Home Product Center Public Company Limited and its subsidiaries Notes to consolidated financial statements For the year ended 31 December 2015

1. General information

Home Product Center Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. Its major shareholders are Land and Houses Public Company Limited and Quality Houses Public Company Limited, which were incorporated in Thailand. The Company is principally engaged in the trading of a complete range of goods and materials for construction, addition, refurbishment, renovation, and improvement of buildings, houses, and residences place, and provision for related services to retail business, together with space rental and provide utilities service. Its registered address is at 96/27 Moo 9, Tambol Bangkhen, Amphur Muang, Nonthaburi.

As at 31 December 2015, the Company and its subsidiaries have a total of 84 branches (2014: 76 branches) (The Company only: 76 branches, 2014: 71 branches).

2. Basis of preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Profession 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) The consolidated financial statements include the financial statements of Home Product Center Public Company Limited ("the Company") and the following subsidiary companies ("the subsidiaries"):

| Company's name | Nature of business | Country of incorporation | Percen shareh | 0 |
|---|---|--------------------------|------------------|---------|
| | | | 2015 | 2014 |
| | | | Percent | Percent |
| Market Village Company Limited | Management of leasing space together with provision of facilities services | Thailand | 99.99 | 99.99 |
| Home Product Center (Malaysia) Sdn. Bhd. | Retailing of home improvement products as One Stop Shopping | Malaysia | 100.00 | 100.00 |
| Mega Home Center Company Limited | Retailing and wholesaling of construction and home improvement products | Thailand | 99.99 | 99.99 |
| DC Service Center Company Limited | Warehousing and distribution service | Thailand | 99.99 | 99.99 |

- b) The Company is deemed to have control over an investee or subsidiaries 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.
- c) Subsidiaries are fully consolidated as from the date of acquisition, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) The assets and liabilities in the financial statements of overseas subsidiary company is translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly average exchange rates. The resulting differences are shown under the caption of "Exchange differences on translation of financial statements in foreign currency" in the statements of changes in shareholders' equity.
- f) Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- g) Non-controlling interests represents the portion of profit or loss and net assets of the subsidiaries that is not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries under the cost method.

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 year

The Company and its subsidiaries have adopted the revised (revised 2014) and new financial reporting standards issued by the Federation of Accounting Professions which 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 standards. The adoption of these financial reporting standards does not have any significant impact on the Company's and its subsidiaries' financial statements. However, some of these standards involve changes to key principles, which are summarised 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 recognise such gains and losses immediately in either 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 recognise 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 content of TAS 27 Consolidated and Separate Financial Statements dealing with consolidated 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 investees and determining which entities have to be included in preparation of the consolidated financial statements.

This standard does not have any impact on the Company's and its subsidiaries' financial statements.

TFRS 11 Joint Arrangements

TFRS 11 supersedes TAS 31 Interests in Joint Ventures. This standard requires an entity investing in any other entity to determine whether the entity and other investors have joint control in the investment. When joint control exists, there is deemed to be a joint arrangement and the entity then needs to apply judgement to assess whether the joint arrangement is a joint operation or a joint venture and to account for the interest in the investment in a manner appropriate to the type of joint arrangement. If it is a joint operation, the entity is to recognise its shares of assets, liabilities, revenue and expenses of the joint operation, in proportion to its interest, in its separate financial statements. If it is a joint venture using the equity method in the financial statements in which the equity method is applied or the consolidated financial statements (if any), and at cost in the separate financial statements.

This standard does not have any impact on the Company's 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 on 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 measurement. Entities are to apply the guidance under this standard if they are required by other financial reporting standards to measure their assets or liabilities at fair value. The effects of the adoption of this standard are to be recognised prospectively.

This standard does not have any significant impact on the Company's and its subsidiaries' financial statements.

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

During the current year, the Federation of Accounting Professions issued a number of the revised (revised 2015) and new financial reporting standards and accounting treatment guidance which is effective for fiscal years beginning on or after 1 January 2016. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards. The Company and its subsidiaries' management believe that the revised and new financial reporting standards and accounting treatment guidance will not have any significant impact on the financial statements when it is initially applied.

4. Significant accounting policies

4.1 Revenue recognition

Sale of goods

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

Sales of goods - Customer loyalty programmes

The Company and its subsidiaries operate a loyalty programme which allows customers to accumulate points when they purchase products in the Company and its subsidiaries' retail stores. The points can then be redeemed for discounted goods in the future.

Certain sales consideration is allocated to the points issued, at their fair value. The fair value of the points issued is deferred and recognised as revenue when the points are redeemed and the Company and its subsidiaries fulfill their obligations to supply awards.

Rental income

Rental income is recognised proportionately over the term of lease period.

Rendering of services

Service revenue is recognised when services have been rendered.

Interest income

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

Dividends

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

4.2 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.

4.3 Trade accounts receivable

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

4.4 Inventories

Inventories are valued at the lower of cost (moving average cost method) and net realisable value.

Volume incentives received from the supplier are accounted for as a reduction of the value of inventories and recognised in profit or loss when the related inventories are sold.

4.5 Investments

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

4.6 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated economic useful lives of 5 - 37 years. Depreciation of the investment properties is included in determining income.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period when the asset is derecognised.

During the year 2014, the Company changed the estimated economic useful lives of some of building and building improvement which are represented as investment properties from 30 years to 37 years. The management of the Company and its subsidiaries believe that the new estimated useful live is more appropriate because they correspond to the expected future economic benefit from using such assets.

The change in the estimated useful lives of investment properties was recognised prospectively and so no adjustment was made to the financial statements for the year 2013. The management of the Company and its subsidiaries evaluate such change will not have any significant impact on the financial statements in the year 2014.

4.7 Property, plant and equipment/Depreciation

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

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

| - | 20 - 30 years |
|---|---------------------------|
| - | useful lives but not over |
| | lease periods |
| - | 3 - 10 years |
| - | 5 - 10 years |
| - | 5 years |
| | - |

Depreciation is included in determining income.

No depreciation is provided on land and assets under installation and under construction.

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

4.8 Borrowing costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4.9 Intangible assets

Intangible assets are initially 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 (computer software) with finite lives are amortised on a systematic basis over the economic useful life (5 years and 10 years) 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.

4.10 Leasehold rights

Leasehold rights are stated at cost less accumulated amortisation and allowance for loss on impairment of assets (if any). The Company and its subsidiaries amortise leasehold rights on a straight-line basis over the leasehold period.

The amortisation expense is charged to profit or loss.

4.11 Related party transactions

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

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

4.12 Long-term leases

Leases of property, plant or 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 other long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases are depreciated over the useful life of the assets.

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

4.13 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rates ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

4.14 Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of the property, plant and equipment, investment properties, 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.

In the assessment of asset impairment if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Company and its subsidiaries estimate the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

4.15 Employee benefits

Short-term employee benefits

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

Employee Joint Investment Program (EJIP)

The Company has established an Employee Joint Investment Program (EJIP). The program is monthly contributed by eligible employees and by the Company to EJIP participant. The details of the program are as described in Note 23 to the financial statements. The Company's contributions are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company and its subsidiaries, and their 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.

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

4.16 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.

4.17 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.

4.18 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company and its subsidiaries apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company and its subsidiaries measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

- Level 1 Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Company and its subsidiaries determine whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. 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:

Recognition and derecognition of assets and liabilities

In considering whether to recognise or to derecognise assets or liabilities, the management is required to make judgement on whether significant risk and rewards of those assets or liabilities have been transferred, based on their best knowledge of the current events and arrangements.

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 damaged goods

In determining an allowance for damaged goods due to loss or deterioration, the management needs to exercise judgement in making estimates based upon the condition of goods and the duration such goods have remained in stock.

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.

Fair value of financial instruments

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

Investment properties/Depreciation

In determining depreciation of investment properties, the management is required to make estimates of the useful lives and salvage values of the Company and its subsidiaries' investment properties and to review estimate useful lives and salvage values when there are any changes.

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

Property, plant and equipment/Depreciation

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

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

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.

6. 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 and its subsidiaries and those related parties.

| | Consol | idated | Sep | arate | |
|----------------------------------|-------------------|----------|-----------|-----------------------------|------------------------------------|
| | financial st | atements | financial | financial statements Pricir | |
| | 2015 | 2014 | 2015 | 2014 | |
| Transactions with subsidiary | companies | | | | |
| (eliminated from the consolidate | ed financial stat | ements) | | | |
| Sales income | - | - | 30,353 | 32,084 | Actual cost plus margin |
| Rental and service income | - | - | 233,638 | 227,204 | Baht 2 million and Baht 18 million |
| | | | | | per month |
| | | | | | (2014: Baht 2 million and |
| | | | | | Baht 18 million per month) |
| Management service income | - | - | 40,252 | 36,526 | Actual cost and contact price |
| Dividend received | - | - | 59,998 | 1,250 | As declared |
| Service income | - | - | 13,837 | 12,085 | Actual cost |
| Service expense | - | - | 789,666 | 807,766 | Actual cost and contact price |

(Unit: Thousand Baht)

| | Consol | idated | Sepa | arate | | |
|-----------------------------------|------------------|----------|----------------------|--------|---|--|
| | financial st | atements | financial statements | | Pricing policy | |
| | 2015 | 2014 | 2015 | 2014 | | |
| Transactions with subsidiary of | companies | | | | | |
| (eliminated from the consolidated | d financial stat | ements) | | | | |
| Other expenses | - | - | - | 3,183 | Actual cost | |
| Interest income | - | - | 100,292 | 74,272 | 4.50% - 4.75% per annum (2014: 4.50% - 4.75% per annum) | |
| Interest expenses | - | - | 1,784 | 2,113 | 1.75% - 2.25% per annum (2014: 2.25% - 2.75% per annum) | |
| Transactions with related com | panies | | | | | |
| Sales income | 55,557 | 51,954 | 55,557 | 51,954 | Market price | |
| Rental and service income | 14,941 | 11,956 | 14,941 | 11,956 | Contact price | |
| Interest income | 21,151 | 4,702 | 21,151 | 4,702 | 0.75 - 2.40% per annum (2014: 0.75 - 2.25% per annum) | |
| Rental and service expenses | 21,370 | 22,488 | 21,370 | 22,488 | Percentage of revenue but not less than a minimum rate | |

