

Plan B Media Public Company Limited
and its subsidiaries
Report and consolidated financial statements
31 December 2014

Independent Auditor's Report

To the Shareholders of Plan B Media Public Company Limited

I have audited the accompanying consolidated financial statements of Plan B Media Public Company Limited and its subsidiaries, which comprise the consolidated statement of financial position as at 31 December 2014, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, and have also audited the separate financial statements of Plan B Media Public Company Limited for the same period.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Plan B Media Public Company Limited and its subsidiaries and of Plan B Media Public Company Limited as at 31 December 2014, and their financial performance and cash flows for the year then ended, in accordance with Thai Financial Reporting Standards.

Emphasis of matter

I draw attention to Note 4 to the financial statements regarding the Company restated the prior year financial statements which are presented for comparative purposes in this year.

My opinion is not qualified in respect of this matter.

Khitsada Lerdwana

Certified Public Accountant (Thailand) No. 4958

EY Office Limited

Bangkok: 25 February 2015

Plan B Media Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2014

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	<u>Note</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
			(Restated)		(Restated)
Assets					
Current assets					
Cash and cash equivalents	8	60,625,168	73,731,600	55,824,407	67,217,590
Trade and other receivables	9	473,707,735	420,565,725	473,705,802	420,565,725
Prepaid expenses amortised within 1 year	10	44,616,010	23,503,631	35,038,030	23,503,631
Other current assets		25,686,952	55,677,558	22,715,177	43,324,221
Total current assets		604,635,865	573,478,514	587,283,416	554,611,167
Non-current assets					
Restricted bank deposits	11	140,668,756	127,161,716	140,668,756	127,161,716
Investment in subsidiaries	12	-	-	364,893,720	393,409,927
Other long-term investment	13	10,000,000	10,000,000	10,000,000	10,000,000
Leasehold improvement and equipment	14	1,162,584,015	1,072,333,421	1,105,328,768	989,464,218
Intangible assets	15	291,176,239	297,819,823	99,269,810	78,767,423
Deferred tax assets	24	4,298,906	1,904,032	4,298,906	1,904,032
Prepaid expenses amortised more than 1 year	10	120,468,742	151,412,900	61,532,602	73,777,100
Rental deposits	16	12,000,000	18,000,000	39,757,010	45,757,010
Other non-current assets		19,571,131	19,382,734	19,560,031	19,372,235
Total non-current assets		1,760,767,789	1,698,014,626	1,845,309,603	1,739,613,661
Total assets		2,365,403,654	2,271,493,140	2,432,593,019	2,294,224,828

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

Plan B Media Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2014

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	<u>Note</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
			(Restated)		(Restated)
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from financial institutions	17	220,000,000	176,000,000	220,000,000	176,000,000
Trade and other payables	18	275,196,255	407,708,381	347,137,142	428,477,205
Current portion of long-term loans from financial institutions	19	252,332,000	150,813,244	252,332,000	150,813,244
Current portion of liabilities under financial					
lease agreements	20	61,796,868	75,166,189	61,796,868	75,166,189
Income tax payables		5,542,055	36,561,644	1,954,828	27,426,367
Unearned income		6,199,130	14,880,850	6,199,130	14,880,850
Other current liabilities		53,983,755	33,888,341	48,009,030	32,137,657
Total current liabilities		875,050,063	895,018,649	937,428,998	904,901,512
Non-current liabilities					
Long-term loans from financial institutions - net of current portior	19	706,072,244	433,294,000	706,072,244	433,294,000
Liabilities under financial lease agreements - net					
of current portion	20	25,153,474	86,034,659	25,153,474	86,034,659
Provision for long-term employee benefits		2,881,682	3,126,425	2,881,682	3,126,425
Total non-current liabilities		734,107,400	522,455,084	734,107,400	522,455,084
Total liabilities		1,609,157,463	1,417,473,733	1,671,536,398	1,427,356,596

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

Plan B Media Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2014

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
			(Restated)		(Restated)
Shareholders' equity					
Share capital					
Registered					
3,535,000,000 ordinary shares of Baht 0.1 each					
(2013: 357,000,000 ordinary shares of Baht 1 each)	21	353,500,000	357,000,000	353,500,000	357,000,000
Issued and fully paid					
2,597,391,000 ordinary shares of Baht 0.1 each					
(2013: 259,739,100 ordinary shares of Baht 1 each)		259,739,100	259,739,100	259,739,100	259,739,100
Share premium		426,260,900	426,260,900	426,260,900	426,260,900
Retained earnings					
Appropriated - statutory reserve	22	25,973,910	25,973,910	25,973,910	25,973,910
Unappropriated		44,272,281	142,045,497	49,082,711	154,894,322
Total shareholders' equity		<u>756,246,191</u>	<u>854,019,407</u>	<u>761,056,621</u>	<u>866,868,232</u>
Total liabilities and shareholders' equity		<u>2,365,403,654</u>	<u>2,271,493,140</u>	<u>2,432,593,019</u>	<u>2,294,224,828</u>
		-	-	-	-

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

Directors

Plan B Media Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2014

(Unit: Baht)

		Consolidated		Separate	
		financial statements		financial statements	
	Note	2014	2013	2014	2013
			(Restated)		(Restated)
Profit or loss:					
Revenues					
Service income		1,465,087,572	1,379,412,198	1,465,087,572	1,379,412,198
Dividend income	12	-	-	37,999,453	53,499,148
Other income		3,826,026	3,690,248	3,826,026	3,563,091
Total revenues		1,468,913,598	1,383,102,446	1,506,913,051	1,436,474,437
Expenses					
Cost of services		941,756,927	784,141,000	973,344,481	810,217,847
Selling and servicing expenses		100,112,824	91,309,987	100,112,824	91,309,987
Administrative expenses		101,516,198	93,595,466	98,882,391	91,246,412
Impairment loss on intangible assets		-	125,460,496	-	-
Impairment loss on investment	12	-	-	28,516,207	152,390,073
Total expenses		1,143,385,949	1,094,506,949	1,200,855,903	1,145,164,319
Profit before finance cost and income tax expenses		325,527,649	288,595,497	306,057,148	291,310,118
Finance cost		(55,230,216)	(39,999,224)	(55,227,907)	(39,000,297)
Profit before income tax expenses		270,297,433	248,596,273	250,829,241	252,309,821
Income tax expenses	24	(63,714,733)	(81,986,329)	(52,284,936)	(72,851,052)
Profit for the year		206,582,700	166,609,944	198,544,305	179,458,769
Other comprehensive income:					
Acturial gains		1,055,105	-	1,055,105	-
Less: income tax effect	24	(211,021)	-	(211,021)	-
Other comprehensive income for the year		844,084	-	844,084	-
Total comprehensive income for the year		207,426,784	166,609,944	199,388,389	179,458,769
Basic earnings per share					
25					
Profit attributable to equity holders of the Company		0.08	0.06	0.08	0.07

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

Plan B Media Public Company Limited and its subsidiaries

Cash flow statement

For the year ended 31 December 2014

(Unit: Baht)

