other infrastructure qualifications. With over 30 years of experience, the Company is able to monitor such risk through various conducts and measures. Costs of investment and standard protocols shall be clearly stipulated in the construction agreements signed with contractors. Moreover, prior to the project initiation, an intensive environmental study and infrastructure inspection are carried out to ensure the feasibility and to minimize all possible damages.

4. Risk from Overseas Investments

The Company has several overseas investments including hotels in the Maldives, Sri Lanka, Vietnam and Africa and restaurants in China, Singapore and Australia. These investments are subject to country risks, which include but are not limited to political, legal, foreign exchange and economic risks. Events related to these risks may be significant in particular countries and may impact revenues and profits from the Company's foreign investment.

The Company fully aware of such risks, and therefore the management has engaged local industry experts to conduct in-depth analysis, feasibility study and due diligence prior to making any investment decision. In addition, for countries that the Company has no presence, the Company will make initial investments with business partners with local knowledge and expertise to learn the market and business operations. Until the Company is confident with the operations in that particular country will the Company increase its shareholding. This is reflected in the investments in Africa, Maldives, Sri Lanka and Australia. As at 31 December 2010, the Company's overseas investment amounted to Baht 4,208 million or 13% of total assets.

Furthermore, the Company has expanded its businesses in certain international markets through franchise and hotel management agreements. Such expansion entails minimal investment risks while allowing the Company to expand its customer base through its own brands. As at end of 2010, of total 1,147 restaurant food outlets, 462 are franchised, equivalent to 40%, and 7 out of 33 hotels are under management agreement.

5. Risk from Not Owning Land

Some of the Company's hotels properties are on leased land, with the average remaining term is 11 years. The Company has the right to renew the lease agreements with rental fees to be agreed upon. The Company has been in compliance with all terms and conditions and has maintained excellent relationship with the landlords, and therefore does not foresee such risk arising in the near term.

For restaurant and retail trading businesses, securing prime location is one of the key success factors. Risks include the possibility that rent contracts cannot be renewed or terms and conditions may be changed. Nevertheless, the Company's restaurant and retail trading multi-brands portfolio, enhance its negotiation power, thus allowing it to secure long-term rental agreements.

6. Risk from Renewal of Franchise and Distribution Agreements

Some of the restaurant brands under the Company's operations are franchised from abroad. There is a risk of contract renewal or changes in terms and conditions of the contracts. To control such risk, the Company requests for renewal well in advance with contract terms of 10 - 20 years (subject to types of agreement). In addition, the Company has a goal to increase the brands under its ownership in addition to the three existing ones, which are The Pizza Company, Thai Express and The Coffee Club, in order to mitigate this risk in the future.

For retail trading business, securing exclusive distribution agreements is crucial. Two types of agreements are automatic renewal and defined term of maturity. There is a risk on the renewal in case of agreements with defined term of maturity, leading to a possible decline in revenues from retail trading. Nonetheless, its compliance with terms and conditions and its long and established relationship with the manufacturers enable the Company to successfully renew its contracts. In addition, should there be any modifications in the agreements especially on the fee structure, the Company shall negotiate to reach mutual benefits for both parties.

7. Risk from Termination of Hotel Management Contract and Manufacturing Contract

The Company has increasingly leveraged on its own Anantara brand to manage non-own hotels in exchange for management fees. Fee structure can be categorized into two phases; a technical service and advisory fee prior to the hotel opening and the management fee once the hotel commences its operations. The management fee is based on the sharing structure of hotel's revenues and profits. Generally, the contract term lasts 10 - 20 years. Should the hotel owners terminate the contract prior to maturity, the company is entitled to cancellation fee. With many years of experience in hotel management, Anantara is known for its adaptation to local culture and is gaining recognition and trust by international travelers. As at December 31, 2010, the Company, has entered into 20 hotel management contracts in Thailand and overseas, diversifying the hotel business both in terms of locations and partners. Of 20 hotel management contracts, 7 hotels are in operation, while the remaining are under construction, and are expected to be opened by 2013.

One of the Company's subsidiaries, NMT Ltd., conducts contract manufacturing business for global fast moving consumer goods. While barrier to entry is relatively high due to the limited licensed manufacturers, price and product quality play a prominent role in securing orders. With over 20 years of experience, the Company emphasizes on production quality at the appropriate price. Moreover, consistent improvement of production line enables cost reduction. These result in long-term orders from customers.

8. Financial Risk

8.1 Risk from Exchange Rate

The Company and its subsidiaries receive revenues, such as to franchise income, hotel management income and income from foreign travel agencies, in foreign currency. These revenues fluctuate according to the exchange rates. However, they are naturally hedged against non-Thai Baht expenses, e.g. hotel management expenses, franchise expenses and costs of retail trading products. Because currently, the revenues and expenses are in approximately the same proportions, the change in exchange rates are insignificant compared to total revenues. The Company and its subsidiaries also reduces the risk exposure by quoting all room rates of domestic hotels in Thai Baht, instead of US currency.

As at December 31, 2010, the Company's foreign investment accounted for 5% of total assets. These include investments in associates and joint ventures as well as long-term investment in marketable securities. They are recorded in compliance with the accounting standards, where exchange rate gain or loss in foreign investments is not realized on the income statement. Share of profits from investments in associates and joint ventures are converted to Thai Baht based on the Bank of Thailand's published average exchange rate throughout 2010, while investment in marketable securities shall be marked to market based on the exchange rate at the end of accounting period, and reflected in the shareholders' equity. The affect of foreign currency is minimal as the foreign investment is a very small proportion compared to total assets.

As at December 31, 2010, 90% of the Company and its subsidiaries' total liabilities is denominated in Thai baht, while the remaining 10% is in foreign currency. The foreign currency loans are overseas subsidiaries' to match with the currency with the revenues received in that particular country.

8.2 Risk from Debt Collection

The Company's restaurant business carries relatively smaller debt collection risk compared to hotel business given the nature of its cash collection characteristics. Hotel business may be exposed to the risk of receivables collection from travel agencies and other major business partners. However, with diversified clienteles, the Company does not rely on any one group of customers. In the past, the Company has not experienced any significant losses from debt write-offs as credit terms are discretionarily granted to clients who have at least 3 - 5 years of business track record with the Company. For new accounts, the Company sets limited credit lines. These mechanisms enable the Company to effectively manage its receivables as well as track the non-performing ones.

As of December 31, 2010, the Company's and its subsidiaries reported net accounts receivable of Baht 981 million, accounting for 5% of its revenues. Allowance for doubtful accounts is 2.49% of accounts receivable (before allowance for doubtful account).

8.3 Risk from Interest Rate

The interest rate risks arise from the volatility of market interest rates, which may have a negative impact to the Company's cash flow. The Company manages such risks in accordance with its risk management guidelines and policies.

As of December 31, 2010, the Company's fixed rate debt is approximately 76% of total debt. The Company's weighted average cost of debt stood at about 5%.

Based on the Company's sensitivity analysis, an increase in the interest rate by 100 basis points would result in increase in interest expense to 0.18% of total revenues.

8.4 Risk from the Compliance with the Debt Covenants

The Company and its subsidiaries are subject to certain financial covenants imposed by the bond holders and lenders, including maximum Interest Bearing Debt (IBD) to Shareholders' Equity of 1.75: 1 at the end of each quarter, based on the audited financial statements. As of December 31, 2010, the interest bearing debt to shareholders' equity ratio stood at 1.04:1.

The Company sees the importance of possible impacts arising from the above risks, and therefore, has appointed its internal audit department to periodically evaluate all associated risk factors. Each business unit performs self assessment exercise to identify possible risks and cooperates with the internal audit department to analyze the impact and to formulate risk-elimination or mitigation procedures. Follow ups and re-evaluation are conducted on a continuing basis. All risk management disciplines are summarized in the Company's risk management manual which is reviewed annually.

Good Corporate Governance

The Board of Directors (the Board) of Minor International Public Company Limited (the Company) realizes the importance of Good Corporate Governance, a critical for the Company to achieve its long term sustainable growth objectives.

The Board has approved the Good Corporate Governance Guidelines (the Guidelines) for all the Company's business operations and for its directions, management and employees. The Guidelines will be reviewed and modified annually in order to adapt to the changes in business operations, the regulatory environment, and applicable laws.