As at 31 December 2015 and 2014, the Company had the outstanding balances with related parties which had been included in the following accounts:

| | Conso | lidated | Separate financial statements | | | | |
|-------------------------------------|-------------|-----------|----------------------------------|-----------|--|--|--|
| | financial s | tatements | | | | | |
| | 2015 | 2014 | 2015 | 2014 | | | |
| | | | | | | | |
| Deposits with financial institution | | | | | | | |
| (included in cash and cash | | | | | | | |
| equivalents) | | | | | | | |
| Related company ⁽¹⁾ | 1,943,121 | 1,955,128 | 1,887,379 | 1,929,232 | | | |
| Trade and other receivables | | | | | | | |
| Subsidiaries | - | - | 8,149 | 57,984 | | | |
| Related company ⁽¹⁾ | 646 | 3,215 | 646 | 3,215 | | | |
| Related company ⁽²⁾ | 11,337 | 7,225 | 11,337 | 7,225 | | | |
| Total | 11,983 | 10,440 | 20,132 | 68,424 | | | |
| Short-term loans to related p | arties | | | | | | |
| Subsidiaries | - | - | 2,793,562 | 1,869,374 | | | |
| Rental guarantee deposits | | | | | | | |
| Related company ⁽¹⁾ | 3,000 | 3,000 | 3,000 | 3,000 | | | |

(Unit: Thousand Baht)

| | Consolio | dated | Separate financial statements | | | |
|------------------------------------|---------------|----------|----------------------------------|---------|--|--|
| _ | financial sta | atements | | | | |
| | 2015 | 2014 | 2015 | 2014 | | |
| Trade and other payables | | | | | | |
| Subsidiaries | - | - | 123,738 | 116,394 | | |
| Related company ⁽¹⁾ | 1,632 | 1,580 | 1,632 | 1,580 | | |
| Total | 1,632 | 1,580 | 125,370 | 117,974 | | |
| Short-term loan from related party | | | | | | |
| Subsidiary | | | 90,000 | 90,000 | | |

Relationship with the related companies

⁽¹⁾ has common major shareholders

(2) the major shareholders

Short-term loans to related parties

As at 31 December 2015, the Company has granted unsecured loans of Baht 2,794 million (2014: Baht 1,869 million) to its subsidiaries on which interest is payable on a monthly basis at a rate of 4.50% - 4.75% per annum (2014: 4.50% - 4.75% per annum). The loans are repayable at call. Movements in the balance of the loans during the year were as follow:

| | Separate financial statements | | | | | |
|-------------------------------------|-------------------------------|-----------|-----------------|-------------|--|--|
| | Balance as at | During t | During the year | | | |
| | 1 January | | | 31 December | | |
| | 2015 | Increase | Decrease | 2015 | | |
| Short-term loans to related parties | | | | | | |
| Mega Home Center Company Limited | 1,847,000 | 2,243,000 | (1,482,000) | 2,608,000 | | |
| Home Product Center (Malaysia) Sdn. | | | | | | |
| Bhd. | 22,374 | 165,788 | (2,600) | 185,562 | | |
| Total | 1,869,374 | 2,408,788 | (1,484,600) | 2,793,562 | | |

Short-term loan from related party

As at 31 December 2015, the Company has received unsecured loan of Baht 90 million (2014: Baht 90 million) from its subsidiary on which interest is payable on a monthly basis at a rate of 1.75% per annum (2014: 2.25% per annum). The loan is repayable at call. Movement in the balance of the loan during the year was as follow:

(Unit: Thousand Baht)

| | Separate financial statements | | | | |
|------------------------------------|-------------------------------|---------------|----------|-------------|--|
| | Balance as at | Balance as at | | | |
| | 1 January | | | 31 December | |
| | 2015 | Increase | Decrease | 2015 | |
| Short-term loan from related party | | | | | |
| Market Village Company Limited | 90,000 | - | - | 90,000 | |

Directors and management's benefits

During the year ended 31 December 2015 and 2014, the Company and its subsidiaries had employee benefit expenses payable to their directors and management as below.

(Unit: Thousand Baht)

| | Consolidated | | Separate | |
|--------------------------|----------------------|---------|----------------------|---------|
| | financial statements | | financial statements | |
| | 2015 2014 | | 2015 | 2014 |
| Short-term benefits | 142,360 | 130,943 | 130,850 | 116,183 |
| Post-employment benefits | 3,993 | 2,360 | 3,107 | 1,752 |
| Total | 146,353 | 133,303 | 133,957 | 117,935 |

7. Cash and cash equivalents

| | Consc | Consolidated | | Separate | |
|----------------|-------------|--------------------------------|-----------|------------|--|
| | financial s | financial statements 2015 2014 | | statements | |
| | 2015 | | | 2014 | |
| Cash | 202,329 | 165,282 | 170,146 | 149,312 | |
| Bank deposits | 625,734 | 369,481 | 351,067 | 132,045 | |
| Fixed deposits | 1,870,000 | 1,900,000 | 1,870,000 | 1,900,000 | |
| Total | 2,698,063 | 2,434,763 | 2,391,213 | 2,181,357 | |

As at 31 December 2015, bank deposits in saving accounts and fixed deposits carried interests between 0.37% - 3.40% per annum (2014: between 0.50% and 2.25% per annum).

8. Trade and other receivables

(Unit: Thousand Baht)

| | Consolidated | | Separate | |
|-----------------------------------|----------------------|-----------|----------------------|-----------|
| | financial statements | | financial statements | |
| | | | 2015 | 2014 |
| Trade accounts receivable | 302,719 | 262,554 | 299,741 | 256,437 |
| Other receivables | 1,375,851 | 1,332,001 | 1,264,269 | 1,291,009 |
| Income receivables | 25,531 | 25,602 | 19,780 | 20,052 |
| Total trade and other receivables | 1,704,101 | 1,620,157 | 1,583,790 | 1,567,498 |

Trade accounts receivable

| | Consolidated | | Separate | | |
|---------------------------------------|---------------|---------|----------------------|---------|--|
| _ | financial sta | tements | financial statements | | |
| _ | 2015 2014 | | 2015 | 2014 | |
| Trade accounts receivable | 106,351 | 125,315 | 103,737 | 121,122 | |
| Cheque returned receivable | 210 | 450 | 210 | 450 | |
| Credit card and coupon receivable | 198,800 | 138,131 | 198,436 | 136,207 | |
| Total | 305,361 | 263,896 | 302,383 | 257,779 | |
| Less: Allowance for doubtful debts | (2,642) | (1,342) | (2,642) | (1,342) | |
| Total trade accounts receivable - net | 302,719 | 262,554 | 299,741 | 256,437 | |

The outstanding balances of trade accounts receivable as at 31 December 2015 and 2014 are aged as follows:

| | | | (Unit: Thousand Baht) | | | |
|------------------------------------|-------------|-----------|-----------------------|---------|--|--|
| | Conso | lidated | Separate | | | |
| | financial s | tatements | financial statements | | | |
| | 2015 | 2014 | 2015 | 2014 | | |
| Trade receivables | | | | | | |
| Not yet due | 286,790 | 248,988 | 284,574 | 247,228 | | |
| Past due | | | | | | |
| Up to 3 months | 11,473 | 10,903 | 10,709 | 6,546 | | |
| 3 - 6 months | 4,522 | 703 | 4,522 | 703 | | |
| 6 - 12 months | 6 | 2,907 | 6 | 2,907 | | |
| Over 12 months | 2,570 | 395 | 2,572 | 395 | | |
| Total | 305,361 | 263,896 | 302,383 | 257,779 | | |
| Less: Allowance for doubtful debts | (2,642) | (1,342) | (2,642) | (1,342) | | |
| Total trade receivables - net | 302,719 | 262,554 | 299,741 | 256,437 | | |

Other receivables

Other receivables mainly consist of receivables from sale support operation and area rental and related service receivables.

The outstanding balances of other receivables as at 31 December 2015 and 2014 are aged as follows:

| | | | (Unit: Thousand Bal | | |
|------------------------------------|-------------|-----------|----------------------|-----------|--|
| | Consol | lidated | Separate | | |
| | financial s | tatements | financial statements | | |
| | 2015 | 2014 | 2015 | 2014 | |
| Age of receivables | | | | | |
| Not yet due | 766,123 | 662,226 | 710,525 | 676,995 | |
| Past due | | | | | |
| Up to 3 months | 564,243 | 633,502 | 521,789 | 590,428 | |
| 3 - 6 months | 20,743 | 22,744 | 13,207 | 16,517 | |
| 6 - 12 months | 16,871 | 10,824 | 14,426 | 5,188 | |
| Over 12 months | 21,195 | 4,680 | 17,336 | 3,856 | |
| Total | 1,389,175 | 1,333,976 | 1,277,283 | 1,292,984 | |
| Less: Allowance for doubtful debts | (13,324) | (1,975) | (13,014) | (1,975) | |
| Total other receivables - net | 1,375,851 | 1,332,001 | 1,264,269 | 1,291,009 | |

9. Inventories

(Unit: Thousand Baht)

| | Consol | idated | Separate | | |
|-------------------------------------|--------------|-------------|----------------------|-------------|--|
| | financial st | atements | financial statements | | |
| | 2015 | 2014 | 2015 | 2014 | |
| Inventories | 10,540,513 | 9,844,866 | 9,025,015 | 8,711,764 | |
| Less: Reduce cost to net | | | | | |
| realisable value | (341,053) | (272,585) | (327,707) | (266,622) | |
| Net | 10,199,460 | 9,572,281 | 8,697,308 | 8,445,142 | |
| Less: Inventories - repaid its cost | | | | | |
| when sold | (1,410,497) | (1,193,260) | (1,232,139) | (1,097,005) | |
| Purchase discount | (424,205) | (348,205) | (382,605) | (322,605) | |
| Inventories - net | 8,364,758 | 8,030,816 | 7,082,564 | 7,025,532 | |

During the current year, the Company and its subsidiaries reduced cost of inventories by Baht 141 million (The Company only: Baht 126 million), to reflect the net realisable value. This was included in cost of sales. In addition, the Company and its subsidiaries reversed the write-down of cost of inventories by Baht 72 million (The Company only: Baht 65 million), and reduced the amount of inventories recognised as expenses during the year.