	Consolidated		Separate	
	financial statements		financial statements	
<u>Note</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		(Restated)
Cash flows from operating activities				
Profit before tax	270,297,433	248,596,273	250,829,241	252,309,821
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	292,411,214	208,936,807	227,605,787	148,533,496
Allowance for doubtful accounts	1,243,385	-	1,243,385	-
Impairment loss on investment	-	-	28,516,207	152,390,073
Impairment loss on intangible assets	-	125,460,496	-	-
Gains on sales of equipment	-	(360,495)	-	(360,495)
Long-term employee benefits expenses	810,362	2,961,486	810,362	2,961,486
Dividend income	-	-	(37,999,453)	(53,499,148)
Interest income	(2,933,285)	(2,374,197)	(2,933,285)	(2,374,196)
Interest expenses	55,230,215	39,942,018	55,227,907	38,943,090
Profit from operating activities before changes in operating assets and liabilities	617,059,324	623,162,388	523,300,151	538,904,127
Operating assets (increase) decrease				
Trade and other receivables	(54,412,535)	(46,755,629)	(54,410,602)	(55,663,913)
Other current assets	8,878,227	48,690,762	9,074,645	(65,376,280)
Other non-current assets	36,755,761	(120,992,233)	18,056,702	(77,102,943)
Operating liabilities increase (decrease)				
Trade and other payables	(150,612,571)	(632,404)	(99,440,508)	44,791,835
Unearned income	(8,681,720)	(53,973,534)	(8,681,720)	(26,216,525)
Other current liabilities	20,095,414	(2,160,466)	15,871,373	3,631,703
Cash from operating activities	469,081,900	447,338,884	403,770,041	362,968,004
Cash paid for interest expenses	(67,653,241)	(38,513,700)	(67,650,932)	(37,514,773)
Cash paid for income tax expenses	(97,340,217)	(88,995,115)	(80,362,370)	(88,995,115)
Net cash from operating activities	304,088,442	319,830,069	255,756,739	236,458,116

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

Plan B Media Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2014

(Unit: Baht)

	Consolidated		Separate	
	financial statements		financial statements	
<u>Note</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		(Restated)
Cash flows from investing activities				
Increase in restricted bank deposits	(13,507,040)	(65,536,949)	(13,507,040)	(65,536,949)
Cash paid for investment in subsidiaries	-	-	-	(545,800,000)
Net cash paid for investments in subsidiaries	-	(420,914,363)	-	-
Dividend received	-	-	37,999,453	53,499,148
Proceeds from sales of equipment	-	600,869	-	600,869
Acquisition of equipment	(328,140,118)	(335,077,285)	(319,435,919)	(335,077,285)
Acquisition of intangible assets	(46,755,752)	(50,438,222)	(43,414,452)	(36,695,071)
Interest income	2,960,425	2,185,136	2,960,425	2,185,136
Net cash used in investing activities	(385,442,485)	(869,180,814)	(335,397,533)	(926,824,152)
Cash flows from financing activities				
Cash receipt from short-term loans from financial institutions	44,000,000	167,990,838	44,000,000	170,995,879
Cash receipt from long-term loans from financial institutions	531,705,000	440,000,000	531,705,000	440,000,000
Repayment of long-term loans from financial institutions	(157,408,000)	(89,154,756)	(157,408,000)	(89,154,756)
Repayment of liabilities under financial lease agreements	(75,372,859)	(210,242,930)	(75,372,859)	(78,746,690)
Cash receipt from increase in share capital	-	461,000,000	-	461,000,000
Cash paid for dividend	(274,676,530)	(204,588,000)	(274,676,530)	(204,588,000)
Net cash from financing activities	68,247,611	565,005,152	68,247,611	699,506,433
Net increase (decrease) in cash and cash equivalents	(13,106,432)	15,654,407	(11,393,183)	9,140,397
Cash and cash equivalents at beginning of year	73,731,600	58,077,193	67,217,590	58,077,193
Cash and cash equivalents at end of year	60,625,168	73,731,600	55,824,407	67,217,590
	-	-	-	-
Supplementary cash flow information				
Non-cash transactions:				
Purchases of equipment through finance lease agreement	1,122,353	6,135,847	1,122,353	6,135,847
Purchases of equipment but has not yet paid	-	215,449,490	-	215,449,490
Dividend payables	30,523,470	-	30,523,470	-

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

Plan B Media Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2014

(Unit: Baht)

Consolidated financial statements					
Note	Issued and paid-up share capital	Share premium	Retained earnings		Total shareholders' equity
			Appropriated	Unappropriated	
Balance as at 1 January 2013	225,000,000	-	16,200,000	189,797,463	430,997,463
Increase share capital	21 34,739,100	426,260,900	-	-	461,000,000
Total comprehensive income for the year - restated	-	-	-	166,609,944	166,609,944
Dividend paid	-	-	-	(204,588,000)	(204,588,000)
Transferred to statutory reserve	-	-	9,773,910	(9,773,910)	-
Balance as at 31 December 2013 - restated	<u>259,739,100</u>	<u>426,260,900</u>	<u>25,973,910</u>	<u>142,045,497</u>	<u>854,019,407</u>
Balance as at 31 December 2013 - as previously reported	259,739,100	426,260,900	25,973,910	200,627,366	912,601,276
Cumulative effect of prior year adjustment relating to impairment loss on intangible assets	4 -	-	-	(58,581,869)	(58,581,869)
Balance as at 31 December 2013 - as restated	<u>259,739,100</u>	<u>426,260,900</u>	<u>25,973,910</u>	<u>142,045,497</u>	<u>854,019,407</u>
Profit for the year	-	-	-	206,582,700	206,582,700
Other comprehensive income	-	-	-	844,084	844,084
Total comprehensive income for the year	-	-	-	207,426,784	207,426,784
Dividend paid	28 -	-	-	(305,200,000)	(305,200,000)
Balance as at 31 December 2014	<u>259,739,100</u>	<u>426,260,900</u>	<u>25,973,910</u>	<u>44,272,281</u>	<u>756,246,191</u>

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

Plan B Media Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2014

(Unit: Baht)

Separated financial statements					
Note	Issued and paid-up share capital	Share premium	Retained earnings		Total shareholders' equity
			Appropriated	Unappropriated	
Balance as at 1 January 2013	225,000,000	-	16,200,000	189,797,463	430,997,463
Increase in share capital	34,739,100	426,260,900	-	-	461,000,000
Total comprehensive income for the year - restated	-	-	-	179,458,769	179,458,769
Dividend paid	-	-	-	(204,588,000)	(204,588,000)
Transferred to statutory reserve	-	-	9,773,910	(9,773,910)	-
Balance as at 31 December 2013 - as restated	259,739,100	426,260,900	25,973,910	154,894,322	866,868,232
Balance as at 31 December 2013 - as previously reported	259,739,100	426,260,900	25,973,910	215,223,440	927,197,350
Cumulative effect of prior year adjustment relating to impairment loss on investments	-	-	-	(60,329,118)	(60,329,118)
Balance as at 31 December 2013 - as restated	259,739,100	426,260,900	25,973,910	154,894,322	866,868,232
Profit for the year	-	-	-	198,544,305	198,544,305
Other comprehensive income	-	-	-	844,084	844,084
Total comprehensive income for the year	-	-	-	199,388,389	199,388,389
Dividend paid	-	-	-	(305,200,000)	(305,200,000)
Balance as at 31 December 2014	259,739,100	426,260,900	25,973,910	49,082,711	761,056,621

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

Plan B Media Public Company Limited and its subsidiaries

Notes to financial statements

For the year ended 31 December 2014

1. General information

Plan B Media Public Company Limited (“the Company”) is a company incorporated and domiciled in Thailand. The Company is principally engaged in providing advertising media production, advertising space and air time rental services. The registered office of the Company is at 298/64-65, Pitsanulok Road, Si Yaek Mahanak, Dusit, Bangkok.