1. Shareholders' Right

The Board values the rights of shareholders and defines a policy in the Guidelines to ensure the equitable treatment of all shareholders:

- 1.1 All statutory rights of shareholders that include, voting right, right to receive dividends, right to sell, buy or transfer shares, right to attend shareholders' meetings, and right to receive information that is sufficient, timely, and in a form suitable to allow for the formation of decisions
- 1.2 The rights to elect and remove directors, and to approve the appointment of independent auditors
- 1.3 The rights to the division in the profits
- 1.4 The rights to receive board resolution regarding detailed information of the Board resolution, and the Annual General Meeting (AGM) agendas in advance, not less than 30 days prior to the AGM date via the Company's website
- 1.5 The rights to receive an invitation notice for the AGM, identifying the date, time and location of the Meeting, detailed information of agenda items, rules and procedures to attend the meeting and issues for consideration. The Company will send the invitation notice to all shareholders in advance, not less than 7 days before the meeting. The Meeting will be held on date, time and location that is convenient to shareholders
- 1.6 The Company allows shareholders to send their questions to the Company prior to the meeting date via the Company's website

2. Equitable Treatment of Shareholders

The Board values the importance of Equitable Treatment to Shareholders and has established policies to supervise, protect and promote the shareholders' rights to ensure that all shareholders will be treated fairly and equally. Furthermore, the policy relating to the Equitable Treatment to Shareholders must be in accordance with the guidelines, rules and regulations of the Stock Exchange of Thailand, and Securities and Exchange Commission, as well as related laws. The key policies that have been established to ensure the equitable and fair treatment of shareholders are;

- 2.1 To grant shareholders the opportunity to propose AGM agenda items in advance of the Meeting. All criteria required to propose AGM agenda items will be disclosed in the Company's website.
- 2.2 **To grant all shareholders who cannot vote in person, be ability to vote by proxy**
 - 2.2.1 In case shareholders cannot attend the Meeting, the Company has provided 3 proxy forms prescribed by the Department of Commercial Registration, Ministry of Commerce to be used in any shareholders' meeting in order to facilitate the proxy. The shareholders may select any form of the three provided.

- 2.2.2 The granter may select the Company's independent director to facilitate the proxy. The Company has attached the independent director's profile with the proxy form.

2.3 Equitable Treatment at the AGM

- 2.3.1 Before commencing the Meeting, the Chairman of the Meeting will explain the voting procedures and vote-counting procedures to shareholders.
- 2.3.2 The Chairman of the Board, and the Chairman of the Committees will attend the Meeting in order to provide shareholders comments to inquires relevant to the agenda or the Company's operation.
- 2.3.3 The Company allows shareholders to elect directors on individual basis.
- 2.3.4 The Chairman of the Meeting conducts the Meeting in the sequence as given in the agenda, and invitation notification. No additions to the agenda or alteration of sequence of agenda items will be made, except such for appropriated reasons.
- 2.3.5 In order to ensure the transparency and compliance with auditing standards, the Company will use voting cards for all agenda items in 2011 AGM. In addition, to permit accurate and timely reporting, the Company will use the automatic system for registration and vote-counting.

- 2.4 After AGM, the Company will prepare the minutes of the Meeting according to agenda with voting results of each agenda item specifying affirmative, negative and abstention vote counts, plus details of important matters discussed. The minutes of the Meetings was disclosed in the Company's website and the SET within 14 days of AGM date.

2.5 Policy and Measures on Inside Information

The Company has established an explicit policy and measurement to prevent all directors and management from using inside information for their own interests. Directors and senior management are to notify the Corporate Secretary of every transaction they make regarding the trading of the Company's securities prior to submitting the Securities Holding Report to the SEC. The Company also prohibits all directors and senior management from trading the Company's securities in case involving material information or information that would impact the Company's security price. The Company will inform in writing all directors and senior management to abstain from trading the Company's securities at least 30 days before interim and fiscal financial information is released to the SET and the SEC.

3. Roles of Stakeholders

The Company realizes the importance of ensuring that all shareholders' rights are properly observed. Pertinent procedures are carried out in line with the rules and regulations of the Stock Exchange of Thailand, the Securities and Exchange Commission as well as the related laws.

Shareholders	The Company is committed to create long-term growth and returns to the shareholders and conducting its business in the transparent manner.
Customers	The Company is committed to continuously develop better quality of goods and services for the benefit and satisfaction of its customers.
Partners	The Company treats all partners fairly in order to achieve mutual benefits.
Creditors	The Company observes all of its obligations to creditors.
Competitors	The Company abides by the framework of fair competition and will not destroy the reputation of competitors through false accusations.
Employees	The Company considers its employees a valuable asset and treats them fairly in regard to work opportunities, remuneration, and quality of working environment. The Company also provides all its employees professional and career development training.

Society and environment The Company is committed to conduct businesses that benefit the economy and society and quality of environment. The Company has established the Corporate Social Responsibility (CSR) Department to promote the Company's staff the importance of the CSR objectives to achieve balanced benefits relating to society, the environment, and all stakeholders in harmony with the Company's sustainable growth objectives.

Stakeholders can request information, or notify any claims, and violations relating to financial reports, internal control system, or business ethics through the Company's website. The Internal auditor will review these communications and advise the Audit Committee. All claims and violations communication will be protected, and kept in confidence. The Audit Committee will investigate these matters, recommend corrective action (if any) and will address the outstanding concerns to the Board.

4. Disclosure

4.1 Investor Relations

The Board stresses for an importance to disclose sufficient, accurate and timely quantitative and qualitative information. Reporting to the Chief Financial Officer, the Investor Relations Manager has developed and established yearly Investor Relation plan, efficient communication processes include critical areas such as the Company's vision and mission statements, and financial and operational information to shareholders, equity analysts, target investors and fund managers. During the past years, the Company has successfully delivered the Company's information and positioning messages using a wide range of tools including news releases, conference calls, quarterly presentations, local and international investor roadshows, IR website, annual reports, fact sheets and IR materials, and the SET and the SEC announcement.

The Company provides a central point of investor contact, Mr. Chaiyapat Paitoon, VP of Strategic Planning.

4.2 Corporate Governance Guidelines

The Board takes a serious interest in the monitoring of corporate governance guidelines that are required for long term sustainable growth. These written guidelines are reviewed annually. The guidelines define rights and equitable treatment of shareholders, vision, mission, and principal responsibilities of the Board, business principles, integrity and business control, conflict of interest, CSR guidelines, workplace environment, disclosure, and policies involving stakeholders including customers, and community. The Board also approves the policy on business ethics for employees, and the Company provides secure communications channels for the reporting of behavior which is illegal or in violation of established guidelines.

4.3 Report of the Board of Directors

The Board is responsible for the consolidated financial statements of the Company and its Subsidiaries, and the financial information shown in the annual report. The financial statements are prepared utilizing the accounting standards in Thailand, and to ensure the proper disclosure of financial information.

The Board has appointed members of the Audit Committee which comprising of Independent Directors to be responsible for the oversight of financial reporting and internal control. The opinion Report of the Audit Committee is shown in the Annual Report.

4.4 Remuneration of Directors and Management

The Company sets the remuneration basis of directors and senior management based on relevant industry practices in order to maintain its competitiveness to attract and retain key personnel. The remuneration forms for directors are meeting fees and fixed fees, whereas remuneration forms for senior

management are salary and bonuses. In addition, the Company has provided the management and employees ESOP warrants, with vesting terms of up to 4 - 5 years in order to motivate management to create the long-term growth, and to facilitate the retention of key personnel. The Compensation Committee, which is comprised of the independent directors and non-executive director, will approve the salaries and bonuses of executive directors, and determine the allocations under the ESOP program.

The year 2010 remuneration that the Company has paid to the directors and senior management was as follows:

4.4.1 Directors' Remuneration

Directors	Attendance/ Meetings	Board fees (Baht)	AC fees (Baht)	CC fees (Baht)	NCG fees (Baht)	Other fee received from Subsidiaries (Baht)	Total (Baht)
1. Mr. William E. Heinecke	6/6	200,000	-	-	-	180,000	380,000
2. Mr. Paul C. Kenny	5/6	200,000	-	-	-	-	200,000
3. Mrs. Pratana Mongkolkul	6/6	200,000	-	-	-	180,000	380,000
4. Mr. Kenneth L. White	6/6	1,040,000	440,000	50,000	50,000	-	1,580,000
5. Mr. Michael D. Selby	2/6	270,000	-	50,000	50,000	180,000	550,000
6. Mr. Anil Thadani	5/6	790,000	-	50,000	50,000	180,000	1,070,000
7. Khunying Jada Wattanasiritham	6/6	1,040,000	220,000	-	-	-	1,260,000
8. Mr. Emmanuel Jude Dillipraj Rajakarier	6/6	200,000	-	-	-	180,000	380,000
9. Ms. Chantana Sukumanont	5/5	790,000	220,000	-	-	-	1,010,000

Note: AC = Audit Committee CC = Compensation Committee NCG = Nominating and Corporate Governance Committee

4.4.2 Management Remuneration

In 2010, the Company paid remuneration to 7 managements of totally Baht 118 Million.

4.5 Committee's Functions

The Board has set and appointed members of the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee Compositions of each committee are laid out in the shareholders' structure and management section.

4.5.1 Summary of the Committees' Meeting Attendance

Directors	Attendance / Audit Committee Meetings	Attendance / Compensation Committee Meetings	Attendance / NCG Committee Meetings
1. Mr. Kenneth L. White	4/4	2/2	2/2
2. Mr. Michael D. Selby*	0/1	1/2	1/2
3. Khunying Jada Wattanasiritham	3/4	-	-
4. Mr. Anil Thadani	-	1/2	1/2
5. Ms. Chantana Sukumanont	3/3	-	-

* Resigned on February 25, 2010

4.6 Policy on Corporate Social Responsibilities

The Board realizes the importance for the Company to demonstrate leadership by conducting its business in a manner that provides benefits to the economy, society, and the environment. The Company established the Corporate Social Responsibility Department to promote the Company's staff the importance of the CSR objectives to achieve balance benefits to society, environment, and all stakeholders in harmony with the Company's sustainable growth objectives. During 2010, the CSR activities are detailed in Corporate Social Responsibilities Section.