10. Other current assets

| | Consoli | dated | Sepa | irate |
|-------------------------------|--------------|----------|--------------|-----------|
| | financial st | atements | financial st | tatements |
| | 2015 | 2014 | 2015 | 2014 |
| Prepaid expenses | 117,009 | 61,315 | 108,537 | 56,566 |
| Suspend input value added tax | 81,081 | 112,426 | 66,969 | 106,199 |
| Others | 61,098 | 138,859 | 24,074 | 102,565 |
| Total other current assets | 259,188 | 312,600 | 199,580 | 265,330 |

11. Investments in subsidiaries

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

(Unit: Thousand Baht)

| | | Shareholding | | | | | | received |
|----------------------|-----------|--------------|-----------|-----------|-----------|-----------|-----------|----------|
| | Paid-u | p capital | percer | ntage | Cost | | during th | ne year |
| Company's name | 2015 | 2014 | 2015 | 2014 | 2015 | 2014 | 2015 | 2014 |
| | | | (Percent) | (Percent) | | | | |
| Market Village | | | | | | | | |
| Company Limited | 5,000 | 5,000 | 99.99 | 99.99 | 4,999 | 4,999 | 59,998 | - |
| Home Product Center | | | | | | | | |
| (Malaysia) Sdn. Bhd. | 251,179 | 251,179 | 100.00 | 100.00 | 251,179 | 251,179 | - | - |
| Mega Home Center | | | | | | | | |
| Company Limited | 1,000,000 | 1,000,000 | 99.99 | 99.99 | 1,000,000 | 1,000,000 | - | - |
| DC Service Center | | | | | | | | |
| Company Limited | 2,500 | 2,500 | 99.99 | 99.99 | 2,500 | 2,500 | - | 1,250 |
| | | | | | 1,258,678 | 1,258,678 | 59,998 | 1,250 |

12. Investment properties

The net book value of investment properties as at 31 December 2015 and 2014 is presented below.

| | Consolidated financial statements | | | | | | | |
|--------------------------------|-----------------------------------|--------------|--------------|-----------|--|--|--|--|
| | Assets under | | | | | | | |
| | Land and | installation | | | | | | |
| | land | building | and under | | | | | |
| | improvement | for rent | construction | Total | | | | |
| 31 December 2015 | | | | | | | | |
| Cost | 150,000 | 3,069,093 | 790,209 | 4,009,302 | | | | |
| Less: Accumulated depreciation | | (791,064) | - | (791,064) | | | | |
| Net book value | 150,000 | 2,278,029 | 790,209 | 3,218,238 | | | | |
| 31 December 2014 | | | | | | | | |
| Cost | 150,000 | 1,450,058 | 1,806,409 | 3,406,467 | | | | |
| Less: Accumulated depreciation | | (641,895) | - | (641,895) | | | | |
| Net book value | 150,000 | 808,163 | 1,806,409 | 2,764,572 | | | | |

| | Separate financial statements | | | | | | | |
|--------------------------------|-------------------------------|--------------|--------------|-----------|--|--|--|--|
| | | | | | | | | |
| | Land and | installation | | | | | | |
| | land | building | and under | | | | | |
| | improvement | for rent | construction | Total | | | | |
| 31 December 2015 | | | | | | | | |
| Cost | 955,925 | 3,069,093 | 790,209 | 4,815,227 | | | | |
| Less: Accumulated depreciation | - | (791,064) | | (791,064) | | | | |
| Net book value | 955,925 | 2,278,029 | 790,209 | 4,024,163 | | | | |
| 31 December 2014 | | | | | | | | |
| Cost | 725,692 | 1,450,058 | 1,806,409 | 3,982,159 | | | | |
| Less: Accumulated depreciation | - | (641,895) | - | (641,895) | | | | |
| Net book value | 725,692 | 808,163 | 1,806,409 | 3,340,264 | | | | |

A reconciliation of the net book value of investment properties for the years 2015 and 2014 is presented below.

(Unit: Thousand Baht)

| | | lidated | Sepa financial s | |
|-------------------------------------|-----------|-----------|---------------------|-----------|
| | 2015 | 2014 | 2015 | 2014 |
| Net book value at beginning of year | 2,764,572 | 1,552,260 | 3,340,264 | 1,552,260 |
| Acquisition of assets | 603,733 | 1,020,536 | 603,733 | 1,020,536 |
| Transfer from property, plant and | | | | |
| equipment - at cost | - | 250,020 | 230,233 | 825,712 |
| Disposals and written-off | | | | |
| - net book value | (440) | (418) | (440) | (418) |
| Depreciation charged | (149,627) | (57,826) | (149,627) | (57,826) |
| Net book value at end of year | 3,218,238 | 2,764,572 | 4,024,163 | 3,340,264 |

The fair value of the investment properties as at 31 December 2015 and 2014 stated below:

(Unit: Million Baht)

| | Cons | Consolidated | | parate |
|----------------------------|-----------|--------------|-----------|------------|
| | financial | statements | financial | statements |
| | 2015 | 2014 | 2015 | 2014 |
| Land and building for rent | 5,002 | 2,925 | 5,002 | 2,925 |
| Lands for rent | - | - | 806 | 576 |

The fair value has been determined using the following approach:

- As at 31 December 2015 and 2014, lands for rent have been determined based on acquisition cost. The management believes that there is no material difference between the book value and its fair value.
- As at 31 December 2015, land and building for rent have been determined by an accredited independent valuer using the income approach. Key assumptions used in the valuation include yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates.
- As at 31 December 2014, land and building for rent have been determined by an accredited independent valuer using the market approach with adjustments to reflect changes in location and condition for land, and using the depreciated replacement cost approach for building.

Consolidated financial statements Furniture, Assets under Buildings and fixtures and installation Land and land building Computer office Motor and under improvement improvement equipment equipment vehicles construction Total Cost: 1 January 2014 7,516,658 10,451,484 434,423 4,660,839 72,425 6,657,199 29,793,028 Additions 250,994 251,063 5,501,924 61.163 592.445 6.164 4.340.095 (288,520) Disposals and written-off (115, 577)(26,698) (142,338) (2,268) (1,639) (250, 020)(250,020) Transfer to investment properties 7,172 5,726,211 2,313 426,738 Transfers in (out) (6,162,434) Translation adjustment (3,158) (445) (419)(10,819) (14,841) 31 December 2014 7,774,824 16,310,023 470,756 5,537,265 76,321 4,572,382 34,741,571 Additions 346,742 303,864 37,737 318,152 5,351 2,782,646 3,794,492 Disposals and written-off (2,000)(63, 544)(4,011) (195,445) (5,185) (270,185) Transfers in (out) 5,696 4,215,512 1,255 611,341 (4,833,804) -Translation adjustment (7,633) (687) (5,427) (7,667) (21,414) 31 December 2015 8,125,262 20,758,222 505,050 6,265,886 76,487 2,513,557 38,244,464 Accumulated depreciation: 1 January 2014 3,512,390 343,056 2,595,102 29,648 6,480,196 Depreciation for the year 1,219,187 58,547 821,373 13,743 2,112,850 Depreciation on disposals and written-off (68,106) (26,640) (132,099) (2,042) (228, 887)Translation adjustment (160) (63) (241) (464) 4,663,311 3,284,135 31 December 2014 374,900 41 349 8,363,695 Depreciation for the year 1,406,562 59,979 978,140 14,124 2,458,805 Depreciation on disposals and written-off (49,631) (3,974)(189,905) (4,912)(248,422) Translation adjustment (692) (229) (1, 374)(2,295) 31 December 2015 6,019,550 430,676 4,070,996 50,561 10,571,783

13. Property, plant and equipment

23

(Unit: Thousand Baht)

| | | Consolidated financial statements | | | | | | | | |
|-------------------------------------|--------------------|-----------------------------------|-------------------|--------------|----------|--------------|------------|--|--|--|
| | | | | Furniture, | | Assets under | | | | |
| | | Buildings and | | fixtures and | | installation | | | | |
| | Land and land | building | Computer | office | Motor | and under | | | | |
| | improvement | improvement | equipment | equipment | vehicles | construction | Total | | | |
| Allowance for impairment loss: | | | | | | | | | | |
| 1 January 2014 | 9,430 | 68,408 | - | - | - | - | 77,838 | | | |
| Increase during the year | - | 5,000 | - | - | - | - | 5,000 | | | |
| Decrease during the year | | (56,871) | | | | | (56,871) | | | |
| 31 December 2014 | 9,430 | 16,537 | - | - | - | - | 25,967 | | | |
| Increase during the year | - | 18,881 | - | - | - | - | 18,881 | | | |
| Decrease during the year | | (27,299) | | | | | (27,299) | | | |
| 31 December 2015 | 9,430 | 8,119 | | | | | 17,549 | | | |
| Net book value: | | | | | | | | | | |
| 31 December 2014 | 7,765,394 | 11,630,175 | 95,856 | 2,253,130 | 34,972 | 4,572,382 | 26,351,909 | | | |
| 31 December 2015 | 8,115,832 | 14,730,553 | 74,374 | 2,194,890 | 25,926 | 2,513,557 | 27,655,132 | | | |
| Depreciation for the year | | | | | | | | | | |
| 2014 (Baht 1,967 million included i | n selling expenses | s, and the balance | in administrative | e expenses) | | | 2,112,850 | | | |