2. Basis of preparation

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

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

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

2.2 Basis of consolidation

- a) These consolidated financial statements include the financial statements of Plan B Media Public Company Limited (“the Company”) and the following subsidiary companies (“the Subsidiaries”).

Company's name	Nature of business	Incorporation	Percentage of shareholding	
			2014	2013
<u>Subsidiaries directly held by the Company</u>			Percent	Percent
1. Verisign Company Limited	Advertising media production and advertising space rental	Thailand	100	100
2. Ads Cuisine Company Limited	Advertising media production and advertising space rental	Thailand	100	100
3. Master Standard Display Company Limited	Advertising media production and advertising space rental	Thailand	100	100

- b) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
 - c) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
 - d) Material balances and transactions between the Company and its subsidiaries have been eliminated from the consolidated financial statements.
- 2.3 The separate financial statements, which present investment in subsidiary under the cost method, have been prepared solely for the benefit of the public.

3. New financial reporting standards

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

(a) Financial reporting standards that became effective in the current accounting year

Conceptual Framework for Financial Reporting (revised 2014)

Accounting Standards:

TAS 1 (revised 2012)	Presentation of Financial Statements
TAS 7 (revised 2012)	Statement of Cash Flows
TAS 12 (revised 2012)	Income Taxes
TAS 17 (revised 2012)	Leases
TAS 18 (revised 2012)	Revenue
TAS 19 (revised 2012)	Employee Benefits
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates
TAS 24 (revised 2012)	Related Party Disclosures
TAS 28 (revised 2012)	Investments in Associates
TAS 31 (revised 2012)	Interests in Joint Ventures
TAS 34 (revised 2012)	Interim Financial Reporting
TAS 36 (revised 2012)	Impairment of Assets
TAS 38 (revised 2012)	Intangible Assets

Financial Reporting Standards:

TFRS 2 (revised 2012)	Share-based Payment
TFRS 3 (revised 2012)	Business Combinations
TFRS 5 (revised 2012)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 8 (revised 2012)	Operating Segments

Accounting Standard Interpretations:

TSIC 15	Operating Leases – Incentives
TSIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
TSIC 29	Service Concession Arrangements: Disclosures
TSIC 32	Intangible Assets – Web Site Costs

Financial Reporting Standard Interpretations:

TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4	Determining whether an Arrangement contains a Lease
TFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7	Applying the Restatement Approach under TAS 29 <i>Financial Reporting in Hyperinflationary Economies</i>
TFRIC 10	Interim Financial Reporting and Impairment
TFRIC 12	Service Concession Arrangements
TFRIC 13	Customer Loyalty Programmes
TFRIC 17	Distributions of Non-cash Assets to Owners
TFRIC 18	Transfers of Assets from Customers

Accounting Treatment Guidance for Stock Dividend

These financial reporting standards were amended primarily to align their content with the corresponding International Financial Reporting Standards. Most of the changes were directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of the accounting standards. These financial reporting standards do not have any significant impact on the financial statements.

(b) Financial reporting standards that will become effective in the future

The Federation of Accounting Professions has issued a number of revised and new financial reporting standards that become effective for fiscal years beginning on or after 1 January 2015. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of accounting standards. The management of the Company believes they will not have any significant impact on the financial statements in the year in which they are adopted. However, some of these financial reporting standards involve changes to key principles, as discussed below:

TAS 19 (revised 2014) Employee Benefits

This revised standard requires that the entity recognize actuarial gains and losses immediately in other comprehensive income while the existing standard allows the entity to elect to recognise such gains and losses immediately in profit or loss or other comprehensive income or to recognise them gradually in profit or loss. This revised standard does not have any impact on the financial statements as the Company and its subsidiaries already recognised actuarial gains and losses immediately in other comprehensive income.

TFRS 10 Consolidated Financial Statements

TFRS 10 prescribes requirements for the preparation of consolidated financial statements and replaces the part dealing with consolidated financial statements as included in TAS 27 *Consolidated and Separate Financial Statements*. This standard changes the principles used in considering whether control exists. Under this standard, an investor is deemed to have control over an investee if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns, even if it holds less than half of the shares or voting rights. This important change requires the management to exercise a lot of judgement when reviewing whether the Company and its subsidiaries have control over the investees and determine which entities have to be included for preparation of the consolidated financial statements.

The management of the Company and its subsidiaries believes that this standard will not have any significant impact on the Company and its subsidiaries' financial statements.

TFRS 12 Disclosure of Interests in Other Entities

This standard stipulates disclosures relating to an entity's interests in subsidiaries, joint arrangements and associates, including structured entities. This standard therefore has no financial impact to the financial statements of the Company and its subsidiaries.

TFRS 13 Fair Value Measurement

This standard provides guidance on how to measure fair value and stipulates disclosures related to fair value measurements. Entities are to apply the guidance under this standard whenever relevant standards require them to measure any assets or liabilities at fair value. Changes resulting from the adoption of this standard are to be applied prospectively.

The management of the Company and its subsidiaries believes that this standard will not have any significant impact on the Company and its subsidiaries' financial statements.

4. Adjusting entries to prior year financial statements

During the second quarter of the current year, the Company was advised by the regulator to consider adjusting the accounting transactions related to the value of investments in subsidiaries purchased during 2013, in order to more appropriately reflect the value in accordance with the substance of the transaction, and to consider the purchase of those three subsidiaries as acquisitions of assets, rather than acquisitions of businesses. As a result, the Company has restated the financial statements, presented as comparative information, to reflect such adjustments by decreasing the value of investment in subsidiaries in the separate financial statement by Baht 60.3 million (net of over recorded impairment loss of Baht 25.2 million) and decreasing the value of intangible assets in the consolidated financial statement by Baht 58.6 million (net of over recorded amortization expense of Baht 26.9 million). However, the Company has not presented financial statements as at 1 January 2013 for comparative purposes because the acquisitions of the subsidiaries occurred during 2013 and have no impact on the financial statements as at 1 January 2013. The cumulative effect of the above adjustments has been separately presented in the statements of changes in shareholder's equity.

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

	(Unit: Thousand Baht)			
	For the year ended 31 December			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Statements of comprehensive income				
Profit or loss:				
Impairment loss on intangible assets	-	(125,460)	-	-
Amortisation of intangible assets	(28,516)	(26,930)	-	-
Impairment loss on investment	-	-	(28,516)	(152,390)
Decrease in profit attributable to equity holders of the Company	(28,516)	(152,390)	(28,516)	(152,390)
Decrease in basic earnings per share (Baht)	(0.11)	(0.59)	(0.11)	(0.59)

5. Significant accounting policies

5.1 Revenue recognition

Rendering of services

Service revenue represents advertising revenues, advertising space and air time rental. Service income is recognised when services have been rendered taking into account the stage of completion.

Interest income

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

Dividend income

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

5.2 Cash and cash equivalents

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

5.3 Trade accounts receivable

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

5.4 Investments

Investments in subsidiaries are accounted for in the separate financial statements using the cost method.