5. Responsibilities of the Board

5.1 The Composition of the Board and Committees

5.1.1 Composition and Qualification of Directors

- 5.1.1.1 The Board consists of at least five members, but not more than eleven. No fewer than half of these board members must be based within the Kingdom. The board members must have the qualifications determined by the Public Company Limited Act, and related laws.
- 5.1.1.2 There are at least three independent directors, and not less than one-third of the Board size. All independent directors must have the qualifications under the Company's independent director definition, the SEC Announcement and the SET Notification.
- 5.1.1.3 Directors must possess knowledge, capabilities and experience which can benefit the Company's business operations. Nominating and Corporate Governance Committee will consider the qualifications of the director candidates through transparent pre-selection procedures and propose to the Board for final consideration. The director candidates who are selected by the Board will be included in AGM agenda. All director candidates' information will be disclosed in the annual report and the Company's website.
- 5.1.1.4 The Company's director must not serve on more than five boards of Thai listed public companies.

5.1.2 Balance of Power for Directors

The Board comprises of 9 persons, with 5 non-executive directors, representing more than 50% of the board size.

5.1.3 Aggregation or Segregation of Positions

The Chairman of the Board and the Chief Executive Officer is the same person and is not independent. The current board structure maintains an appropriate check and balance system because the composition of the Board comprises a majority of members who are non-executive directors.

5.1.4 The Committees

The Board has established three committees which are Audit Committee, Compensation Committee and Nominating and Corporate Governance Committee.

- 5.1.4.1 Audit Committee comprises of a minimum of three independent directors. All members must be independent directors under the Company's definition, the SEC Announcement and the SET Notification.
- 5.1.4.2 Compensation Committee and Nominating and Corporate Governance Committee comprises of a membership majority of independent directors.
- 5.1.4.3 The Chairman and member of all committees must not be the Chairman of the Board.

5.1.5 Corporate Secretary

The Company has assigned the corporate secretary to be in charge of the following responsibilities;

- 5.1.5.1 Prepare and file Board and Shareholder documents which are the directors' share registration records, notices of Board and Shareholders, minutes of Board and Shareholders, and the Company's annual report and quarterly financial reports

- 5.1.5.2 File reports relative to the conflict of interest of directors and management
- 5.1.5.3 Advise the rules and regulations relative to the director's functions and responsibilities
- 5.1.5.4 Administer other activities as directed

5.2 Roles, duties and responsibilities of the Board

5.2.1 Leadership and Vision

Directors that made up the Company Board participate in defining goals, vision, strategies, and business targets. Through the collective skills and experience of directors, shareholders are assured that the Company's objectives can be achieved in a manner that best benefit to the Company and its shareholders.

5.2.2 Segregation of Roles, duties and responsibilities between the Board and Management

The Board and Management have clearly segregated roles, duties and responsibilities. The Board will consider and approve the policies such as vision, mission, strategies, corporate governance guidelines, and overall financial objectives, whereas management will manage the business operation under policies defined by the Board. Roles, duties and responsibilities between the Board and Management are detailed in Shareholder's structure and management section.

5.2.3 Policy on Corporate Governance

The Board takes a serious interest and fully supports the corporate governance principles and practices through written guidelines in all operations within the Company and its affiliated companies. The Company also issued a Code of Conduct policy for all employees to serve as a guideline for adherence to operating procedure, and provides the communication channels to receive and process reports relative to illegal conduct and/or misconduct. The Board has assigned the NCG Committee to supervise directors, management and employees to perform their duties under the Guidelines. The NCG Committee will review the Guidelines annually, in order to respond to changing situations and the guidelines of the SET, the SEC and other organizations prescribing corporate best practices.

5.2.4 Policy on Conflict of Interest

In order to avoid any conflicts of interest, the management and the Board need to carefully consider any and all transactions that may cause potential conflicts by establishing a written policy and approval process for any connected transactions.

For any transactions that are related to any director of the Company, that particular director does not have the right to vote or participate in the Board discussion on such transactions. The Board also has established a policy that prohibits management and staff from utilizing the Company's information for personal use.

5.2.5 Internal Control System

The Company stresses the importance of strong internal control throughout the organization. Written responsibilities, authority delegation, and management controls have been adopted to create transparency for utilization of the Company's resources, and to distinguish the duties of staff and controllers in order to ensure that proper verification and monitoring processes are in place.

The Company has an Internal Audit Department to verify and balance the management control process. Internal Audit Department reports directly to the Audit Committee in order to ensure tasks and financial activities are performed according to the guidelines and that the Company is compliant with all regulations.

5.2.6 Risk Management System

Certain aspects of its business operation may expose the Company to both internal and external risks. The Company recognizes the importance of controlling these risks and minimizing the possibility of any negative impact to the Company. The Company has assigned Internal Audit Department to assess and monitor these risks. In assessing risks, every department has to identify risk factors that may arise from its operations such as risks from business production, management, and finance. The Internal Audit Department and other departments that identify risk factors, cooperate to collect information and assess risk exposure in order to take action to prevent or minimize the negative impacts. The Company has established a risk management procedural manual and reviews it annually.

5.2.7 Board of Directors' Meeting

To ensure attendance at the Board meetings, Corporate Secretary has provided and informed directors schedule meetings for the year 2010 in advance. Directors can propose the agenda items to the Chairman of the Board (CEO). The Corporate Secretary will send Board notices with the agenda to all directors at least seven days before the meeting.

For the year 2010, there are a total of 6 Board meetings. The Corporate Secretary sent notices to the Board at least 7 days before the Meetings. The Chairman of the board fully attended all 6 board meeting. During the Meetings, the Chairman of the Board appropriately allocated time for directors to carefully review and discuss all relative information. There were also written minutes that were made available for verification and approved by the Board. In addition, the Company continuously sends the monthly performance summary to the Board.

For the year 2011, the Company will follow the aforesaid meeting procedures.

5.3 Board of Directors' Self Assessment

The Board conducts annual self assessments to determine how well the Board performs its duties and acts accordingly to continuously improve its performance.

5.4 Board and Management Development

5.4.1 Board and Management Training

The Company encourages and facilitates training and self development for all directors and management in relation to the Company's business operation and strategies, and Corporate Governance Guidelines. New directors are provided with orientation programs as well as handbooks that cover roles, authorities and responsibilities of directors, Corporate Governance policies, memorandum of associations, articles of associations, the Company's vision, mission, and framework of business operations. New directors also attended meetings in regards of strategic plan formulation.

5.4.2 Succession Plan

The Board will annually approve and maintain a Succession Plan for the CEO and management.

Shareholders' Structure and Management

The Board structure consists of the Board of Directors, the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee

BOARD OF DIRECTORS

1. Mr. William E. Heinecke

Positions	<ul style="list-style-type: none"> • Chairman (Elected 1979) • Chief Executive Officer
Age	<ul style="list-style-type: none"> • 62 years (Born 1949)
Educational Credential	<ul style="list-style-type: none"> • Honorable Doctoral Degree of Business Administration in Management, Yonok College • International School of Bangkok • Director Certificate Program, Thai Institute of Directors Association
Other Current Positions	<ul style="list-style-type: none"> • Chairman of Minor International Plc.'s subsidiaries • Chairman of Minor Corporation Plc. and its subsidiaries • Chairman of the Minor Food Group Plc. and its subsidiaries • Director of Rajadamri Hotel Plc. and its subsidiaries • Director of Serm Suk Plc. • Independent Director of Indorama Ventures Plc. • Director of Everest Worldwide Ltd.
Experiences	<ul style="list-style-type: none"> • Director of S&P Syndicate Plc. • Director of Saatchi & Saatchi Limited • Chairman and Managing Director of Ogilvy & Mather (Thailand) Limited
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> • MINT: 361,115,822 shares or 11.07% of paid up shares • MINT-W4: 22,334,191 units

2. Mr. Paul Charles Kenny

Positions	<ul style="list-style-type: none"> • Director (Elected in 1997)
Age	<ul style="list-style-type: none"> • 62 years (Born in 1949)
Education	<ul style="list-style-type: none"> • General Management Program, Ashridge Management College, England • Director Certificate Program, Thai Institute of Directors Association
Other Current Positions	<ul style="list-style-type: none"> • Chief Executive Officer and Director of The Minor Food Group Plc. and Directors of its subsidiaries
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> • MINT: 5,166,078 shares or 0.16% of paid up shares • MINT-W4: 434,627 units