2014 (Baht 1,967 million included in selling expenses, and the balance in administrative expenses) 2015 (Baht 2,430 million included in selling expenses, and the balance in administrative expenses)

(Unit: Thousand Baht)

2,458,805

| | Separate financial statements | | | | | | | | |
|-----------------------------------|-------------------------------|---------------|-----------|--------------|----------|--------------|------------|--|--|
| | | | | Furniture, | | Assets under | | | |
| | | Buildings and | | fixtures and | | installation | | | |
| | Land and land | building | Computer | office | Motor | and under | | | |
| | improvement | improvement | equipment | equipment | vehicles | construction | Total | | |
| Cost: | | | | | | | | | |
| 1 January 2014 | 7,516,658 | 10,313,526 | 424,564 | 4,538,285 | 71,647 | 5,545,630 | 28,410,310 | | |
| Additions | 250,994 | 184,764 | 49,453 | 437,152 | 6,164 | 3,360,504 | 4,289,031 | | |
| Disposals and written-off | - | (114,627) | (26,676) | (142,032) | (2,268) | - | (285,603) | | |
| Transfer to investment properties | (575,692) | - | - | - | - | (250,020) | (825,712) | | |
| Transfers in (out) | 7,172 | 5,526,602 | 2,070 | 389,207 | | (5,925,051) | | | |
| 31 December 2014 | 7,199,132 | 15,910,265 | 449,411 | 5,222,612 | 75,543 | 2,731,063 | 31,588,026 | | |
| Additions | 215,879 | 140,976 | 30,738 | 198,826 | 5,351 | 1,958,126 | 2,549,896 | | |
| Disposals and written-off | (2,000) | (63,544) | (4,011) | (194,711) | (5,185) | - | (269,451) | | |
| Transfer to investment properties | (230,233) | - | - | - | - | - | (230,233) | | |
| Transfers in (out) | 5,696 | 2,173,505 | 10 | 348,855 | - | (2,528,066) | | | |
| 31 December 2015 | 7,188,474 | 18,161,202 | 476,148 | 5,575,582 | 75,709 | 2,161,123 | 33,638,238 | | |

(Unit: Thousand Baht)

| | Separate financial statements | | | | | | | |
|--------------------------------|-------------------------------|---------------|-----------|--------------|----------|--------------|------------|--|
| | | | | Furniture, | | Assets under | | |
| | | Buildings and | | fixtures and | | installation | | |
| | Land and land | building | Computer | office | Motor | and under | | |
| | improvement | improvement | equipment | equipment | vehicles | construction | Total | |
| Accumulated depreciation: | | | | | | | | |
| 1 January 2014 | - | 3,503,782 | 341,781 | 2,568,066 | 29,447 | - | 6,443,076 | |
| Depreciation for the year | - | 1,117,187 | 52,685 | 735,173 | 13,588 | - | 1,918,633 | |
| Depreciation on disposals | | | | | | | | |
| and written-off | - | (68,034) | (26,619) | (131,892) | (2,041) | | (228,586) | |
| 31 December 2014 | - | 4,552,935 | 367,847 | 3,171,347 | 40,994 | - | 8,133,123 | |
| Depreciation for the year | - | 1,270,706 | 51,674 | 849,734 | 13,969 | - | 2,186,083 | |
| Depreciation on disposals | | | | | | | | |
| and written-off | - | (49,470) | (4,003) | (189,311) | (4,913) | - | (247,697) | |
| 31 December 2015 | - | 5,774,171 | 415,518 | 3,831,770 | 50,050 | - | 10,071,509 | |
| Allowance for impairment loss: | | | | | | | | |
| 1 January 2014 | 9,430 | 68,408 | - | - | - | - | 77,838 | |
| Increase during the year | - | 5,000 | - | - | - | - | 5,000 | |
| Decrease during the year | - | (56,871) | | - | - | | (56,871) | |
| 31 December 2014 | 9,430 | 16,537 | - | - | - | - | 25,967 | |
| Increase during the year | - | 18,881 | - | - | - | - | 18,881 | |
| Decrease during the year | - | (27,299) | | | - | | (27,299) | |
| 31 December 2015 | 9,430 | 8,119 | | | - | | 17,549 | |
| Net book value: | | | | | | | | |
| 31 December 2014 | 7,189,702 | 11,340,793 | 81,564 | 2,051,265 | 34,549 | 2,731,063 | 23,428,936 | |
| 31 December 2015 | 7,179,044 | 12,378,912 | 60,630 | 1,743,812 | 25,659 | 2,161,123 | 23,549,180 | |
| Depreciation for the year | | | | | | | | |

2014 (Baht 1,785 million included in selling expenses, and the balance in administrative expenses)

2015 (Baht 2,124 million included in selling expenses, and the balance in administrative expenses)

1,918,633

2,186,083

As at 31 December 2015, the Company and its subsidiaries had vehicles and equipment under finance lease agreements with net book values amounting to Baht 27 million (2014: Baht 27 million) (The Company only: Baht 9 million, 2014: Baht 10 million).

As at 31 December 2015, certain plant and 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 2,412 million (2014: Baht 1,893 million) (The Company only: Baht 2,394 million, 2014: Baht 1,876 million).

14. Computer software

| | Consolidated | Separate |
|------------------------------|--------------|------------|
| | financial | financial |
| | statements | statements |
| Cost | | |
| 1 January 2014 | 352,546 | 307,302 |
| Acquisitions during the year | 38,855 | 33,232 |
| Disposals and written-off | (2) | (2) |
| Translation adjustment | (40) | |
| 31 December 2014 | 391,359 | 340,532 |
| Acquisitions during the year | 146,075 | 145,716 |
| Translation adjustment | (62) | - |
| 31 December 2015 | 537,372 | 486,248 |
| Accumulated amortisation | | |
| 1 January 2014 | 110,974 | 109,379 |
| Amortisation for the year | 34,134 | 28,909 |
| Amortisation on written-off | (2) | (2) |
| Translation adjustment | (3) | - |
| 31 December 2014 | 145,103 | 138,286 |
| Amortisation for the year | 40,146 | 35,010 |
| Translation adjustment | (10) | - |
| 31 December 2015 | 185,239 | 173,296 |
| Net book value | | |
| 31 December 2014 | 246,256 | 202,246 |
| 31 December 2015 | 352,133 | 312,952 |

15. Leasehold rights

(Unit: Thousand Baht)

| | Consolidated financial statements | Separate financial statements |
|------------------------------|---|-------------------------------------|
| Cost | | |
| 1 January 2014 | 1,863,941 | 1,793,941 |
| Acquisitions during the year | 496,296 | 420,821 |
| Written-off during the year | (4,812) | (4,812) |
| 31 December 2014 | 2,355,425 | 2,209,950 |
| Acquisitions during the year | 262,710 | 179,589 |
| 31 December 2015 | 2,618,135 | 2,389,539 |
| Accumulated amortisation | | |
| 1 January 2014 | 331,541 | 331,541 |
| Amortisation for the year | 59,686 | 58,126 |
| Amortisation on written-off | (3,123) | (3,123) |
| 31 December 2014 | 388,104 | 386,544 |
| Amortisation for the year | 72,126 | 69,682 |
| 31 December 2015 | 460,230 | 456,226 |
| Net book value | | |
| 31 December 2014 | 1,967,321 | 1,823,406 |
| 31 December 2015 | 2,157,905 | 1,933,313 |

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

As at 31 December 2015, the Company had overdraft lines from banks and other credit facilities totaling Baht 305 million and Baht 11,176 million, respectively (2014: Baht 305 million and Baht 6,507 million, respectively).

17. Trade and other payables

| | (Unit: Thousand | | | | | |
|---------------------------------------|----------------------|------------|-------------------------|------------|--------|-------|
| | Consolidated | | Consolidated Separate 1 | | | |
| | financial statements | | financial statements | | stater | ments |
| | 2015 | 2014 | 2015 | 2014 | | |
| Trade accounts payable | 10,859,894 | 9,656,790 | 9,528,026 | 8,853,575 | | |
| Other payables | 485,170 | 498,643 | 423,453 | 449,441 | | |
| Other payables for purchase of assets | 418,056 | 949,888 | 305,322 | 930,557 | | |
| Accrued expenses | 1,010,193 | 970,044 | 920,155 | 859,316 | | |
| Total trade and other payables | 12,773,313 | 12,075,365 | 11,176,958 | 11,092,889 | | |

18. Liabilities under financial lease agreements

(Unit: Thousand Baht)

| | Consolidated financial statements | | | | |
|-----------------------------------|-----------------------------------|---------------|---------------------------|--------|--|
| | Portion due wi | thin one year | Portion due over one year | | |
| | 2015 | 2014 | 2015 | 2014 | |
| Liabilities under financial lease | | | | | |
| agreements | 18,641 | 12,380 | 9,791 | 16,493 | |
| Less: Deferred interest expense | (896) | (1,931) | (427) | (763) | |
| Net | 17,745 | 10,449 | 9,364 | 15,730 | |

(Unit: Thousand Baht)

| | Separate financial statements | | | | |
|-----------------------------------|-------------------------------|--------------|----------------|-------------|--|
| | Portion due with | nin one year | Portion due ov | er one year | |
| | 2015 2014 | | 2015 | 2014 | |
| Liabilities under financial lease | | | | | |
| agreements | 7,332 | 4,725 | 1,486 | 7,446 | |
| Less: Deferred interest expense | (181) | (622) | (77) | (154) | |
| Net | 7,151 | 4,103 | 1,409 | 7,292 | |