5.5 Leasehold improvement and equipment/Depreciation

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

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

Leasehold improvement	-	5,10 years
Furniture and office equipment	-	5 years
Motor vehicles	-	5 years
Advertising equipment and related equipment	-	5-8 years

Depreciation is included in determining income.

No depreciation is provided on assets under installation.

5.6 Intangible assets

Intangible assets acquired through business combination are initially recognised at their fair value on the date of business acquisition while intangible assets acquired in other cases are recognised at cost. Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

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

A summary of the intangible assets with finite useful lives is as follows:

	<u>Useful lives</u>
Computer software	5 - 10 years
Leasehold right	4.9 - 9 years
License	3 - 9 years

5.7 Related party transactions

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

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

5.8 Long-term leases

Leases of building and equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases is depreciated over the useful life of the assets.

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

5.9 Impairment of assets

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

An impairment loss is recognised in profit or loss.

5.10 Employee benefits

Short-term employee benefits

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

Post-employment benefits

Defined contribution plans

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

Defined benefit plans

The Company and its subsidiaries have obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan.

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

5.11 Provisions

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

5.12 Income tax

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

Current tax

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

Deferred tax

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

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

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

The Company and its subsidiaries record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

6. Significant accounting judgements and estimates

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

Leases

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

Allowance for doubtful accounts

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

Leasehold improvement and equipment/Depreciation

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

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

Accrued expenses

In determining a provision for the operation of the Company and its subsidiaries, the management needs to make judgement, based upon regulations and information relating to the scope of works and benefits received by the Company and its subsidiaries, to estimate the expenses incurred as of the reporting date. The management of the Company and its subsidiaries believe that the actual amounts will be closed to their estimation as recorded.

Intangible assets

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

Deferred tax assets

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

Post-employment benefits under defined benefit plans

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

7. Related party transactions

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

(Unit: Million Baht)					
	Consolidated		Separate		Pricing policy
	financial statements		financial statements		
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
Transactions with subsidiary					
(eliminated from the consolidated financial statements)					
Advertising space rental expenses	-	-	120	108.0	Contract price
Dividend income	-	-	38.0	-	As declared
Transactions with related parties					
Advertising space rental expenses	21.3	21.3	21.3	21.3	Contract price
Transactions with director					
Purchase of subsidiaries	-	359.0	-	359.0	Contract price
Rental expenses	3.6	-	3.6	-	Contract price

As at 31 December 2014 and 2013 the balances of the accounts between the Company, its subsidiaries and those related parties are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
<u>Rental deposits</u>				
Subsidiary company	-	-	27,757	27,757
Related company (related by common director)	403	403	403	403
Total rental deposits	<u>403</u>	<u>403</u>	<u>28,160</u>	<u>28,160</u>
<u>Trade and other payable - related parties</u>				
(Note 18)				
Subsidiary company	-	-	73,101	23,375
Total trade and other payable - related parties	<u>-</u>	<u>-</u>	<u>73,101</u>	<u>23,375</u>

Directors and management's benefits

During the years ended 31 December 2014 and 2013, the Company and its subsidiaries had employee benefit expenses of their directors and management as below.

	(Unit: Million Baht)	
	Consolidated/Separate financial statements	
	For the year ended 31 December	
	<u>2014</u>	<u>2013</u>
Short-term employee benefit	33	26
Total	<u>33</u>	<u>26</u>

8. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Cash	364	377	-	17
Bank deposits - current and saving accounts	60,261	73,355	55,824	67,201
Total	<u>60,625</u>	<u>73,732</u>	<u>55,824</u>	<u>67,218</u>

As at 31 December 2014, bank deposits in saving accounts and fixed deposits carried interests at 0.63 percent per annum (2013: at 0.63 percent per annum).

9. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Trade receivables - unrelated parties				
<u>Aged on the basis of due dates</u>				
Not yet due	454,071	361,908	454,069	361,908
Past due				
Up to 3 months	17,325	52,023	17,325	52,023
3 - 6 months	1,683	2,561	1,683	2,561
6 - 12 months	-	70	-	70
Over 12 months	1,243	168	1,243	168
Total	474,322	416,730	474,320	416,730
Less: Allowance for doubtful debts	(1,243)	-	(1,243)	-
Total trade receivables - unrelated parties, net	473,079	416,730	473,077	416,730
 Other receivables				
Accrued income	150	3,268	150	3,268
Other receivables	145	218	145	218
Others	334	350	334	350
Total other receivables	629	3,836	629	3,836
Total trade and other receivables - net	473,708	420,566	473,706	420,566

10. Prepaid expenses

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Prepaid advertising space rental	145,041	151,345	76,527	73,709
Advance for construction	-	6,152	-	6,152
Others	20,044	17,419	20,044	17,419
Total prepaid expenses	165,085	174,916	96,571	97,280
Less: Amortised within 1 year	(44,616)	(23,503)	(35,038)	(23,503)
Prepaid expenses amortised more than 1 year	120,469	151,413	61,533	73,777

11. Restricted bank deposits

These represent fixed deposits pledged with the banks to secure credit facilities.

12. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company's name	Paid-up capital		Shareholding percentage		Cost		(Unit: Thousand Baht) Dividend received for the years	
	2014	2013	2014	2013	2014	2013	2014	2013
			(%)	(%)		(Restated)		
Verisign Company Limited	126,000	126,000	100	100	400,000	400,000	29,999	49,999
Ads Cuisine Company Limited	10,000	10,000	100	100	65,800	65,800	4,000	-
Master Standard Display Company Limited	12,000	12,000	100	100	80,000	80,000	4,000	3,500
Total investments in subsidiaries					545,800	545,800	37,999	53,499
Less : Impairment loss on investment					(180,906)	(152,390)		
Total investments in subsidiaries - net					364,894	393,410		

13. Other long-term investment

The outstanding balance is investment in subordinated bonds of a financial institution, which is classified as a held-to-maturity debt security. The bonds bear interest at a rate of 4.38% per annum and interest is paid twice a year.

14. Leasehold improvement and equipment

(Unit : Thousand Baht)

	Consolidated financial statements					Total
	Leasehold improvement	Furniture and office equipment	Motor vehicles	Advertising equipment and related equipment	Assets under installation	
Cost :						
1 January 2013	16,992	11,652	7,640	601,319	57,484	695,087
Acquisition of subsidiaries during the year	-	81	-	115,622	-	115,703
Additions	1,858	5,372	5,199	1,276	553,377	567,082
Disposals	-	(12)	-	(600)	-	(612)
Transfers in (out)	-	-	-	221,989	(232,408)	(10,419)
31 December 2013	18,850	17,093	12,839	939,606	378,453	1,366,841
Additions	981	4,377	817	8,977	314,111	329,263
Transfers in (out)	-	6,109	-	523,215	(529,324)	-
31 December 2014	19,831	27,579	13,656	1,471,798	163,240	1,696,104
Accumulated depreciation:						
1 January 2013	4,684	4,600	1,920	103,419	-	114,623
Depreciation for the year	1,836	2,766	2,311	167,029	-	173,942
Depreciation on disposals	-	(11)	-	(360)	-	(371)
31 December 2013	6,520	7,355	4,231	270,088	-	288,194
Depreciation for the year	2,106	3,969	2,636	230,301	-	239,012
31 December 2014	8,626	11,324	6,867	500,389	-	527,206
Allowance for impairment loss:						
31 December 2013	-	-	-	6,314	-	6,314
31 December 2014	-	-	-	6,314	-	6,314
Net book value:						
31 December 2013	12,330	9,738	8,608	663,204	378,453	1,072,333
31 December 2014	11,205	16,255	6,789	965,095	163,240	1,162,584
Depreciation for the year						
2013 (Baht 163 million included in cost of services, and the balance in selling, servicing and administrative expenses)						173,942
2014 (Baht 228 million included in cost of services, and the balance in selling, servicing and administrative expenses)						239,012