3. Mrs. Pratana Mongkolkul

Positions	<ul style="list-style-type: none"> • Director (Elected in 1998) • Group Chief Financial Officer
Age	<ul style="list-style-type: none"> • 47 years (Born in 1964)
Educational Credential	<ul style="list-style-type: none"> • Master of Business Administration, Thammasat University • Director Diploma Examination, The Australian Institute of Directors Association • Director Certification Program, Thai Institute of Directors Association • Directors Accreditation Program (DAP), Thai Institute of Directors Association • Chief Financial Officer Certification Program 1, The Institute of Certified Accounting and Auditors of Thailand • Capital Market Academy Leader Program 6/2008, Capital Market Academy
Other Current Positions	<ul style="list-style-type: none"> • Director of S&P Syndicate Plc. • Chairman of the Audit Committee and Independent Director of Thoresen Thai Agencies Plc. • Director of Minor International Plc.'s subsidiaries • Director of Minor Corporation Plc. and its subsidiaries • Director of The Minor Food Group Plc. and its subsidiaries • Director of Rajadamri Hotel Plc. and its subsidiaries
Experiences	<ul style="list-style-type: none"> • Senior Vice President of Central Pattana Plc. • Vice President of Finance and Accounting of Central Pattana Plc. • Finance and Accounting Manager of Thai Airport Ground Service Company Limited • Chief Finance Section of USAID, Thailand
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> • MINT: 10,353,844 shares or 0.32% of paid up shares • MINT-W4: 1,421,594 units

4. Mr. Kenneth Lee White

Positions	<ul style="list-style-type: none"> • Independent Director (Elected in 1998) • Chairman of the Audit Committee • Chairman of the Nominating and Corporate Governance Committee • Chairman of the Compensation Committee
Age	<ul style="list-style-type: none"> • 64 years (Born in 1946)
Educational Credential	<ul style="list-style-type: none"> • Master of Business Administration, University of Puget Sound Tacoma, W.A., USA • Director Certification Program, Thai Institute of Directors Association, Fellow Member IOD
Other Current Positions	<ul style="list-style-type: none"> • Managing Director of Pacific Siam Strategic Consulting Co., Ltd. • Director of Finansia Plc. • Director of Finansia Asset Management Limited • Director and Audit Committee member of Goodyear Plc. • Director of Finansia Capital Limited • Board of Governors of American Chamber of Commerce
Experiences	<ul style="list-style-type: none"> • General Manager of The Chase Manhattan Bank N.A.
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> • MINT: 69,114 shares or 0.00% of paid up shares • MINT-W4: 6,911 units

5. Mr. Michael David Selby

Positions	<ul style="list-style-type: none"> • Independent Director (Elected in 2004) • Member of the Nominating and Corporate Governance Committee • Member of the Compensation Committee
Age	<ul style="list-style-type: none"> • 57 years (Born in 1954)
Educational Credential	<ul style="list-style-type: none"> • MA., International Law & Finance, George Washington University, National Law Center, USA • BA., George Washington University, USA • Associate Electrical Engineering - Cornell University, USA
Other Current Positions	<ul style="list-style-type: none"> • Director of Christiani & Nielsen (Thai) Plc. • Director of Rajadamri Hotel Plc • Director of Ocean Beauty Seafoods Inc., USA • Executive Director of AEA-SOS International, Health Risk Management Company, and medical service provider • Chairman of Supervisory Board, Kempinski AG • Managing Director of CPB Equity Co., Ltd. • Managing Director of CPB Property Co., Ltd. • Director of AON Risk Services (Thailand) Limited • Director of Sri Julsup Co., Ltd. • Director of Kempin Siam Co., Ltd.
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> • MINT: - None - • MINT-W4: - None -

6. Mr. Anil Thadani

Positions	<ul style="list-style-type: none"> • Director (Elected in 1998) • Member of Nominating and Corporate Governance Committee • Member of the Compensation Committee
Age	<ul style="list-style-type: none"> • 64 years (Born in 1946)
Educational Credential	<ul style="list-style-type: none"> • Master of Business Administration, University of California, Berkeley, USA • Master of Science, University of Wisconsin, Madison, USA
Other Current Positions	<ul style="list-style-type: none"> • Director of Rajadamri Hotel Plc. • Founder and Chairman of Symphony Capital Partners Limited and Symphony Investment Managers Limited • Director of SIHL (listed on London Stock Exchange) • Chairman of Hup Soon Global Corporation Limited • Director of Orchid Pharmaceuticals - India • Member of Board of Trustees of the Singapore Management University • Member of International Institute for Strategic Studies
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> • MINT: 55,551,566 shares or 1.70% of paid up shares • MINT-W4: 5,555,157 units

7. Khunying Jada Wattanasiritham

Positions	<ul style="list-style-type: none"> Independent Director (Elected in 2008) Member of the Audit Committee
Age	<ul style="list-style-type: none"> 65 years (Born in 1945)
Educational Credential	<ul style="list-style-type: none"> M.A. Economic Development, Williams College, Massachusetts M.A. Natural Sciences & Economics, Cambridge University B.A. Natural Sciences & Economics, Cambridge University
Other Current Positions	<ul style="list-style-type: none"> Director and Executive Director of The Siam Commercial Bank, Plc. Chairman of Siam Commercial New York Life Insurance Plc. Chairman of Thai Asset Management Corporation
Experiences	<ul style="list-style-type: none"> Director, Chairman of Audit Committee and Remuneration Committee of PTT Plc. Governor of Stock Exchange of Thailand President and CEO of The Siam Commercial Bank, Plc. Director of Siam Piwat Co., Ltd. Department of Economic Research, Bank of Thailand
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> MINT: - None - MINT-W4: - None -

8. Mr. Emmanuel Jude Dillipraj Rajakarier

Positions	<ul style="list-style-type: none"> Director (Elected in 2008)
Age	<ul style="list-style-type: none"> 46 years (Born in 1965)
Educational Credential	<ul style="list-style-type: none"> Master of Business Administration, UK Degree in Computer Systems Analysis & Design, Sri Lanka Director Certificate Program, Thai Institute of Directors Association
Other Current Positions	<ul style="list-style-type: none"> Director of Minor International Plc.'s subsidiaries
Experiences	<ul style="list-style-type: none"> Deputy Chief Financial Officer of Orient-Express Hotels, Trains & Cruises. Group Financial Controller of Easi Solutions Plc. Financial Controller of Le Piaf Restaurants Financial Controller of Desert Express Ltd. T/A Monte's, London Financial Controller/Group Accountant of London Wine Bars Ltd.
% of Shareholding as of 31 December 2010	<ul style="list-style-type: none"> MINT: 920,000 shares or 0.03% of paid up shares MINT-W4: 67,000 units

9. Ms. Chantana Sukumanont

Positions	<ul style="list-style-type: none"> Independent Director (Elected in 2010) Member of Audit Committee
Age	<ul style="list-style-type: none"> 61 years (Born in 1950)
Educational Credential	<ul style="list-style-type: none"> Advanced Management Program, Harvard Business School, Boston IMD, Lausanne, Managing for Marketing Success and Senior Management Program Diploma in Business Studies, The Centre for Economic and Political Studies, England Bachelor Degree in Accounting, Bangkok University Bachelor of Business Administration in Marketing, Ramkhamhaeng University

Other Current Positions

- Executive Vice President, Marketing & Sales, Siam City Cement PCL.
- Vice President, Thailand Federation of Cement Manufacturers
- Director, Listed Companies Association
- Director, Association of Capital Market Academy Alumni

Experiences

- Director, The Federation of Thai Industries
- Managing Director, Jalaprathan Cement PCL.
- Managing Director, Jalaprathan Concrete Co.,Ltd

**% of Shareholding as of
31 December 2010**

- MINT: - None -
- MINT-W4: - None -

The Board of Directors is responsible for setting policy, planning, controlling, and making decision about the Company's operation and new business investment except those required by law to pass by resolution from a shareholders meeting.

Audit Committee

On 31 December 2010, the Audit Committee comprised of 3 directors as follows;

- | | |
|-----------------------------------|-----------------------------------|
| 1. Mr. Kenneth Lee White* | Chairman and Independent Director |
| 2. Khunying Jada Watthanasiritham | Member and Independent Director |
| 3. Ms. Chantana Sukumanont | Member and Independent Director |

* Audit Committee who has knowledge and experience in financial statement review.

Audit Committee Scope of Responsibilities

1. To review the Company's financial reporting process to ensure that it is accurate and adequate
2. To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit or any other unit in charge of an internal audit
3. To review the Company's compliance with the law on securities and exchange, the Exchange's regulations, and the laws relating to the Company's business
4. To consider, select and nominate an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with an auditor at least once a year
5. To review the Connected Transactions, or the transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the Exchange's regulations, and are reasonable and for the highest benefit of the Company
6. Committee's report which must be signed by the audit committee's chairman and consist of at least the following information;
 - (a) an opinion on the accuracy, completeness and creditability of the Company's financial report,
 - (b) an opinion on the adequacy of the Company's internal control system,
 - (c) an opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
 - (d) an opinion on the suitability of an auditor,
 - (e) an opinion on the transactions that may lead to conflicts of interests,
 - (f) the number of the audit committee meetings, and the attendance of such meetings by each committee member,
 - (g) an opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter, and
 - (h) other transactions which, according to the audit committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors;

7. To perform any other act as assigned by the Company's board of directors, with the approval of the audit committee.
8. In the case that it is found or suspected that there is a transaction or any of the following acts which may materially affect the Company's financial condition and operating results, the audit committee shall report it to the board of directors for rectification within the period of time that the audit committee, as deemed appropriated:
 - (1) a transaction which causes a conflict of interest;
 - (2) any fraud, irregularity, or material defect in an internal control system; or
 - (3) an infringement of the law on securities and exchange, the Exchange's regulations, or any law relating to the Company's business.