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

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

(Unit: Thousand Baht)

| | Consolidated financial statements | | | |
|---------------------------------|-----------------------------------|-------|---------|--|
| | 31 December 2015 | | | |
| | Less than 1 year | Total | | |
| Future minimum lease payments | 18,641 | 9,791 | 28,432 | |
| Deferred interest expenses | (896) | (427) | (1,323) | |
| Present value of future minimum | | | | |
| lease payments | 17,745 | 9,364 | 27,109 | |

(Unit: Thousand Baht)

| | Consolidated financial statements | | | | |
|---------------------------------|-----------------------------------|--------|---------|--|--|
| | 31 December 2014 | | | | |
| | Less than 1 year 1 - 5 years Tota | | | | |
| Future minimum lease payments | 12,380 | 16,493 | 28,873 | | |
| Deferred interest expenses | (1,931) | (763) | (2,694) | | |
| Present value of future minimum | | | | | |
| lease payments | 10,449 | 15,730 | 26,179 | | |

(Unit: Thousand Baht)

| | Separate financial statements | | | |
|---------------------------------|-------------------------------|-------|-------|--|
| | 31 December 2015 | | | |
| | Less than 1 year | Total | | |
| Future minimum lease payments | 7,332 | 1,486 | 8,818 | |
| Deferred interest expenses | (181) | (77) | (258) | |
| Present value of future minimum | | | | |
| lease payments | 7,151 | 1,409 | 8,560 | |

| | Separate financial statements | | | |
|---------------------------------|--------------------------------|-------|--------|--|
| | 31 December 2014 | | | |
| | Less than 1 year 1 - 5 years T | | | |
| Future minimum lease payments | 4,725 | 7,446 | 12,171 | |
| Deferred interest expenses | (622) | (154) | (776) | |
| Present value of future minimum | | | | |
| lease payments | 4,103 | 7,292 | 11,395 | |

19. Long-term loans

(Unit: Thousand Baht)

| Consolidated and separate |
|---------------------------|
|---------------------------|

| | Interest rate (% per | | | and separate |
|-----------|-------------------------|--|-----------|--------------|
| Loan | annum) | Repayment schedule | 2015 | 2014 |
| 1 | 3.70 | Payment of interest is scheduled on a | | |
| | | quarterly basis, starting from 3 months | | |
| | | after the first draw down of principal. | | |
| | | Payment of principal is scheduled in | | |
| | | installments, every 6 months starting | | |
| | | from 6 months after first principal draw | | |
| | | down. Full repayment is to be made | | |
| | | within 10 installments or within 60 | | |
| | | months after first principal draw down. | 600,000 | 900,000 |
| 2 | 3.71 | Payment of interest is scheduled on a | | |
| | | quarterly basis, starting from 3 months | | |
| | | after the first draw down of principal. | | |
| | | Payment of principal is scheduled in | | |
| | | installments, every 6 months starting | | |
| | | from 6 months after first principal draw | | |
| | | down. Full repayment is to be made | | |
| | | within 10 installments or within 60 | | |
| | | months after first principal draw down. | 500,000 | 700,000 |
| 3 | 3.59 | Payment of interest is scheduled on a | | |
| | | quarterly basis, starting from 3 months | | |
| | | after the first draw down of principal. | | |
| | | Payment of principal is scheduled in | | |
| | | installments, every 6 months starting | | |
| | | from 6 months after first principal draw | | |
| | | down. Full repayment is to be made | | |
| | | within 10 installments or within 60 | | |
| | | months after first principal draw down. | 700,000 | 900,000 |
| Total | | | 1,800,000 | 2,500,000 |
| | - | long-term loans | (700,000) | (700,000) |
| Long-terr | m loans - net of | current portion | 1,100,000 | 1,800,000 |

The Company has received unsecured long-term credit facilities from a financial institution. The loan agreements contain covenants as specified in the agreements that, among other things, require the Company to maintain certain debt to equity ratio according to the agreements.

20. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

| | | | (Unit: Tho | ousand Baht) |
|--|---------------|-------------|----------------|--------------|
| | Consolidated | | Separate | |
| _ | financial sta | atements | financial stat | tements |
| | <u>2015</u> | <u>2014</u> | <u>2015</u> | <u>2014</u> |
| Provision for long-term employee benefits | | | | |
| at beginning of year | 106,761 | 91,875 | 101,004 | 88,038 |
| Included in profit or loss: | | | | |
| Current service cost | 18,201 | 11,276 | 15,391 | 9,864 |
| Interest cost | 4,612 | 3,962 | 3,928 | 3,454 |
| Included in other comprehensive income: | | | | |
| Demographic assumptions changes | (19,750) | - | (16,304) | - |
| Financial assumptions changes | 9,913 | - | 8,184 | - |
| Experience adjustments | 51,845 | - | 42,799 | - |
| Actuarial (gain) loss | 42,008 | - | 34,679 | - |
| Benefits paid during the year | (6,529) | (352) | (6,529) | (352) |
| Provision for long-term employee benefits at | | | | |
| end of year | 165,053 | 106,761 | 148,473 | 101,004 |

Line items in profit or loss under which long-term employee benefit expenses are recognised are as follows:

| | | | (Unit: Thousand Baht) | | |
|-------------------------------------|-------------------------|----------------------|-----------------------|----------------------|--|
| | Consolidated | | Separate | | |
| | financial st | financial statements | | financial statements | |
| | <u>2015</u> <u>2014</u> | | <u>2015</u> | <u>2014</u> | |
| Selling and administrative expenses | 22,813 | 15,238 | 19,319 | 13,318 | |

The Company and its subsidiaries expect to pay Baht 19 million of long-term employee benefits during the next year (2014: Baht 17 million) (The company only: Baht 19 million, 2014: Baht 16 million).

As at 31 December 2015, the weighted average duration of the liabilities for longterm employee benefit is 12 years (2014: 12 years) (The Company only: 12 years, 2014: 12 years). Significant actuarial assumptions are summarised below:

| | (Unit: percent per an | | | | |
|----------------------------------|---|-------------|----------------------|-------------|--|
| | Consolidated financial statements 2015 2014 | | Separate | | |
| | | | financial statements | | |
| | | | <u>2015</u> | <u>2014</u> | |
| Discount rate | 3.1% | 4.0% | 3.1% | 4.0% | |
| Salary increase rate | 6.0% - 6.5% | 6.0% - 6.5% | 6.0% - 6.5% | 6.0% - 6.5% | |
| Turnover rate (depending on age) | 0 - 50% | 0 - 50% | 0 - 50% | 0 - 50% | |

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2015 are summarised below:

(Unit: million Baht)

| | Consolidated | | Sep | Separate | | |
|----------------------|-----------------------|------------------------------|----------------------|----------------------|--|--|
| | financial s | statements | financial statements | | | |
| | Increase 0.5% | ncrease 0.5% Decrease 0.5% I | | Decrease 0.5% | | |
| Discount rate | (6) | 7 | (6) | 6 | | |
| | | | (| Unit: million Baht) | | |
| | Consolidated Separate | | | oarate | | |
| | financial | statements | financial | financial statements | | |
| | Increase 1% | Decrease 1% | Increase 1% | Decrease 1% | | |
| Salary increase rate | 15 | (13) | 14 | (12) | | |
| | | | (| Unit: million Baht) | | |
| | Cons | olidated | Sep | parate | | |
| | financial | statements | financial | statements | | |
| | Increase 10% | Decrease 10% | Increase 10% | Decrease 10% | | |
| Turnover rate | (13) | 15 | (14) | 12 | | |
| (depending on age) | | | | | | |

21. Debentures

| | | | | | Consolidated and separate financial statements | | | nents | |
|-----------------------|-------------------------|---------|-------------|-------------------|--|------------|-------------|------------------------|--|
| | | | | | Number of debenture (Shares) Amo | | Amount (Tho | Amount (Thousand Baht) | |
| No. | Interest rate per annum | Age | Repayment | Maturity | 2015 | 2014 | 2015 | 2014 | |
| Unsubordinated and | unsecured debentures | | | | | | | | |
| No. 1/2011 | Fixed rate 4.60% | 4 years | At maturity | 15 September 2015 | - | 1,000,000 | - | 1,000,000 | |
| No. 1/2012 | Fixed rate 3.85% | 3 years | At maturity | 14 September 2015 | - | 1,300,000 | - | 1,300,000 | |
| No. 1/2013 | Fixed rate 4.05% | 3 years | At maturity | 18 September 2016 | 4,000,000 | 4,000,000 | 4,000,000 | 4,000,000 | |
| No. 1/2014 | Fixed rate 3.63% | 3 years | At maturity | 7 March 2017 | 1,000,000 | 1,000,000 | 1,000,000 | 1,000,000 | |
| No. 2/2014 | Fixed rate 3.53% | 3 years | At maturity | 25 July 2017 | 530,000 | 530,000 | 530,000 | 530,000 | |
| No. 3/2014 | Fixed rate 3.53% | 3 years | At maturity | 8 August 2017 | 520,000 | 520,000 | 520,000 | 520,000 | |
| No. 4/2014 | Fixed rate 3.54% | 3 years | At maturity | 1 September 2017 | 2,000,000 | 2,000,000 | 2,000,000 | 2,000,000 | |
| No. 5/2014 | Fixed rate 3.47% | 5 years | At maturity | 26 December 2019 | 1,000,000 | 1,000,000 | 1,000,000 | 1,000,000 | |
| No. 1/2015 | Fixed rate 3.05% | 3 years | At maturity | 24 February 2018 | 1,000,000 | - | 1,000,000 | - | |
| No. 2/2015 | Fixed rate 2.25% | 3 years | At maturity | 15 September 2018 | 2,500,000 | - | 2,500,000 | - | |
| Total | | | | | 12,550,000 | 11,350,000 | 12,550,000 | 11,350,000 | |
| Less: Current portion | n of debentures | | | | | | (4,000,000) | (2,300,000) | |
| Net | | | | | | | 8,550,000 | 9,050,000 | |

Such debentures contain certain covenants and restrictions regarding the maintenance of debt to equity ratio, restriction on dividend payment and disposal and transfer of assets.