(Unit : Thousand Baht)

	Separate financial statements					
	Leasehold improvement	Furniture and office equipment	Motor vehicles	Advertising equipment and related equipment	Assets under installation	Total
Cost :						
1 January 2013	16,992	11,652	7,640	601,319	57,484	695,087
Additions	1,858	5,372	5,199	1,276	553,377	567,082
Disposals	-	(12)	-	(600)	-	(612)
Transfers in (out)	-	-	-	221,989	(232,408)	(10,419)
31 December 2013	18,850	17,012	12,839	823,984	378,453	1,251,138
Additions	981	4,377	817	273	314,110	320,558
Transfers in (out)	-	6,109	-	523,215	(529,324)	-
31 December 2014	19,831	27,498	13,656	1,347,472	163,239	1,571,696
Accumulated depreciation:						
1 January 2013	4,684	4,600	1,920	103,418	-	114,622
Depreciation for the year	1,836	2,745	2,311	134,217	-	141,109
Depreciation on disposals	-	(11)	-	(360)	-	(371)
31 December 2013	6,520	7,334	4,231	237,275	-	255,360
Depreciation for the year	2,106	3,940	2,636	196,011	-	204,693
31 December 2014	8,626	11,274	6,867	433,286	-	460,053
Allowance for impairment loss:						
31 December 2013	-	-	-	6,314	-	6,314
31 December 2014	-	-	-	6,314	-	6,314
Net book value:						
31 December 2013	12,330	9,678	8,608	580,395	378,453	989,464
31 December 2014	11,205	16,224	6,789	907,872	163,239	1,105,329
Depreciation for the year						
2013 (Baht 134 million included in cost of services, and the balance in selling, servicing and administrative expenses)						141,109
2014 (Baht 196 million included in cost of services, and the balance in selling, servicing and administrative expenses)						204,693

As at 31 December 2014, the Company had advertising equipment and related equipment and vehicles under finance lease agreements with net book values amounting to Baht 156 million (2013: Baht 230 million).

As at 31 December 2014, certain equipment items have been fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 18 million (2013: Baht 3 million).

15. Intangible assets

The net book value of intangible assets as at 31 December 2014 and 2013 is presented below.

(Unit : Thousand Baht)

	Consolidated financial statements			
	Licenses	Computer software	Leasehold right	Total
As at 31 December 2014				
Cost	358,339	6,231	153,575	518,145
<u>Less</u> Accumulated amortisation	(55,447)	(1,905)	(44,077)	(101,429)
<u>Less</u> Allowance for impairment loss	(125,460)	(80)	-	(125,540)
Net book value	<u>177,432</u>	<u>4,246</u>	<u>109,498</u>	<u>291,176</u>

(Unit : Thousand Baht)

	Consolidated financial statements			
	Licenses	Computer software	Leasehold right	Total
	(restated)			(Restated)
As at 31 December 2013				
Cost	358,339	4,497	108,553	471,389
<u>Less</u> Accumulated amortisation	(26,930)	(1,228)	(19,871)	(48,029)
<u>Less</u> Allowance for impairment loss	(125,460)	(80)	-	(125,540)
Net book value	<u>205,949</u>	<u>3,189</u>	<u>88,682</u>	<u>297,820</u>

(Unit : Thousand Baht)

	Separate financial statements		
	Computer software	Leasehold right	Total
As at 31 December 2014			
Cost	6,231	136,490	142,721
<u>Less</u> Accumulated amortisation	(1,905)	(41,466)	(43,371)
<u>Less</u> Allowance for impairment loss	(80)	-	(80)
Net book value	<u>4,246</u>	<u>95,024</u>	<u>99,270</u>

(Unit : Thousand Baht)

	Separate financial statements		
	Computer software	Leasehold right	Total
As at 31 December 2013			
Cost	4,497	94,810	99,307
<u>Less</u> Accumulated amortisation	(1,228)	(19,232)	(20,460)
<u>Less</u> Allowance for impairment loss	(80)	-	(80)
Net book value	3,189	75,578	78,767

A reconciliation of the net book value of intangible assets for the years 2014 and 2013 is presented below.

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
	(Restated)			
Net book value at beginning of year	297,820	18,019	78,767	18,019
Acquisition of computer software	1,734	2,881	1,734	2,881
Acquisition of leasehold right	45,022	72,007	41,680	58,264
Transferred from assets under installation	-	10,419	-	10,419
Increase of licenses from acquisitions of subsidiaries	-	358,339	-	-
Amortisation	(53,400)	(38,385)	(22,911)	(10,816)
Impairment loss	-	(125,460)	-	-
Net book value at end of year	291,176	297,820	99,270	78,767

On 2 August 2011, the Company entered into a contract with TOT Corporation Public Company Limited (TOT) and Function Advertising Company Limited (Function) (who was granted rights by TOT) to provide new public telephone booths with electrical equipment at 1,000 locations, whereby Function would provide the locations for installation of telephone booths and the Company would provide the telephone booths and was granted the right to place advertising on the telephone booths for 5 years from the contract date and was to pay additional monthly fees as stipulated in the contract. Moreover, the Company has to transfer these assets to TOT, in return for the right to place advertising on the telephone booths. The Company recorded the related expenses as "leasehold rights". At present, Function has provided 400 locations for installation of telephone booths.

16. Rental deposits

The balance is the rental bonds for advertising space placed with two companies under agreements with terms of 5 years and 6 months and 5 years, respectively. The bond will be returned to the Company in equal amounts each month, as specified in the contracts, over periods of 30 months and 60 months, respectively.

17. Short-term loans from financial institutions

(Unit: Thousand Baht)			
	Interest rate (percent per annum)	Consolidated/Separate financial statements	
		<u>2014</u>	<u>2013</u>
Short-term loans from financial institution	MLR - 2	220,000	176,000
Total		<u>220,000</u>	<u>176,000</u>

Bank overdrafts are secured by the mortgage of land with structures thereon of the Company's director, together with a guarantee provided by the director. Short-term loan from a financial institution is secured by the pledge of the savings account of the director, together with a guarantee provided by the director.

18. Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Trade payables - related parties	-	-	73,101	23,375
Trade payables - unrelated parties	100,263	91,741	100,200	89,739
Accrued expenses	86,928	98,043	85,831	97,439
Dividend payables	30,523	-	30,523	-
Account payables for construction	53,315	216,873	53,315	216,873
Other payables - unrelated parties	4,167	1,051	4,167	1,051
Total trade and other payables	<u>275,196</u>	<u>407,708</u>	<u>347,137</u>	<u>428,477</u>

19. Long-term loans

(Unit: Thousand Baht)					
Loan	Interest rate	Monthly repayment schedule	Collateral/ Guarantee by	Consolidated/Separate financial statements	
				<u>2014</u>	<u>2013</u>
1	Minimum Loan Rate (MLR)	Starting October 2012 to May 2017	(a)	26,917	38,065
2	Minimum Loan Rate (MLR)	Starting November 2012 to June 2017	(b)	16,622	23,258
3	Fixed deposits and Minimum Loan Rate (MLR)	Starting August 2012 to July 2017	(c)	25,631	35,651
4	Fixed deposits and Minimum Loan Rate (MLR)	Starting November 2012 to October 2017	(c)	16,907	22,907
5	Fixed deposits and Minimum Loan Rate (MLR)	Starting December 2012 to November 2017	(c)	23,125	31,165
6	Fixed deposits and Minimum Loan Rate (MLR)	Starting January 2013 to December 2017	(c)	23,770	31,810
7	Fixed deposits and Minimum Loan Rate (MLR)	Starting March 2013 to February 2017	(c)	15,113	19,913
8	Fixed deposits and Minimum Loan Rate (MLR)	Starting June 2013 to May 2017	(c)	16,297	21,097
9	Fixed deposits and Minimum Loan Rate (MLR)	Starting June 2013 to May 2017	(c)	27,720	36,000
10	Fixed deposits and Minimum Loan Rate (MLR)	Starting July 2013 to June 2017	(c)	8,988	11,628
11	Fixed deposits and Minimum Loan Rate (MLR)	Starting August 2013 to July 2017	(c)	83,602	104,502
12	Fixed deposits and Minimum Loan Rate (MLR)	Starting August 2013 to July 2017	(c)	22,735	29,215

(Unit: Thousand Baht)					
Loan	Interest rate	Monthly repayment schedule	Collateral/ Guarantee by	Consolidated/Separate financial statements	
				2014	2013
13	Fixed deposits and Minimum Loan Rate (MLR)	Starting October 2013 to September 2017	(c)	60,696	76,896
14	Fixed deposits and Minimum Loan Rate (MLR)	Starting October 2013 to September 2017	(c)	135,000	102,000
15	Fixed deposits and Minimum Loan Rate (MLR)	Starting February 2014 to January 2019	(c)	344,160	-
16	Fixed deposits and Minimum Loan Rate (MLR)	Starting May 2015 to April 2020	(c)	76,361	-
17	Fixed deposits and Minimum Loan Rate (MLR)	Starting December 2014 to November 2019	(c)	17,600	-
18	Fixed deposits and Minimum Loan Rate (MLR)	Starting December 2014 to November 2019	(c)	17,160	-
Total				958,404	584,107
Less : current portion				(252,332)	(150,813)
Long-term loans, net of current portion				706,072	433,294

(a) Bank deposits of the Company's director

(b) Director of the Company

(c) Director and bank deposits of the Company

As at 31 December 2014, the long-term credit facilities of the Company which have not yet been drawn down amounted to Baht 67 million (2013: Baht 69 million).

20. Liabilities under finance lease agreements

	(Unit: Thousand Baht)	
	Consolidated/ Separate financial statements	
	<u>2014</u>	<u>2013</u>
Liabilities under finance lease agreements	98,338	184,704
Less : Deferred interest expenses	(11,388)	(23,503)
Total	86,950	161,201
Less : Portion due within one year	(61,797)	(75,166)
Liabilities under finance lease agreements - net of current portion	<u>25,153</u>	<u>86,035</u>

The Company has entered into the finance lease agreements with leasing companies for rental of advertising equipment and related and vehicles for use in its operation, whereby it is committed to pay rental on a monthly basis. The terms of the agreements are generally between 3 and 5 years.

Future minimum lease payments required under the finance lease agreements were as follows:

	(Unit: Thousand Baht)		
	Consolidated financial statements/ Separate financial statements		
	<u>As at 31 December 2014</u>		
	Less than		
	<u>1 year</u>	<u>1-5 years</u>	<u>Total</u>
Future minimum lease payments	70,622	27,716	98,338
Deferred interest expenses	(8,825)	(2,563)	(11,388)
Present value of future minimum lease payments	<u>61,797</u>	<u>25,153</u>	<u>86,950</u>

	(Unit: Thousand Baht)		
	Consolidated financial statements/ Separate financial statements		
	<u>As at 31 December 2013</u>		
	Less than		
	<u>1 year</u>	<u>1-5 years</u>	<u>Total</u>
Future minimum lease payments	87,359	97,345	184,704
Deferred interest expenses	(12,193)	(11,310)	(23,503)
Present value of future minimum lease payments	<u>75,166</u>	<u>86,035</u>	<u>161,201</u>

21. Share capital

- 21.1 On 21 January 2013, the Extraordinary General Shareholder's Meeting passed a resolution to increase the registered share capital of the Company from Baht 225 million (2,250,000 shares at a par value of Baht 100) to Baht 259.74 million (2,597,391 shares at a par value of Baht 100). The Company registered its additional share capital with the Ministry of Commerce on 29 January 2013 and made called up amount of Baht 1,327 per share for additional share capital, totaling Baht 461 million. As a result, there are share premium amounting to Baht 426 million.
- 21.2 On 9 July 2013, the Extraordinary General Shareholders' Meeting of the Company passed the following significant resolutions:
- a) Approved the change in the par value of the Company's ordinary shares from Baht 100 each to Baht 1 each, causing the number of the Company's ordinary shares to increase from 2,597,391 shares to 259,739,100 shares. The Company registered the decrease in the par value of its shares with the Ministry of Commerce on 1 August 2013.
 - b) Approved the increase of the Company's registered share capital by Baht 259.74 million (259,739,100 shares at a par value of Baht 1 each) to Baht 346.5 million (346,500,000 shares at a par value of Baht 1 each). The Company registered the increase of its capital with the Ministry of Commerce on 1 August 2013.
- 21.3 On 24 September 2013, the Extraordinary General Shareholders' Meeting of the Company passed the following significant resolutions:
- a) Approved the decrease of the Company's registered share capital by Baht 346.5 million (346,500,000 shares at a par value of Baht 1 each) to Baht 259.74 million (259,739,100 shares at a par value of Baht 1 each). The Company registered the reduction of its capital with the Ministry of Commerce on 24 September 2013.
 - b) Approved the increase of the Company's registered share capital by Baht 259.74 million (259,739,100 shares at a par value of Baht 1 each) to Baht 357 million (357,000,000 shares at a par value of Baht 1 each). The Company registered the increase of its capital with the Ministry of Commerce on 25 September 2013.
 - c) Approved the following allocation of the additional ordinary shares:
 - 1) Allocation of up to 89,760,000 additional ordinary shares with a par value of Baht 1 per share to be offered by way of a public offering, including the offering of not more than 1,500,000 additional ordinary shares to the directors or management of the Company and/or its subsidiaries.

- 2) Allocation of up to 7,500,000 additional ordinary shares with a par value of Baht 1 per share to be offered to the directors, management and/or employees of the Company and/or its subsidiaries (ESOP).
- 3) Approved the offer of up to 7,500,000 additional ordinary shares with a par value of Baht 1 per share to directors, management and/or employees of the Company and/or its subsidiaries, at a selling price of not less than 80% of the market price of the shares as of the day before the date of sale, each time the additional ordinary shares are sold. The shares will be offered for sale as an ongoing scheme, with the first sale to be made within 1 year from the date that the shareholders' meeting approved the offering to directors, management and/or employees of the Company and/or its subsidiaries under this scheme, and that it would amount to no more than 20% of the total additional ordinary shares to be sold under this scheme. The remaining additional ordinary shares are to be sold within 5 years from the date of the first offering.