(The details of roles and responsibilities of Audit Committee is shown in the Audit Committee charter, prescribed in the Company's website)

Definition of Independent Directors

The Board of Directors has determined the definition of "Independent Director" as follows:

1. Holding shares of not more than 1% of paid up capital of the company, parent company, subsidiaries, associates, major shareholder or the company controlling person. The number of held shares shall be inclusive of shares held by any related persons of independent director.
2. Not being or formerly an executive director, employee, staff member, advisor who receives a regular salary or being a controlling person of the company, parent company, subsidiaries, associates, subsidiaries which have the same parent company, major shareholder or the company controlling person except where such relationship was in excess of a period of two years before appointment as an independent director.
3. Not being a person who is related by blood or registration under laws, including mother, father, spouses, sibling and children and spouse of children of management, major shareholder, controlling person or a person to be nominated as management or controlling person of the company or subsidiaries.
4. Not having or formerly having a business relationship with the company, parent company, subsidiaries, associates, major shareholders or the company controlling person which may compromise independence. In addition, independent directors may not be or formerly be a significant shareholder, or controlling person who had a business relationship with the company, parent company, subsidiaries, associates, or major shareholder or the company controlling person, except where such relationship was in excess of a period of two years before appointment as an independent director.
 - The relationships mentioned in the first paragraph include normal business transactions, transactions regarding rental or lease of immovable assets, transactions related to assets and services, transactions regarding financial assistance including lending, borrowing, guarantees, or providing assets to pledge or mortgage loans or any other similar action, which have transaction values higher than 3% of net tangible assets or 20 million baht, whichever is lower. The calculation will include the transaction value taking place with the same person who has business relationship during 12 months period prior to the day of the decision to enter into the transaction and will be subject to the Capital Market Advisory Board Re: Rules on Connected Transactions.
5. Not being or formerly an independent auditor of the company, parent company, subsidiaries, associates, major shareholders, or the company controlling person, and not being a significant shareholder, controlling person or partner of the audit firm which has provided independent auditor services to the company, parent company, subsidiaries, associates, major shareholder or the company controlling person except where such relationship was prior to a two years period before appointment as an independent director.
6. Not being or formerly providing professional services including legal advice, financial advice which received a service fee higher than two million baht per year from the company, parent company, subsidiaries, associates, major shareholder or the company controlling person and not being a significant shareholder, controlling person or partner of the independent service provider except such relationship was in excess of a period of two years before the appointment as an independent director.

7. Not being a director who was appointed as a representative of a director of the company, major shareholder or shareholder who is related to the major shareholder of the company.
8. Not provide the same services as the company and not being competitors of the company and subsidiaries or not being a significant partner in partnership or being a executive director, staff, employee, consultant who receives regular payroll, or holding over 1% of voting rights of other company which operates the same business and compete with the company and subsidiaries.
9. Not having any other conflicts, that prevent independent directors from giving independent opinions to the company.

Compensation Committee

On 31 December 2010, Compensation Committee comprised of 3 directors as follows;

- | | |
|----------------------------|----------|
| 1. Mr. Kenneth L. White | Chairman |
| 2. Mr. Anil Thadani | Member |
| 3. Mr. Michael David Selby | Member |

Compensation Committee Scope of Responsibilities

Consider remuneration of the senior executives. (The details of roles and responsibilities of Compensation Committee is shown in the Compensation Committee Charter, prescribed in the Company's website)

Nominating and Corporate Governance Committee

On 31 December 2010, Nominating and Corporate Governance Committee comprised of 3 directors as follows;

- | | |
|----------------------------|----------|
| 1. Mr. Kenneth L. White | Chairman |
| 2. Mr. Anil Thadani | Member |
| 3. Mr. Michael David Selby | Member |

Nominating and Corporate Governance Committee Scope of Responsibilities

1. Consider and select qualified delegates to fill the vacant position of the Company's director.
2. Review and recommend to Annual General Meeting of Shareholders the remuneration of the Company's directors.
3. Review and recommend to the Board the Corporate Governance Guidelines in order to comply with the Good Corporate Governance Principals, specified by the Stock Exchange of Thailand, Securities Exchange and Commissions, and Thai Institute of Directors Association
4. Ensure the Company's operation to comply with the Company's Corporate Governance Guidelines
5. Report the Corporate Governance to the Board

(The details of roles and responsibilities of Nominating and Corporate Governance is shown in the Nominating and Corporate Governance Committee Charter, prescribed in the Company's website)

Executive Management

As of 31 December 2010, 7 Managements as follows;

- | | |
|---------------------------------|------------------------------------|
| 1. Mr. William E. Heinecke | Chief Executive Officer |
| 2. Mrs. Pratana Mongkolkul | Group Chief Financial Officer |
| 3. Mr. Somsak Tanruengsri | General Manager |
| 4. Ms. Marisa Aranha | Vice President, Sales |
| 5. Ms. Eve Danielle Weatherburn | Vice President, Marketing |
| 6. Mr. Philip Georg Schatz | Vice President, Revenue Management |
| 7. Mr. Chaiyapat Paitoon | Vice President, Strategic Planning |

Biographies of Mr. William E. Heinecke and Mrs. Pratana Mongkolkul are presented under “Board of Directors” section. The biographies of remaining 5 executive management are presented as followings:

1. Mr. Somsak Tanruengsri

Positions	• General Manager
Age	• 57 years (Born in 1954)
Educational Credential	• Front Office & Housekeeping Management, University of Hawaii
Experiences	• General Manager, Royal Garden Resort Pattaya
% of Shareholding as of 31 December 2010	• - None -

2. Ms. Marisa Aranha

Positions	• Vice President, Sales
Age	• 52 years (Born in 1959)
Educational Credential	• MBA in Hospitality Management, Cornell School of Hotel Administration, France
Experiences	• B.A. Honors, Psychology & sociology, Bombay University
	• Regional Director Sales & Marketing, Starwood Hotels & Resorts
	• Regional Director Sales, Le Meridien Hotels & Resorts
	• Marketing Consultant, Jeeves International Sarl France
% of Shareholding as of 31 December 2010	• MINT: 75,000 shares or 0.00% of paid up shares
	• MINT-W4: 7,500 units

3. Ms. Eve Danielle Weatherburn

Positions	• Vice President, Marketing
Age	• 39 years (Born in 1972)
Educational Credential	• Master of Business (Marketing), University of Technology Sydney, Australia
	• Bachelor of Education, Sydney, Australia
Experiences	• Brand Director, Intercontinental Hotels & Resorts and Crowne Plaza Hotels & Resorts)
% of Shareholding as of 31 December 2010	• - None -

4. Mr. Philip Georg Schatz

Positions	• Vice President, Revenue Management
Age	• 42 years (Born in 1969)
Educational Credential	• Bachelor of Arts, Hotel Administration. University of Las Vegas, Nevada, NV
Experiences	• Vice President of Revenue Management-International Operations, Hyatt Hotels Corporation
	• Director of Pricing and Distribution – Asia Pacific, Hyatt Hotels & Resorts
% of Shareholding as of 31 December 2010	• - None -

5. Mr. Chaipayat Paitoon

Positions	• Vice President, Strategic Planning
Age	• 40 years (Born in 1971)
Educational Credential	• M.B.A., Finance and International Business, University of Notre Dame, Indiana, United States of America
	• Bachelor of Accountancy, Chulalongkorn University
Experiences	• Senior Vice President-Division Head - Investor Relations; and Division Head - equity Investment Management, Siam Commercial Bank
	• Investment Representative, Morgan Stanley
% of Shareholding as of 31 December 2010	• - None -

Corporate Secretary

Ms. Oraya Uesakul

Investor Relations

Mr. Chaipayat Paitoon

Number of Corporate Securities held by Directors and Executive Management as of 31 December 2010

No. Name	Title	No. of Securities Held at 31 December 2010			No. of Increase (Decrease)		
		Common Share	*ESOP	MINT-W4	Common Share	*ESOP	MINT-W4
1. Mr. William E. Heinecke	Chairman and CEO	361,115,822	1,701,600	22,334,191	2,980,000	(1,781,500)	22,334,191
2. Mr. Paul Charles Kenny	Director	5,166,078	2,750,000	434,627	1,730,000	(2,030,000)	434,627
3. Mrs. Pratana Mongkolkul	Director and Group CFO	10,353,844	2,783,100	1,421,594	(3,862,100)	(300,000)	1,421,594
4. Mr. Kenneth Lee White	Director	69,114	0	6,911	0	0	6,911
5. Mr. Michael David Selby	Director	0	0	0	0	0	0
6. Mr. Anil Thadani	Director	55,551,566	0	5,555,157	0	0	5,555,157
7. Khunying Jada Wattanasiritham	Director	0	0	0	0	0	0
8. Mr. Emmanuel Jude Dillipraj Rajakarier	Director	920,000	1,400,000	67,000	500,000	(700,000)	67,000
9. Ms. Chantana Sukumanont	Director	0	0	0	0	0	0
10. Mr. Somsak Tanruengsri	General Manager	0	249,500	0	0	249,500	0
11. Ms. Marisa Aranha	VP Sales	75,000	425,000	7,500	75,000	425,000	7,500
12. Ms. Eve Danielle Weatherburn	VP Marketing	0	0	0	0	0	0
13. Mr. Philip Georg Schatz	VP of Revenue Management	0	0	0	0	0	0
14. Mr. Chaipayat Paitoon	VP of Strategic Planning	0	0	0	0	0	0

*ESOP: Warrants allotted to Employees and Directors of the Company and/or subsidiaries.