22. Share capital

Movements in the number of ordinary shares, the paid-up share capital and premium on ordinary shares are as follows:

| | Number of | Paid-up | Premium on | |
|----------------------------------|-------------------|-----------------|-----------------|--|
| | ordinary shares | share capital | ordinary shares | |
| | (Thousand Shares) | (Thousand Baht) | (Thousand Baht) | |
| Registered share capital | | | | |
| At the beginning of the year | 12,329,397 | | | |
| Increase during the year | 822,000 | | | |
| Decrease during the year | (82) | | | |
| At the end of the year | 13,151,315 | | | |
| Issued and paid-up share capital | | | | |
| At the beginning of the year | 12,329,315 | 12,329,315 | 646,323 | |
| Increase in capital from | | | | |
| payment of stock dividends | 821,883 | 821,883 | | |
| At the end of the year | 13,151,198 | 13,151,198 | 646,323 | |

On 9 April 2015, the Annual General Meeting of the Company's shareholders passed the resolutions in relation to the Company's share capital as follows:

- To decease the registered capital of the Company from Baht 12,329,396,991 to Baht 12,329,315,446 by cancelling the registered ordinary shares remaining after the stock dividend allocation of 81,545 ordinary shares with a par value of Baht 1 each, previously made in accordance with the resolution of the Extraordinary General Shareholders Meeting no. 1/2557.
- 2. Paid dividend by the Company's ordinary shares in the ratio of 15 existing shares per 1 dividend share, not exceeding 822 million shares, or in the total amount not exceeding Baht 822 million or shall be converted as dividend payment at Baht 0.06667 per share. In case that any shareholder holds the indivisible share remaining after such allocation, the dividend shall be paid by cash in the amount of Baht 0.06667 per share.
- 3. To increase the registered capital from the previous registered capital of Baht 12,329,315,446 to be the new registered capital of Baht 13,151,315,446 by issuing an additional 822,000,000 ordinary shares at the par value of Baht 1 each to support the payment of a stock dividend.

On 7 May 2015, the Company reports to the Stock Exchange of Thailand (SET) the number of 821,882,579 ordinary shares actually allocated to the stock dividend.

23. The Employee Joint Investment Program (EJIP)

The Company's Board of Directors meeting held on 30 April 2013 passed a resolution approving the Employee Joint Investment Program (EJIP). The details of the program are as follow:

| The Company eligible under EJIP | Home Product Center Public Company Limited |
|---------------------------------|---|
| The Period of EJIP | 1 July 2013 to 30 June 2018, with a total duration of |
| | 5 years. |
| Eligible employees under EJIP | Employees at Division Manager or equivalent level on |
| | the voluntary basis. Directors and advisors of the |
| | Company are exclude from this program. |
| EJIP arrangement | The Company will make deduction from the payroll of |
| | eligible employees who voluntarily join the EJIP, at |
| | the rate 5% of the salary of each month. |
| | The Company will contribute 100% of the amount |
| | contributed by EJIP participants on a monthly basis. |
| EJIP buying schedule | Monthly basis. |

| Conditions for holding the securities | During the 1st year - 3rd year, employee cannot sell |
|---------------------------------------|--|
| | any shares |
| | After the 3rd year, employee can sell 25% of shares |
| | accumulated |
| | After the 4th year, employee can sell 50% of shares |
| | accumulated |
| | After the 5th year, employee can sell all shares |
| EJIP program manager | Phillip Securities Public Company Limited |

On 11 June 2013, the Company received the approval of Employee Joint Investment Program (EJIP) from Securities and Exchange Commission (SEC).

During the year 2015, the Company contributed Baht 24 million to the program (2014: Baht 23 million).

24. 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% of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered capital. The statutory reserve is not available for dividend distribution.

During the year 2015, the Company has set aside statutory reserve at Baht 177 million (2014: Baht 169 million).

25. Expenses by nature

Significant expenses classified by nature are as follows:

(Unit: Million Baht)

| | Consolidated financial statements | | • | Separate financial statements | |
|-------------------------------|-----------------------------------|-------|-------|----------------------------------|--|
| _ | 2015 | 2014 | 2015 | 2014 | |
| Salaries and wages and other | | | | | |
| employee benefits | 4,010 | 3,705 | 3,634 | 3,449 | |
| Premises expenses | 1,494 | 1,677 | 1,583 | 1,593 | |
| Depreciation and amortisation | 2,721 | 2,264 | 2,440 | 2,063 | |
| Sales promotion and operation | | | | | |
| support expenses | 3,109 | 2,956 | 2,935 | 2,835 | |
| Financial costs | 544 | 466 | 544 | 466 | |
| Tax expenses and fees | 1,027 | 969 | 1,002 | 934 | |
| Changes in finished goods | 627 | 1,622 | 252 | 1,089 | |

26. Income tax

Income tax expenses for the years ended 31 December 2015 and 2014 are made up as follows:

| | | | (Unit: Thousand Baht) | |
|---|----------------------|----------|-----------------------|----------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2015 | 2014 | 2015 | 2014 |
| Current income tax: | | | | |
| Current income tax charge | 926,483 | 874,428 | 910,589 | 860,139 |
| Adjustment in respect of income tax of | | | | |
| previous year | 207 | (5,014) | 241 | (5,005) |
| Relating to origination and reversal of | | | | |
| temporary differences | (8,695) | (31,767) | (18,503) | (17,088) |
| Income tax expenses reported in the | | | | |
| statement of comprehensive | | | | |
| income | 917,995 | 837,647 | 892,327 | 838,046 |

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2015 and 2014 are as follows:

| | | housand Baht) | | | |
|--------------------------------|---------------|----------------------|-------|----------------------|--|
| | Consolio | Consolidated | | Separate | |
| | financial sta | financial statements | | financial statements | |
| | 2015 | 2015 2014 | | 2014 | |
| Deferred tax on actuarial loss | 8,402 | - | 6,936 | - | |

The reconciliation between accounting profit and income tax expense is shown below.

| | | | (Unit: Thousand Baht | | |
|---|----------------------|-----------|----------------------|-----------|--|
| | Consoli | dated | Separate | | |
| | financial statements | | financial statements | | |
| | 2015 | 2014 | 2015 | 2014 | |
| Accounting profit before tax | 4,416,803 | 4,150,975 | 4,417,662 | 4,224,787 | |
| Applicable tax rate | 20% | 20% | 20% | 20% | |
| Accounting profit before tax multiplied | | | | | |
| by income tax rate | 883,361 | 830,195 | 883,532 | 844,957 | |
| Adjustment in respect of income tax of | | | | | |
| previous year | 207 | (5,014) | 241 | (5,005) | |
| Effects of: | | | | | |
| Income not subject to tax | - | - | (12,000) | (250) | |
| Non-deductible expenses | 27,676 | 5,691 | 25,352 | 4,072 | |
| Additional expense deductions | | | | | |
| allowed | (6,456) | (5,216) | (4,931) | (5,114) | |
| Unused tax loss | 16,510 | 12,691 | - | - | |
| Others | (3,303) | (700) | 133 | (614) | |
| Total | 34,427 | 12,466 | 8,554 | (1,906) | |
| Income tax expenses reported in the | | | | | |
| statement of comprehensive | | | | | |
| income | 917,995 | 837,647 | 892,327 | 838,046 | |

The components of deferred tax assets and deferred tax liabilities are as follows:

| | | | (Unit: The | ousand Baht) | |
|--------------------------------------|---------------|----------|----------------------|--------------|--|
| | Consolie | dated | Separate | | |
| | financial sta | atements | financial statements | | |
| | 2015 | 2014 | 2015 | 2014 | |
| Deferred tax assets | | | | | |
| Allowance for doubtful accounts | 3,131 | 663 | 3,131 | 663 | |
| Allowance for diminution in value of | | | | | |
| inventories | 85,241 | 70,041 | 76,921 | 64,921 | |
| Allowance for asset impairment | 3,510 | 5,193 | 3,510 | 5,193 | |
| Provision for long-term employee | | | | | |
| benefits | 29,295 | 26,038 | 27,445 | 24,887 | |
| Deferred purchase discount | 5,722 | 2,556 | 5,707 | 2,547 | |
| Actuarial loss | 3,645 | - | 2,180 | - | |
| Unused tax loss | 4,842 | 18,555 | | - | |
| Total | 135,386 | 123,046 | 118,894 | 98,211 | |
| Deferred tax liabilities | | | | | |
| Actuarial gain | - | 4,756 | - | 4,756 | |
| Total | | 4,756 | - | 4,756 | |
| Deferred tax assets - net | 135,386 | 118,290 | 118,894 | 93,455 | |

As at 31 December 2015 the Company and its subsidiaries have deductible temporary differences totaling Baht 335 million (2014: Baht 270 million) (The Company only: Baht 326 million, 2014: Baht 265 million). No deferred tax assets have been recognised on these amounts as the Company and its subsidiaries believe that the temporary differences may not be utilised.

27. 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 number of ordinary shares of the prior period used for the calculation, as presented for comparative purposes, has been adjusted in proportion to the change in the number of shares as a result of the stock dividends of 822 million shares on 7 May 2015, as if the shares comprising such stock dividends had been issued at the beginning of the earliest period reported.

| | Consolidated | | Separate | |
|-------------------------------------|-------------------------|------------|-------------|-------------|
| | financial statements | | financial s | tatements |
| | <u>2015</u> <u>2014</u> | | <u>2015</u> | <u>2014</u> |
| Profit for the year (Thousand Baht) | 3,498,811 | 3,313,328 | 3,525,335 | 3,386,741 |
| Weighted average number of ordinary | | | | |
| shares (Thousand shares) | 13,151,198 | 13,151,198 | 13,151,198 | 13,151,198 |
| Earnings per share (Baht/share) | 0.27 | 0.25 | 0.27 | 0.26 |

28. 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 chief operating decision maker has been identified as the Company's Board of Directors.