21.4 On 11 December 2014, the Extraordinary General Shareholders' Meeting of the Company passed the following significant resolutions:

- a) Approved the decrease of the Company's registered share capital from Baht 357,000,000 to Baht 259,739,100 by canceling the 97,260,900 registered shares with a par value of Baht 1 that had not yet been distributed. The Company registered the reduction of its capital with the Ministry of Commerce on 18 December 2014.
- b) Approved the reduction of the par value of the shares from Baht 1 to Baht 0.1 per share. The Company registered the change in the par value with the Ministry of Commerce on 18 December 2014.
- c) Approved the increase of the Company's registered share capital by Baht 93,760,900, from Baht 259,739,100 to Baht 353,500,000, by issuing 937,609,000 additional ordinary shares with a par value of Baht 0.1. The Company registered the increase of its capital with the Ministry of Commerce on 19 December 2014.
- d) Approved the following allocation of the additional ordinary shares:
 - 1) Allocation of up to 897,609,000 additional ordinary shares with a par value of Baht 0.1 per share for an initial public offering.
 - 2) Allocation of up to 40,000,000 additional ordinary shares with a par value of Baht 0.1 per share to be offered to the directors, management and/or employees of the Company and/or its subsidiaries (ESOP).

The Company's Board of Directors or Chief Executive Officer, or persons assigned by the Board of Directors or Chief Executive Officer, are authorised to determine other details related to the allocation of these additional ordinary shares

- e) Approved the offer of additional ordinary shares to directors, management and/or employees of the Company and/or its subsidiaries (ESOP):
 - 1) Allocation of up to 23,400,000 additional ordinary shares with a par value of Baht 0.1 per share to be offered to directors/management and/or subsidiaries together with the initial public offering, with this amount of shares being a part of the shares to be offered by way of a public offering.
 - 2) Up to 40,000,000 additional ordinary shares with a par value of Baht 0.1 per share to be offered to directors, management and/or employees of the Company and/or its subsidiaries under an ESOP scheme, at a selling price of not less than 90% of the market price of the shares as of the day before the date of sale, each time additional ordinary shares are sold. The shares will be offered for sale as part of an ongoing scheme for 3 years following the date that the shareholders' meeting approved the scheme (11 December 2014), with the first offering of such shares to be made within 11 December 2015.

22. Statutory reserve

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

According to the Thai Civil and Commercial Code, the subsidiaries are required to set aside to a statutory reserve an amount equal to at least five percent of its net profit each time the Company pays out a dividend, until such reserve reaches ten percent of its registered share capital. The statutory reserve cannot be used for dividend payment.

23. Expenses by nature

Significant expenses by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Salary and wages and other employee benefits	95,018	75,832	95,018	75,832
Depreciation and amortization expenses	292,411	208,937	227,606	148,533
Rental of advertising space expenses	449,090	376,879	550,855	469,537
Signboard, house and building tax expenses	12,485	19,282	11,059	18,149
Sales promotion expenses	36,771	39,480	36,771	39,480
Media production expenses	65,711	67,528	65,711	67,528
Commission expenses	21,532	34,464	21,532	34,464
Repair and maintenance expenses	16,933	38,161	16,716	34,994
Impairment loss on intangible assets	-	125,460	-	-
Impairment loss on investment	-	-	28,516	152,390

24. Income tax

Income tax expenses for the years ended 31 December 2014 and 2013 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Current income tax:				
Current income tax charge	66,321	82,481	54,891	73,346
Deferred tax:				
Relating to origination and reversal of temporary differences	(2,606)	(495)	(2,606)	(495)
Income tax expense reported in the statement of comprehensive income	<u>63,715</u>	<u>81,986</u>	<u>52,285</u>	<u>72,851</u>

The amounts of income tax relating to each component of other comprehensive income for year ended 31 December 2014 and 2013 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Deferred tax relating to actuarial gains	211	-	211	-
	<u>211</u>	<u>-</u>	<u>211</u>	<u>-</u>

The reconcile between accounting profit and income tax expense is shown below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Accounting profit before tax	<u>270,297</u>	<u>248,596</u>	<u>250,829</u>	<u>252,310</u>
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by applicable tax rate	54,059	49,719	50,166	50,462
Adjustment in respect of current income tax of previous year	(2,606)	(495)	(2,606)	(495)
Effects of:				
Non-deductible expenses	9,969	33,576	9,846	33,754
Additional expense deductions allowed	(236)	(188)	(236)	(170)
Exemption of income	-	-	(7,600)	(10,700)
Others	2,529	(626)	2,715	-
Total	<u>12,262</u>	<u>32,762</u>	<u>4,725</u>	<u>22,884</u>
Income tax expenses reported in the statement of comprehensive income	<u>63,715</u>	<u>81,986</u>	<u>52,285</u>	<u>72,851</u>

The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	Statement of financial position			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Deferred tax assets				
Allowance for doubtful accounts	249	-	249	-
Allowance for asset impairment	1,263	1,263	1,263	1,263
Allowance for intangibles assets impairment	16	16	16	16
Accrued rental on straight line method	2,195	-	2,195	-
Provision for long-term employee benefits	576	625	576	625
Total	<u>4,299</u>	<u>1,904</u>	<u>4,299</u>	<u>1,904</u>

25. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year. The Company adjusted the number of ordinary shares for the years ended 31 December 2014 and 2013, in proportion to the change in the number of shares as a result of the change in par value from Baht 100 each to Baht 1 each, which approved on 9 July 2013 by the Extraordinary General shareholders Meeting, as described in Note 21.2 to the financial statements and in proportion to the change in the number of shares as a result of the change in par value from Baht 1 each to Baht 0.1 each, which approved on 11 December 2014 by the Extraordinary General shareholders Meeting, as described in Note 21.4 to the financial statements. The number ordinary shares is adjusted as if the share split had occurred at the beginning of the earliest period reported.

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		(Restated)
Basic earnings per share				
Profit for the year (Thousand Baht)	206,583	166,610	198,544	179,459
Weighted average number of ordinary shares (Thousand shares)	2,597,391	2,578,356	2,597,391	2,578,356
Profit attributable to equity holders of the Company (Baht/share)	0.08	0.06	0.08	0.07

26. Segment information

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

The operations of the Company and its subsidiaries involve a single industry segment, namely, advertising media production, advertising space and air time rental. These operations are carried on in the single geographic area in Thailand. Accordingly, revenues, income and assets as reflected in these financial statements pertain to the industry segment and geographic area mentioned above.

Major customers

For the year 2014, the Company and its subsidiary have revenue from two major customers in amount of Baht 340 Million and Baht 202 million (2013: revenue from two major customers in amount of Baht 303 million and Baht 180 million).

27. Provident fund

The Company, its subsidiaries and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Employees, the Company and its subsidiaries contribute to the fund monthly at the rate of 3 - 5 percent of basic salary. The fund, which is managed by Thanachart Fund Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. During the year 2014, the Company contributed Baht 2 million to the fund (2013: Baht 2 million).

28. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht per share)
Final dividends for 2013	Annual General Shareholders' meeting on 28 April 2014	215.20	0.83
Interim dividends for 2014	Board of Directors' meeting on 25 December 2014	90.00	0.35
Total for 2014		305.20	1.18
Interim dividends for 2012	Board of Directors' meeting on 10 January 2013	133.74	59.44
Final dividends for 2012	Annual General Shareholders' meeting on 30 April 2013	54.65	24.29
Interim dividends for 2013	Board of Directors' meeting on 26 July 2013	16.20	7.20
Total for 2013		204.59	90.93

29. Commitments and contingent liabilities

29.1 Capital commitments

As at 31 December 2014, the Company had capital commitments of approximately Baht 93 million (2013: Baht 205 million), relating to the construction of advertising equipment and related equipment.

29.2 Operating lease commitments

The Company and its subsidiaries had entered into several lease agreements in respect of the lease of office building space and advertising space. The terms of the agreements are generally between 1 and 9 years.

Future minimum lease payments required under these non-cancellable operating leases contracts were as follows.

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	As at 31 December		As at 31 December	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Payable:				
In up to 1 year	578	384	573	382
In over 1 and up to 5 years	1,841	1,286	1,832	1,276
In over 5 years	1,871	1,652	1,870	1,646

In addition, the Company has commitments under two lease agreements, whereby it is required to pay additional rental expenses if revenue from advertising on rental space is higher than the minimum guarantee as stipulated in the contract. The amount to be paid is a share of the excess revenue determined on a straight line basis.

29.3 Guarantees

As at 31 December 2014, there were outstanding bank guarantees of approximately Baht 159 million (2013: Baht 151 million) and separate financial statements approximately Baht 151 million (2013: Baht 150 million) issued by banks on behalf of the Company in respect of certain performance bonds as required in the normal course of business. Bank guarantees are secured by the mortgage of land with structures thereon of the Company's director, together with a guarantee provided by the director.

30. Financial instruments

30.1 Financial risk management

The Company and its subsidiaries' financial instruments, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, trade accounts receivable, other receivables, other long-term investment, restricted bank deposits, short-term loans from financial institutions, trade and other payables, liabilities under finance lease agreement and long-term loans. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

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

Interest rate risk

The Company and its subsidiaries' exposure to interest rate risk relates primarily to its cash at banks, other long-term investment, short-term loans from financial institutions, and long-term loans. Most of the Company and its subsidiaries' financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

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

(Unit : Million Baht)

	Consolidated financial statements					
	As at 31 December 2014					
	Fixed interest rates			Floating interest rate	Non- interest bearing	Effective interest rate
	Within 1 year	1-5 years	Over 5 years			
					Total	(% per annum.)
Financial Assets						
Cash and cash equivalent	-	-	-	61	-	61 0.63
Trade and other receivables	-	-	-	-	474	474 -
Other long-term investment	-	-	10	-	-	10 4.38
Restricted bank deposits	141	-	-	-	-	141 1.13
Total	141	-	10	61	474	686

(Unit : Million Baht)

Consolidated financial statements						
As at 31 December 2014						
	Fixed interest rates			Floating interest rate	Non- interest bearing	Effective interest rate (% per annum.)
	Within 1 year	1-5 years	Over 5 years			
<u>Financial liabilities</u>						
Short-term loans from financial institutions	-	-	-	220	-	MLR-2
Trade and other payables	-	-	-	-	275	-
Long-term loans	-	-	-	958	-	Reference to the interest rate of fixed deposits and MLR
Liabilities under finance lease agreement	62	25	-	-	-	2.30-9.12
Total	62	25	-	1,178	275	1,540

(Unit : Million Baht)

Consolidated financial statements						
As at 31 December 2013						
	Fixed interest rates			Floating interest rate	Non- interest bearing	Effective interest rate (% per annum.)
	Within 1 year	1-5 years	Over 5 years			
<u>Financial Assets</u>						
Cash and cash equivalent	-	-	-	74	-	0.63
Trade and other receivables	-	-	-	-	421	-
Other long-term investment	-	-	10	-	-	4.38
Restricted bank deposits	127	-	-	-	-	1.50-1.75
Total	127	-	10	74	421	632
<u>Financial liabilities</u>						
Short-term loans from financial institutions	-	-	-	176	-	MOR, MMR
Trade and other payables	-	-	-	-	408	-
Long-term loans	-	-	-	584	-	Reference to the interest rate of fixed deposits and MLR
Liabilities under finance lease agreement	75	86	-	-	-	2.30-9.12
Total	75	86	-	760	408	1,329

(Unit : Million Baht)

	Separate financial statements						
	As at 31 December 2014						
	Fixed interest rates						
	Within 1 year	1-5 years	Over 5 years	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum.)
<u>Financial Assets</u>							
Cash and cash equivalent	-	-	-	56	-	56	0.63
Trade and other receivables	-	-	-	-	474	474	-
Other long-term investment	-	-	10	-	-	10	4.38
Restricted bank deposits	141	-	-	-	-	141	1.13
Total	141	-	10	56	474	681	
<u>Financial liabilities</u>							
Short-term loans from financial institutions	-	-	-	220	-	220	MLR-2
Trade and other payables	-	-	-	-	347	347	-
Long-term loans	-	-	-	958	-	958	Reference to the interest rate of fixed deposits and MLR
Liabilities under finance lease agreement	62	25	-	-	-	87	2.30-9.12
Total	62	25	-	1,178	347	1,612	

(Unit : Million Baht)

	Separate financial statements						
	As at 31 December 2013						
	Fixed interest rates						
	Within 1 year	1-5 years	Over 5 years	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum.)
<u>Financial Assets</u>							
Cash and cash equivalent	-	-	-	67	-	67	0.63
Trade and other receivables	-	-	-	-	421	421	-
Other long-term investment	-	-	10	-	-	10	4.38
Restricted bank deposits	127	-	-	-	-	127	1.50-1.75
Total	127	-	10	67	421	625	
<u>Financial liabilities</u>							
Short-term loans from financial institutions	-	-	-	176	-	176	MOR, MMR
Trade and other payables	-	-	-	-	428	428	-
Long-term loans	-	-	-	584	-	584	Reference to the interest rate of fixed deposits and MLR
Liabilities under finance lease agreement	75	86	-	-	-	161	2.30-9.12
Total	75	86	-	760	428	1,349	

Foreign currency risk

The Company and its subsidiaries' exposure to foreign currency risk is nil since the business transactions are denominated in Thai Baht and no financial assets and liabilities denominated in foreign currencies outstanding as at the date of the statements of financial position.

30.2 Fair values of financial instruments

Since the majority of the Company and its subsidiaries' financial instruments are short-term in nature or bear floating interest rates, their fair value is not expected to be materially different from the amounts presented in statement of financial position.

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

31. Capital management

The primary objective of the Company and its subsidiaries' capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2014, the Group's debt-to-equity ratio was 2.13:1 (2013: 1.66:1) and the Company's was 2.20:1 (2013: 1.65:1).

32. Events after the reporting period

On 26 January 2015, the Board of Directors Meeting passed a resolution approving the payment of interim dividend of Baht 0.01675 per share, or a total of Baht 43.5 million.

33. Approval of financial statements

These financial statements were authorised for issue by the Company's authorised Director on 25 February 2015.