Top 10 Major Shareholders as of 7 May 2010

Name of shareholders	Number of shares	Proportion of shareholding (%)
1. Group of Mr. William Ellwood Heinecke ¹	768,915,439	23.6%
a. Minor Holding (Thai) Limited	546,755,902	16.8%
b. Mr. William Ellwood Heinecke	222,155,628	6.8%
c. Mrs. Kathleen Ann Heinecke	3,909	0.0%
2. Mr. Nithi Osathanugrah	259,079,714	8.0%
3. Mr. John Scott Heinecke	168,124,194	5.2%
4. Merrill Lynch, Pierce, Fenner, & Smith Inc.	125,092,770	3.8%
5. Thai NVDR Ltd.	119,343,303	3.7%
6. Credit Suisse Singapore Branch	115,059,545	3.5%
7. SYMPHONY CAPITAL PARTNERS LIMITED	112,290,000	3.5%
8. Mr. David Heinecke	85,100,051	2.6%
9. His Majesty King Bhumibol Adulyadej	72,470,861	2.2%
10. The Bank of New York (Nominees) Limited	72,022,540	2.2%

Source: The Thailand Securities Depository Co., Ltd.

Remark: 1This list of shareholder is grouped under the Notification of SEC Kor Chor 17/2551 dated 15 December 2008, not Section 258 of the Public Limited Companies Act, B.E. 2535 (1992)

Subsidiaries, Associated and Affiliated Companies

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
Chao Phaya Resort Limited 99 Berli Jucker House, 16 th Floor, , Soi Rubia Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation and shopping mall Bangkok Marriott Resort and Spa Royal Garden Plaza - Bangkok	12,000,000	9,748,670	81.2%
Hua Hin Resort Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Hua Hin Marriott Resort and Spa	2,000,000	1,999,998	100%
Maerim Terrace Resort Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Four Seasons Resort Chiang Mai	3,000,000	1,359,370 (% included owned by Rajadamr Hotel Plc. 781,250 shares)	71.4%
Royal Garden Development Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation JW Marriott Phuket Resort and Spa	7,000,000	6,999,994	100%
• Rajadamri Residence Limited 155 Rajadamri Road, Bangkok 10330 Tel. +66 (0) 2250 0754 Fax +66 (0) 2253 9195	Hotel and sales of property Project Development - St. Regis	5,000,000	4,999,998 (100% held by Royal Garden Development Limited)	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
• Rajadamri Lodging Limited (formerly 'Mai Faad Beach Resort Limited') 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation	10,000	9,998	100%
Samui Resort and Spa Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Anantara Bophut Resort and Spa, Koh Samui	100,000	99,998	100%
Rajadamri Hotel Plc. 155 Rajadamri Road, Bangkok 10330 Tel. +66 (0) 2250 0754 Fax +66 (0) 2253 9195	Hotel operation Four Seasons Hotel Bangkok	45,000,000	44,510,793	98.9%
MI Square Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Anantara Phuket Villas	100,000	99,998	100%
Hua Hin Village Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Anantara Resort and Spa Hua Hin	500,000	499,998	100%
Baan Boran Chiangrai Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Anantara Golden Triangle Resort & Spa, Chiang Rai Four Seasons Tented Camp	1,650,000	1,649,998	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
Samui Village Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation Four Seasons Resort - Koh Samui	375,000	374,994	100%
Coco Palm Hotel & Resort Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation	1,730,000	1,729,998	100%
Coco Recreation Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation (Not yet commence its operation)	10,000	9,998	100%
Samui Beach Club Owner Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation & Rent of property	10,000	9,998	100%
Royal Garden Plaza Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Shopping mall Royal Garden Plaza Shopping Mall - Pattaya Turtle Village Shopping Plaza - Phuket	750,000	749,997	100%
M Spa International Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Spa Services	410,000	209,099	100%
		(% included owned by Hospitality Investment International Limited 200,900 shares)		

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • M Spa Ventures Limited East Asia Chambers, P.O. Box 901, Road Town, Tortola, British Virgin Islands 	Spa Services in Eastern Asia	50,000 (100% owned by M Spa International Limited)	50,000	100%
<ul style="list-style-type: none"> • M Spa Enterprise Management (Shianghai) Limited Suite 03, 12/F, Block A, 18 Tao Lin Road, Pudong New Area, Shanghai, China 	Spa Services in China	140,000 (100% owned by M Spa Ventures Limited)	140,000	100%
Samui Beach Residence Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Sales of property in Koh Samui	10,000	9,993	100%
Coco Residence Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Sales of property (Not yet commence its operation)	10,000	9,998	100%
Minor Hotel Group Limited ("MHG") (Formerly named: Royal Garden Hotel Management Limited) 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel Management	170,000	169,993	100%
<ul style="list-style-type: none"> • Hospitality Investment International Limited East Asia Corporate Services (BVI) Limited East Asia Chambers, P.O. Box 901, Road Town, Tortola, British Virgin Islands 	Holding investment	1,000 (100% owned by MHG)	1,000	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Lodging Management (Labuan) Limited Level 15 (A2), Main Office Tower, Financial Park Labuan, Jalan Merdeka 87000 Labuan FT, Malaysia 	Hotel management	1,000 (100% owned by Hospitality Investment International Limited)	1,000	100%
<ul style="list-style-type: none"> • Lodging Management (Mauritius) Limited C/O DTOS Limited, 4th Floor, IBL House, Caudan, Port Louis Republic of Mauritius 	Hotel management	1,000 (100% owned by Hospitality Investment International Limited)	1,000	100%
<ul style="list-style-type: none"> • PT Lodging Management (Indonesia) Limited Graha Niaga, 24th Floor, Jalan Jenderal Sudirman, Kav. 58 Jakarta, Indonesia 12190 	Hotel management	150,000 (93.3% owned by Hospitality Investment International Limited and 6.7% by Lodging Investment (Labuan) Limited)	150,000	100%
<ul style="list-style-type: none"> • Cyprea Lanka (Private) Limited No. 45 Braybrooke Street, Colombo, Sri Lanka IBL House, Caudan, Port Louis 	Hotel operation	102,384,759 (80.1% owned by Hospitality Investment International Limited)	82,010,192	80.1%
RNS Holding Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Management	262,515	262,513	100%
Minor Global Solutions Limited (formerly 'Minor Information Technology Limited') 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Management	60,000	59,998	100%