The Company and its subsidiaries are principally engaged in the trading of a complete range of goods and materials for construction, addition, refurbishment, renovation, and improvement of buildings, houses, and residences place, and provision for related services to retail and wholesale business, together with space rental and provide utilities service (as having revenue and/or operating profit and/or assets less than 10% of total revenue and/or total operating profit and/or total assets of all segments, which do not meet the quantitative thresholds as set out in the financial reporting standard).

Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain exclusively to the aforementioned reportable operating segment.

Geographic information

Sales income from external customers is based on locations of the Company and its subsidiaries which are summarised as follow.

| | (Unit: Million Baht) | | |
|---|----------------------|--------|--|
| | 2015 | 2014 | |
| Sales income from external customers | | | |
| Thailand | 52,048 | 47,908 | |
| Malaysia | 465 | 57 | |
| Total | 52,513 | 47,965 | |
| Non-current assets (other than financial instruments, | | | |
| deferred tax assets and net defined benefit assets) | | | |
| Thailand | 33,334 | 31,213 | |
| Malaysia | 154 | 191 | |
| Total | 33,488 | 31,404 | |

Major customers

For the years 2015 and 2014, the Company and its subsidiaries have no major customer with revenue of 10% or more of an entity's revenues.

29. Provident fund

The Company and its subsidiaries, and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both the Company and its subsidiaries, and their employees contributed to the fund monthly at the rate of 3% - 5% of basic salary. The fund, which is managed by Land and Houses Fund Management Co., Ltd. will be paid to employees upon termination in accordance with the fund rules.

During the year 2015, the Company and its subsidiaries contributed Baht 71 million (2014: Baht 65 million) to the fund. The Company only: Baht 64 million (2014: Baht 59 million).

30. Dividend paid

| | | Total | Dividend |
|----------------------------------|--------------------------------------|----------------|-----------|
| Dividends | Approved by | dividends | per share |
| | | (Million Baht) | (Baht) |
| Final dividends for 2013 | Annual General Meeting of the | | |
| | shareholders on 10 April 2014 | 152 | 0.0159 |
| Stock dividends for 2013 | Annual General Meeting of the | | |
| | shareholders on 10 April 2014 | 1,370 | 0.1429 |
| Interim dividends for 2014 | Extraordinary General Meeting of the | | |
| | shareholders on 15 October 2014 | 152 | 0.0139 |
| Stock interim dividends for 2014 | Extraordinary General Meeting of the | | |
| | shareholders on 15 October 2014 | 1,370 | 0.1250 |
| Total for 2014 | | 3,044 | |
| Final dividends for 2014 | Annual General Meeting of the | | |
| | shareholders on 9 April 2015 | 904 | 0.0733 |
| Stock dividends for 2014 | Annual General Meeting of the | | |
| | shareholders on 9 April 2015 | 822 | 0.0667 |
| Interim dividends for 2015 | Board of Director Meeting of the | | |
| | Company on 25 August 2015 | 1,315 | 0.1000 |
| Total for 2015 | | 3,041 | |

31. Commitments and contingent liabilities

31.1 Operating lease commitments

a) The Company and its subsidiaries have entered into land lease agreements. The terms of the agreements are generally between 3 to 30 years and they are noncancelable, except with the consent of the counterparties.

Future minimum lease payments required under these operating leases contracts were as follows:

| | (Unit: Million Baht | | | |
|-----------------------------|----------------------|-------|----------------------|-------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2015 | 2014 | 2015 | 2014 |
| Payable: | | | | |
| In up to 1 year | 97 | 88 | 92 | 86 |
| In over 1 and up to 5 years | 434 | 398 | 412 | 379 |
| In over 5 years | 2,331 | 2,197 | 2,119 | 2,013 |

b) The Company and its subsidiaries have entered into lease agreements to lease commercial space. The terms of the agreements are generally between 3 to 30 years and they are non-cancelable, except with the consent of the counterparties.

Future minimum lease payments required under these operating leases contracts were as follows:

(Unit: Million Baht)

| | Consolidated financial statements | | Separate financial statements | |
|-----------------------------|--------------------------------------|-------|----------------------------------|-------|
| | 2015 | 2014 | 2015 | 2014 |
| Payable: | | | | |
| In up to 1 year | 114 | 114 | 100 | 98 |
| In over 1 and up to 5 years | 407 | 426 | 402 | 404 |
| In over 5 years | 902 | 1,001 | 902 | 1,001 |

31.2 Long-term service commitments

The Company has entered into the inventory management services agreement with a subsidiary. Under the conditions of the agreement, the Company is to pay the service fee at a percentage of the subsidiary's actual cost as stipulated in the agreement.

31.3 Long-term lease agreements - as leaser

As at 31 December 2015, the Company has entered into 7 agreements (2014: 7 agreements) with 3 companies (2014: 2 companies) to lease and sub-lease parts of premises in 6 branches (2014: 5 branches) for periods of 18 - 30 years, with a total of rental received in advance amounting to Baht 642 million (2014: Baht 627 million). The terms of the agreements are until 2033 - 2036. The Company recognises this income systematically on a straight-line basis over the lease period which is the useful lives of the leaseholds.

As at 31 December 2015, the outstanding balance of rental received in advance, net of recognised rental income was Baht 418 million (2014: Baht 425 million).

31.4 Guarantees

a) As at 31 December 2015, there were outstanding bank guarantees of Baht 167 million issued by banks on benefit of the Company and its subsidiary in respect of guarantees provided for leasing, purchases of goods or hire of work, as bonds with State Enterprise (2014: Baht 171 million) (The Company only: Baht 160 million, 2014: Baht 159 million). Bank guarantee of Baht 7 million (2014: Baht 12 million) issued in the name of subsidiary was guaranteed by the Company.

b) As at 31 December 2015, the Company had commitments under letters of credit opened with commercial bank, amounting to USD 3 million and CNY 3 million (2014: USD 2 million).

31.5 Litigation

- a) In February 2011, the Company had lawsuit relating to the sale and purchase agreement which the Company had stopped payment to the vendor in the amount of Baht 14 million due to defective products. However, the Company had set aside a liability (account payable) totaling Baht 14 million in the financial statements. In January 2016, the Court finally ordered the Company to make payment to the vendor in the amount of Baht 14 million plus interest at the rate of 7.5% per annum, due to the fact that the vendors has deducted product price for the Company which deemed as an adequate remedy to the damage. The Company has already made such payment plus interest to the vendor.
- b) As at 31 December 2015, the Company has other cases for a total claimed amount of Baht 0.8 million (2014: Baht 3 million) which are currently being considered by the Court. The Court of First Instance gave a judgement in favor of the Company, in which such cases are currently being considered by the Court of Appeals. The legal department of the Company believes that the outcome of these cases will not have significant effect to the Company. As such, the Company has not set aside any amount of provision in the financial statements.
- c) In April 2015, the local officials who are responsible for one of the branches of the Company were sued in Administrative Court by local entrepreneurs regarding issuance of license to local businesses. In such case, the Company has filed an interpleader action and became a party in the lawsuit in order to preserve the Company's right. The Company submitted statement to the court that the use of the land by the Company was neither against nor violated the ministerial regulations governing central city planning, building control law, city planning law, and other related laws. However, the legal department of the Company viewed that the Company has proceeded according to the law and believes that the outcome of the case would be in the favour of the Company. The case is currently under the consideration of the Administrative Court.

32. Fair value hierarchy

As at 31 December 2015, the Company and its subsidiaries had the assets and liabilities that were disclosed at fair value using different levels of inputs as follows:

| | | | | (Unit: Million Bant) | |
|--|--------------|-----------------------------------|------------------------------|----------------------|--|
| | | Consolidated Financial Statements | | | |
| | Level 1 | Level 2 | Level 3 | Total | |
| Assets for which fair value are disclosed | | | | | |
| Investment properties | - | - | 5,002 | 5,002 | |
| Favourable foreign exchange forward contracts | - | - | 2 | 2 | |
| Liabilities for which fair value are disclosed | | | | | |
| Debentures | - | 12,788 | - | 12,788 | |
| | | | | (Unit: Million Baht) | |
| | | Separate Fin | ancial Statements | | |
| | Level 1 | Separate Fin | ancial Statements Level 3 | Total | |
| Assets for which fair value are disclosed | Level 1 | • | | Total | |
| Assets for which fair value are disclosed Investment properties | Level 1 | • | | Total 5,808 | |
| | Level 1 - | • | Level 3 | | |
| Investment properties | - | • | Level 3 | 5,808 | |
| Investment properties Favourable foreign exchange forward contracts | - | • | Level 3 | 5,808 | |

33. Financial instruments

33.1 Financial risk management

The Company's financial instruments, as defined under Thai Accounting Standard No. 107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, trade and other receivables, short-term borrowing, trade and other payables, short-term loans, long-term loans, and debentures. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Company and its subsidiaries are 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 statements of financial position.