	Number of Ordinary Shares			
	Core Business	Outstanding	Held	Equity Interest
Chao Phraya Resort & Residence Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Hotel operation & Sales of property	10,000	9,998	100%
RGR International Limited East Asia Chambers, P.O. Box 901, Road Town, Tortola, British Virgin Islands	Management	100,000	100,000	100%
R.G.E. (HKG) Limited Level 28, Three Pacific Place, Queens Road East, Hong Kong	Management	100,000	99,999	100%
M & H Management Limited C/O DTOS Limited, 4 th Floor, IBL House, Caudan, Port Louis Republic of Mauritius	Management	1,000	1,000	100%
Lodging Investment (Labuan) Limited Level 15 (A2), Main Office Tower, Financial Park Labuan, Jalan Merdeka 87000 Labuan FT, Malaysia	Holding investment	1,000	1,000	100%
Minor International (Labuan) Limited Level 15 (A2), Main Office Tower, Financial Park Labuan, Jalan Merdeka, 87000 Labuan FT, Malaysia	Hotel operation	1,000	1,000	100%
Thai Project Property Fund Thai Project Property Fund The Mutual Fund Public Company Limited 30 th - 32 nd Floor, Lake Rajada Building, 193 - 195 Ratchadaphisek Road, Klongtoey, Bangkok 10110	Property Investment	7,477,508	7,477,451	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
Sub Thawee Property Fund 11 Q House Sathorn Building, M Floor, South Sathorn Road, Thungmahamek, Bangkok 10120 Tel. +66 (0) 2670 4900 Fax +66 (0) 2670 1820	Property Investment	50,000,000	5,000,000	10%
Thai Asset Management Property Fund 11 Q House Sathorn Building, M Floor, South Sathorn Road, Thungmahamek, Bangkok 10120 Tel. +66 (0) 2670 4900 Fax +66 (0) 2670 1820	Property Investment	136,500,000	36,500,000	26.7%
AVC Club Developer Limited C/O DTOS Ltd, 10 th Floor, Raffles Tower 19 Cybercity, Ebene, Mauritius	Sales of Right-to-Use in time sharing resort	1,000	1,000	100%
AVC Vacation Club Limited C/O DTOS Ltd, 10 th Floor, Raffles Tower 19 Cybercity, Ebene, Mauritius	Sales of Right-to-Use in time sharing resort	1,000	1,000	100%
Maikhao Vacation Villas Limited 99 Berli Jucker House, 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777	Sales of Right-to-Use in time sharing resort	400,000	199,998	50%
Arabian Spas (Dubai) (LLC) P.O. Box 88, Dubai, UAE	Spa services in UAE	300	147 (49% owned by M Spa Ventures Limited)	49%
Eutopia Private Holding Limited 39, Orchid Magu, Maafannu Male, Maldives	Hotel operation	1,000,000	499,998 (Owned by RGR International Limited)	50%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
Tanzania Tourism and Hospitality Investment Limited Akara Building, 24 De Castro Street, Wickhams Cay 1, P.O. Box 3136, Road Town, Tortola, British Virgin Islands	Holding investment	2	1	50%
		(50% owned by Hospitality Investment International Limited)		
• Elewana Afrika (T) Limited 99 Serengeti Road, Sopa Plaza, P.O. Box 12814, Arusha, Tanzania	Hotel operation	2,500	2,500	100%
		(100% owned by Tanzania Tourism and Hospitality Investment Limited)		
• Elewana Afrika (K) Limited New Rehema House, Phapta Road, P.O. Box 67486, 00200 Nairabi, Kenya	Hotel investment	2	2	100%
		(100% owned by Tanzania Tourism and Hospitality Investment Limited)		
• Flora Holding Limited New Rehema House, Phapta Road, P.O. Box 67486, 00200 Nairabi, Kenya	Hotel investment	10,000	10,000	100%
		(100% owned by Elewana Afrika (K) Limited)		
• Parrots Limited LR No.13603, Mombasa South, Diani Beach Road, Ukunda, Kenya	Hotel operation	2	2	100%
		(100% owned by Flora Holding Limited)		
Zanzibar Tourism and Hospitality Investment Limited ("ZTHIL") Akara Building, 24 De Castro Street, Wickhams Cay 1, P.O. Box 3136, Road Town, Tortola, British Virgin Islands	Hotel operation	2	1	50%
		(50% owned by Hospitality Investment International Limited)		
• Elewana Afrika (Z) Limited Peponi Plaza, Peponi Road, P.O. Box 726300, 00200 Nairabi, Kenya	Hotel operation	202	202	100%
		(100% owned by Zanzibar Tourism and Hospitality Investment Limited)		
• The Grande Stone Town Limited P.O. Box 12814, Arusha, Tanzania	Hotel investment	100,000	100,000	100%
		(100% owned by ZTHIL)		

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Parachichi Limited P.O. Box 3998, Dar es Salaam, Tanzania 	Hotel operation	10,000	10,000 (100% owned by The Grande Stone Town Limited)	100%
Harbour View Corporation 4 Tran Phu Street, Hai Phong, Vietnam	Hotel operation Harbour View Hotel & Office Tower Haiphong - Vietnam	11,000,000	3,342,900 (Owned by RGR International Limited)	30.39%
The Minor Food Group Plc. ("MFG") 99 Berli Jucker House 15 th - 16 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9	Sales of food and beverage	32,730,684	32,640,629	99.72%
<ul style="list-style-type: none"> • Swensen's (Thai) Limited 99 Berli Jucker House 15th - 16th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Sales of food and beverage Ice cream Parlour - Swensen's	1,000,000	999,998 (100% held by MFG)	100%
<ul style="list-style-type: none"> • Minor Cheese Limited 99 Berli Jucker House 16th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Manufacturing and sales of cheese	600,000	599,997 (100% held by MFG)	100%
<ul style="list-style-type: none"> • Minor Dairy Limited 99 Berli Jucker House 16th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Manufacturing and sales of ice-cream	600,000	599,997 (100% held by MFG)	100%
<ul style="list-style-type: none"> • Minor DQ Limited 99 Berli Jucker House, 15th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Sales of food and beverage Kiosk - Dairy Queen DQ Grill & Chill	160,000	159,998 (100% held by MFG)	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Catering Associates Limited 99 Berli Jucker House, 16th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Catering services	50,000 (Held 51% shares by MFG)	25,495	51%
<ul style="list-style-type: none"> • Burger (Thailand) Limited 99 Berli Jucker House, 12th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Sales of food and beverage Restaurant - Burger King	1,000,000 (95% held by MFG)	949,999	95%
<ul style="list-style-type: none"> • International Franchise Holding (Labuan) Limited ("Labuan") Level 7 (E), Main Office Tower, Financial Park Labuan, Jalan Merdeka, 87000 Labuan, F.T. Labuan, Malaysia Tel. (087) 443 118/188 Fax (087) 441 288 	Franchise owner	1,800,000 (Held 100% shares by MFG) (Regist. Capital USD 4 million but only USD 1.8 million paid up)	1,800,000	100%
<ul style="list-style-type: none"> • Franchise Investment Corporation of Asia Ltd. ("FICA") Citco Building, Wickhams Cay, P.O. Box 662, Road Town, Tortola, BVI 	Franchise owner	16,000,000 (Held 100% shares by Labuan)	16,000,000	100%
<ul style="list-style-type: none"> • The Minor Food Group (China) Limited 4/F, Sichuan Building Annex, Beilishi Rd., Xicheng, Beijing, China 	Sales of food and beverage Franchisee of Lejazz, Pizza and Sizzler in Beijing	RMB 70 million (Held 100% by FICA)	RMB 70 million	100%
<ul style="list-style-type: none"> • SLRT Limited 99 Berli Jucker House, 12th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Sales of food and beverage Restaurant - Sizzler	4,000,000 (100% held by MFG)	3,999,998	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Primacy Investment Limited ("Primacy") DTOS Limited, 4th Floor, IBL House, Caudan, Port Louis, Mauritius 	Holding investment	1,000	1,000	100%
<ul style="list-style-type: none"> • Delicious Foodstuff (Labuan) Limited Level 15 (A2), Main Office Tower, Financial Park Labuan, Jalan Merdeka 87000 Labuan FT, Malaysia 	Holding investment	1,000 (Held 100% shares by Primacy)	1,000	100%
<ul style="list-style-type: none"> • Delicious Beverage (Labuan) Limited Level 15 (A2), Main Office Tower, Financial Park Labuan, Jalan Merdeka 87000 Labuan FT, Malaysia 	Holding investment	1,000 (Held 100% shares by Primacy)	1,000	100%
<ul style="list-style-type: none"> • Delicious Food Holding (Singapore) Pte. Ltd. ("DFHS") 8 Cross Street # 11-00 PWC Building, Singapore 048424 	Holding investment	1,000 (Held 100% shares by Primacy)	1,000	100%
<ul style="list-style-type: none"> • Delicious Food Holding (Australia) Pte. Ltd. ("DFHA") Home Wilkinson Lowry, Level 2, 500 Queen Street, Brisbane, QLD 4000 	Holding investment	1,000 (Held 100% shares by DFHS)	1,000	100%
<ul style="list-style-type: none"> • The Coffee Club Holdings Pty Ltd. ("TCCA") 336 - 338 Montague Road, West End QLD, Australia 4101 	Holding investment	46,000,000 (Held 50% shares by DFHA)	23,000,000	50%
<ul style="list-style-type: none"> • Expresso Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Property Investment	100 (Held 100% shares by TCCA)	100	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • The Coffee Club Investment Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise owner	28,616,600	28,616,600 (Held 100% shares by TCCA)	100%
<ul style="list-style-type: none"> • The Coffee Club Franchising Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise Business	17,282,200	17,282,200 (Held 100% shares by TCCA)	100%
<ul style="list-style-type: none"> • The Coffee Club (NSW) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Property Investment	2	2 (Held 100% shares by TCCA)	100%
<ul style="list-style-type: none"> • The Coffee Club (Vic) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Property Investment	2	2 (Held 100% shares by TCCA)	100%
<ul style="list-style-type: none"> • The Coffee Club (Properties) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Property Investment	100	100 (Held 100% shares by TCCA)	100%
<ul style="list-style-type: none"> • The Coffee Club Properties (NSW) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Property Investment	2	2 (Held 100% shares by TCCA)	100%
<ul style="list-style-type: none"> • The Coffee Club Pty. Ltd. (as trustee for the Coffee Club Unit Trust) 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise owner	2	2 (Held 100% shares by TCCA)	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • The Coffee Club (International) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise owner	100 (Held 100% shares by TCCA)	100	100%
<ul style="list-style-type: none"> • The Coffee Club (Korea) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise owner	100 (Held 100% shares by TCCA)	100	100%
<ul style="list-style-type: none"> • The Coffee Club (Mena) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise owner	100 (Held 100% shares by TCCA)	100	100%
<ul style="list-style-type: none"> • The Coffee Club (NZ) Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Franchise owner	100 (Held 100% shares by TCCA)	100	100%
<ul style="list-style-type: none"> • First Avenue Company Pty. Ltd. 336 - 338 Montague Road, West End QLD, Australia 4101 	Sale of food and beverage	100 (Held 100% shares by TCCA)	100	100%
<ul style="list-style-type: none"> • ThaiExpress Concepts Pte. Ltd. ("ThaiExpress") 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Holding investment	300,000 (Held 70% shares by Primacy)	210,000	70%
<ul style="list-style-type: none"> • The ThaiExpress Restaurant Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000 (Held 100% shares by ThaiExpress)	100,000	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • BBZ Design International Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • NYS Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • PS07 Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • TES07 Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	500,000	500,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • XWS Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • Shokudo Concepts Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Shokudo Heeren Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • The Bund Pte. Ltd. 2 Alexandra Road, #05-04/05 Delta House, Singapore 159919 Tel. (65) 6238 0525 Fax (65) 6238 7018 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • Lotus Sky Sdn Bhd 1st Ground Floor, Unit G-838, 1 Borneo Hypermall Jalan Sulaman, 88400 Kota Kinabalu, Sabah, Malaysia 	Sale of food and beverage	100,000	100,000 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • ThaiExpress Concepts Sdn Bhd LG 311, 1 Utama Shopping Centre 1, Lebuhr Bandar Utama, Bandar Utama, 47800 Petaling Jaya, Selangor, Malaysia 	Sale of food and beverage	2	2 (Held 100% shares by ThaiExpress)	100%
<ul style="list-style-type: none"> • The Coffee Club (Thailand) Limited 99 Berli Jucker House, 15th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Sale of food and beverage	20,000	19,998 (100% held by MFG)	100%
<ul style="list-style-type: none"> • Select Service Partner Limited ("SSP") 99 Berli Jucker House, 16th Floor, Soi Rubia, Sukhumvit 42 Prakanong Klongtoey Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9 	Sale of food and beverage Restaurant - Bangkok, Chiang Mai, Phuket, Had Yai, Krabi, Phanom Penh, Siem Reap Airports	450,000	229,494 (51% held by MFG)	51%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Select Service Partner (Cambodia) Limited Phnom Penh International Airport, National Road No. 4, Sangkat Kakap, Khan Dangkor, Phnom Penh, Kingdom of Cambodia 	Restaurant - Cambodia	1,000 (100% held by SSP)	1,000	100%
<ul style="list-style-type: none"> • Sizzler China Pte. Ltd. 6 Shenton Way, #28-09 DBS Building Tower 2, Singapore 068809 	Franchise owner	2 (Held 50% shares by Labuan)	1	50%
Minor Corporation Plc. ("MINOR") 99 Berli Jucker House, 16 th , 18 th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5123-32 Fax +66 (0) 2381 5118-9	Distribution	489,770,722 (% included owned by MFG 42,974,872 shares)	447,411,869	100%
<ul style="list-style-type: none"> • Armin Systems Limited 99 Berli Jucker House, 14th, 16th - 18th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5780-5 Fax +66 (0) 2381 4369 	Distribution - Zwilling products, "Zwilling J.A. Henckels", Fashion apparel "Gap", "Bossini" and ladies footwear and handbags "Charles & Keith"	1,100,000 (100% held by MINOR)	1,099,997	100%
<ul style="list-style-type: none"> • NMT Limited 60/158 Moo 19 Phaholyothin Road, Klong 1, Klong Luang, Prathumthani Tel. +66 (0) 2520 3637-42 Fax +66 (0) 2520 3643 	Manufacturing services of Household products such as cleaning products, air freshener, Fabric Softener	100,000 (100% held by MINOR)	99,998	100%
<ul style="list-style-type: none"> • Minor Development Limited 99 Berli Jucker House, 16th, 18th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2381 5151 Fax +66 (0) 2381 5777 	Property development	40,000 (100% held by MINOR)	39,993	100%

	Core Business	Number of Ordinary Shares		
		Outstanding	Held	Equity Interest
<ul style="list-style-type: none"> • Minor Consultants & Service Limited 99 Berli Jucker House, 12th, 16th - 18th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2712 2345 Fax +66 (0) 2712 2346 	Distribution Aromatherapy Products “Bloom”, Cosmetics “Smash Box” Luggage, soft brief and accessories “Tumi”	700,000	369,599	100%
		(% included owned by Red Earth Thai Limited 330,400 shares)		
<ul style="list-style-type: none"> • Red Earth Thai Limited 99 Berli Jucker House, 12th, 16th - 18th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2712 2345 Fax +66 (0) 2712 2346 	Distribution Color Cosmetics “Red Earth”	350,000	349,997	100%
		(100% held by MINOR)		
<ul style="list-style-type: none"> • Esmido Fashions Limited 99 Berli Jucker House, 16th - 18th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2712 2345 Fax +66 (0) 2712 2346 	Distribution Fashion apparel “Esprit”	13,000,000	11,799,995	90.8%
		(90.8% held by MINOR)		
<ul style="list-style-type: none"> • Amore Pacific (Thailand) Limited 99 Berli Jucker House, 12th, 16th - 18th Floor, Soi Rubia, Sukhumvit 42, Prakanong, Klongtoey, Bangkok 10110 Tel. +66 (0) 2712 2345 Fax +66 (0) 2712 2346 	Distribution Products with Water Science Technology “Laneige”	274,510	139,994	51%
		(51% held by MINOR)		
<ul style="list-style-type: none"> • Marvelous Wealth Limited East Asia Chambers, P.O. Box 901, Road Town, Tortola, British Virgin Islands 	Holding investment	1	1	100%
		(100% held by MINOR)		

Corporate Information

Principal Activities

- Food and Beverages,
- Retail Trading,
- Hotelier and Retail Property Owner,
- Developer,
- Operator and Investments in related fields.

Registered Office

Company Register Number: 0107536000919
(Previous number: Bor Mor Jor 165)
99 Berli Jucker Building, 16th Floor,
Soi Rubia, Sukhumvit 42 Road,
Prakanong Sub District, Klongtoey District,
Bangkok 10110
Tel. +66 (0) 2381 5151
Fax +66 (0) 2381 5777
Home Page <http://www.minor.net>

Share Capital as of 31 December 2010

Registered:

Baht 3,677,988,773 divided to 3,677,988,773
ordinary shares at par value of Baht 1 each

Issued and fully paid:

Baht 3,262,339,373 divided to 3,262,339,373 ordinary
shares of Baht 1 each

Company Registrar

Share Capital

Thailand Securities Depository Co., Ltd.
The Stock Exchange of Thailand Building,
62 Rachadapisek Road, Klongtoey
Bangkok 10110
Tel. +66 (0) 2229 2800
Fax +66 (0) 2359 1259

Debenture

RGR No. 1/2547, MINT No. 1/2548,
MINT No. 1/2550 tranche 1, 2 and MINT No. 1/2551
Thai Military Bank Public Company
3000 Phaholyothin Road, Ladyao, Chatuchak,
Bangkok 10900

MINT No. 1/2552, No. 1/2553, No. 2/2553
Kasikorn Bank PCL, Securities Services Department
Head Office Phaholyothin, 11th Fl.,
400/22 Phaholyothin Road, Samsaennai,
Phayathai, Bangkok 10400

Auditors

PricewaterhouseCoopers ABAS Limited

By Mrs. Anothai Leekitwattana and/or
Mrs. Nattaporn Phan-Udom and/or
Mr. Sudwin Panyawongkhanti and/or
Mr. Prasit Yuengsrikul
Certified Public Accountant (Thailand)
No. 3442, 3430, 3534 and 4174 respectively
15th Floor, Bangkok City Tower,
179/74-80 South Sathorn Road,
Bangkok 10120
Tel. +66 (0) 2286 9999
Fax +66 (0) 2286 5050

Solicitors

Dulayapab Law Office

25th Floor, The Trendy Office Building,
10/186 Sukhumvit Soi 13,
Sukhumvit Road, Klong Toey Nua,
Wattana, Bangkok 10110
Tel. +66 (0) 2168 7688-92
Fax +66 (0) 2168 7693

Siam Premier International Law Office Limited

26th Floor, The Offices at Central World Bldg.,
999/9 Rama I Road, Pathumwan,
Pathumwan, Bangkok 10330
Tel. +66 (0) 2646 1888
Fax +66 (0) 2646 1919

Baker & McKenzie Ltd.

25th Floor, Abdulrahim Place,
990 Rama IV Road, Bangkok 10500
Tel. +66 (0) 2636 2000
Fax +66 (0) 2636 2111

Minor International Public Company Limited

99 Berli Jucker House, 16th Floor, Soi Rubia,
Sukhumvit 42 Rd., Bangkok 10110, Thailand
Tel. : +66 (0) 2365 6117
Fax : +66 (0) 2365 6092
www.minornet.com

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