(Linit: Million Robt)

Interest rate risk

The Company and its subsidiaries' exposure to interest rate risk relate primarily to its deposits with financial institutions, loans and debentures. However, since the Company and its subsidiaries' financial assets bear floating interest rates and financial liabilities bear fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

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

| | Consolidated financial statements | | | | | | |
|-----------------------------|-----------------------------------|-------------|----------------|---------------|--------|---------------|--|
| | | | As at 31 Dec | ember 2015 | | | |
| | Fixed inte | rest rates | | | | | |
| | Within | Over | Floating | Non- interest | | | |
| | 1 year | 1 - 5 years | interest rate | bearing | Total | Interest rate | |
| | | | (Million Baht) | | | (% p.a.) | |
| Financial assets | | | | | | | |
| Cash and cash equivalents | 1,870 | - | 231 | 597 | 2,698 | 0.37 - 3.40 | |
| Trade and other receivables | - | - | - | 1,722 | 1,722 | - | |
| | 1,870 | - | 231 | 2,319 | 4,420 | | |
| Financial liabilities | | | | | | | |
| Trade and other payables | - | - | - | 12,773 | 12,773 | - | |
| Long-term loans | 700 | 1,100 | - | - | 1,800 | 3.59 - 3.71 | |
| Debentures | 4,000 | 8,550 | - | - | 12,550 | 2.25 - 4.60 | |
| | 4,700 | 9,650 | - | 12,773 | 27,123 | | |

| | Consolidated financial statements | | | | | | |
|-----------------------------|-----------------------------------|-------------|----------------|---------------|--------|---------------|--|
| | | | As at 31 Dec | ember 2014 | | | |
| | Fixed inte | rest rates | | | | | |
| | Within | Over | Floating | Non- interest | | | |
| | 1 year | 1 - 5 years | interest rate | bearing | Total | Interest rate | |
| | | | (Million Baht) | | | (% p.a.) | |
| Financial assets | | | | | | | |
| Cash and cash equivalents | 1,900 | - | 210 | 325 | 2,435 | 0.50 - 2.25 | |
| Trade and other receivables | - | | | 1,620 | 1,620 | - | |
| | 1,900 | | 210 | 1,945 | 4,055 | | |
| Financial liabilities | | | | | | | |
| Trade and other payables | - | - | - | 12,075 | 12,075 | - | |
| Long-term loans | 700 | 1,800 | - | - | 2,500 | 3.59 - 3.71 | |
| Debentures | 2,300 | 9,050 | | | 11,350 | 3.47 - 4.60 | |
| | 3,000 | 10,850 | - | 12,075 | 25,925 | | |

| | Separate financial statements | | | | | |
|-----------------------------|-------------------------------|---------------------|------------------------|-----------------------|--------|---|
| | | | As at 31 Dec | ember 2015 | | |
| | Fixed inte | rest rates | | | | |
| | Within 1 year | Over 1 - 5 years | Floating interest rate | Non- interest bearing | Total | Interest rate |
| | | | (Million Baht) | | | (% p.a.) |
| Financial assets | | | (| | | (,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, |
| Cash and cash equivalents | 1,870 | - | 28 | 493 | 2,391 | 0.37 - 1.00 |
| Trade and other receivables | - | - | - | 1,602 | 1,602 | - |
| Short-term loan to related | | | | | | |
| parties | 2,794 | - | - | - | 2,794 | 4.50 - 4.75 |
| · | 4,664 | - | 28 | 2,095 | 6,787 | |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | 11,177 | 11,177 | - |
| Short-term loan from | | | | | | |
| related party | 90 | - | - | - | 90 | 1.75 - 2.25 |
| Long-term loan | 700 | 1,100 | - | - | 1,800 | 3.59 - 3.71 |
| Debentures | 4,000 | 8,550 | - | | 12,550 | 2.25 - 4.60 |
| | 4,790 | 9,650 | | 11,177 | 25,617 | |
| | | | Separate finance | rial statements | | |
| | | | As at 31 Dec | | | |
| | Fixed inte | rest rates | 715 41 01 200 | | | |
| | Within | Over | Floating | Non- interest | | |
| | 1 year | 1 - 5 years | interest rate | bearing | Total | Interest rate |
| | | | (Million Baht) | bearing | Total | (% p.a.) |
| | | | (minior barry) | | | (70 p.a.) |
| Financial assets | | | | | | |
| Cash and cash equivalents | 1,900 | - | 27 | 254 | 2,181 | 0.50 - 2.25 |
| Trade and other receivables | - | - | - | 1,567 | 1,567 | - |
| Short-term loan to related | | | | | | |
| party | 1,869 | - | - | | 1,869 | 4.50 - 4.75 |
| | 3,769 | | 27 | 1,821 | 5,617 | |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | 11,093 | 11,093 | - |
| Short-term loan from | | | | | | |
| related party | 90 | - | - | - | 90 | 2.25 - 2.75 |
| Long-term loan | 700 | 1,800 | - | - | 2,500 | 3.59 - 3.71 |
| Debentures | 2,300 | 9,050 | | | 11,350 | 3.47 - 4.60 |
| | 3,090 | 10,850 | - | 11,093 | 25,033 | |

Foreign currency risk

The Company and its subsidiaries' exposure to foreign currency risk arise mainly from trading transactions that are denominated in foreign currencies.

The balances of financial assets and liabilities denominated in foreign currencies are summarised below.

| Consolidated financial statements | | | | | | | |
|-----------------------------------|--------------------|--|---|---|--|--|--|
| Financia | al assets | Financial liabilities | | Average exchange rate | | | |
| as at 31 E | December | as at 31 December | | as at 31 | December | | |
| <u>2015</u> | <u>2014</u> | <u>2015</u> | <u>2014</u> | <u>2015</u> | <u>2014</u> | | |
| (Million) | (Million) | (Million) | (Million) | (Baht per 1 fore | eign currency unit) | | |
| - | - | - | 1 | 36.04 | 33.11 | | |
| - | - | 4 | - | 5.53 | 5.35 | | |
| 1 | 1 | 12 | 18 | 8.42 | 9.40 | | |
| | as at 31 [2015 | Financial assets as at 31 December 2015 2014 | Financial assetsFinancial as at 31 Decemberas at 31 Decemberas at 31 December201520142015(Million)(Million) <td>Financial assetsFinancial liabilitiesas at 31 Decemberas at 31 December20152014201520152014(Million)(Million)4-</td> <td>Financial assetsFinancial liabilitiesAverage eas at 31 Decemberas at 31 Decemberas at 312015201420152014(Million)(Million)(Million)136.04-44</td> | Financial assetsFinancial liabilitiesas at 31 Decemberas at 31 December20152014201520152014(Million)(Million)4- | Financial assetsFinancial liabilitiesAverage eas at 31 Decemberas at 31 Decemberas at 312015201420152014(Million)(Million)(Million)136.04-44 | | |

| Separate financial statements | | | | | | |
|-------------------------------|------------------------------------|-------------|---|-------------|--|-------------|
| | Financial assets as at 31 December | | Financial liabilities as at 31 December | | Average exchange rate as at 31 December | |
| Foreign currency | | | | | | |
| | <u>2015</u> | <u>2014</u> | <u>2015</u> | <u>2014</u> | <u>2015</u> | <u>2014</u> |
| | (Million) | (Million) | (Million) | (Million) | (Baht per 1 foreign currency unit) | |
| USD | - | - | - | 1 | 36.04 | 35.11 |
| CNY | - | - | 4 | - | 5.53 | 5.35 |

Foreign exchange contracts outstanding are summarised below

Consolidated financial statements

| | | As a | t 31 December 2015 | | | |
|----------|-----------|-----------|---|-------------|-------------------|--|
| Foreign | Bought | Sold | Contractual exc | Contractual | | |
| currency | amount | amount | Bought Sold | | maturity date | |
| | (Million) | (Million) | (Baht per 1 foreign | | | |
| USD | 7 | - | 34.33 - 35.97 | - | Within May 2016 | |
| CNY | 52 | - | 5.51 - 5.57 - | | Within April 2016 | |
| | | • | te financial statements t 31 December 2015 | 3 | | |
| Foreign | Bought | Sold | Contractual exchange rate | | Contractual | |
| currency | amount | amount | Bought | Sold | maturity date | |
| | (Million) | (Million) | (Baht per 1 foreign currency unit) | | | |
| USD | 6 | - | 34.33 - 35.97 | - | Within May 2016 | |
| CNY | 52 | - | 5.51 - 5.57 | - | Within April 2016 | |
| | | | | | | |

| As at 31 December 2014 | | | | | | | |
|------------------------|-----------|-----------|------------------------------------|-------------|------------------|--|--|
| Foreign | Bought | Sold | Contractual exe | Contractual | | | |
| currency | amount | amount | Bought | Sold | maturity date | | |
| | (Million) | (Million) | (Baht per 1 foreign currency unit) | | | | |
| USD | 3 | - | 33.05 - 33.20 | - | Within June 2015 | | |

Consolidated and separate financial statements

33.2 Fair values of financial instruments

As at 31 December 2015, the estimated fair value of financial instruments, in comparison with the related amounts carried in the statement of financial position, is as follows:

| | | | (L | Init: Million Bant) | |
|---|--------------------|------------------|-------------------------------|---------------------|--|
| | Consolidated finan | icial statements | Separate financial statements | | |
| | Carrying amount | Fair value | Carrying amount | Fair value | |
| Financial assets | | | | | |
| Cash and cash equivalents | 2,698 | 2,698 | 2,391 | 2,391 | |
| Trade and other receivables | 1,722 | 1,722 | 1,602 | 1,602 | |
| Short-term loans to related parties | - | - | 2,794 | 2,794 | |
| Favourable foreign exchange forward contracts | - | 2 | - | 1 | |
| Financial liabilities | | | | | |
| Trade and other payables | 12,773 | 12,773 | 11,177 | 11,177 | |
| Short-term loans from related parties | - | - | 90 | 90 | |
| Long-term loans | 1,800 | 1,800 | 1,800 | 1,800 | |
| Debentures | 12,550 | 12,788 | 12,550 | 12,788 | |

The methods and assumptions used by the Company and its subsidiaries in estimating the fair value of financial instruments are as follows:

- a) For financial assets and liabilities which have short-term maturity, including cash and deposit at financial institutions, accounts receivables and accounts payables, their carrying amounts in the statements of financial position approximate their fair values.
- b) For loans to and loans from carrying interest approximate to the market rate, their carrying amounts in the statements of financial position approximates their fair values.
- c) For fixed rate debentures, their fair value is estimated by discounting expected future cash flow by the current market interest rate of the loans with similar terms and conditions.

(Linit: Million Robt)

e) For derivatives, their fair value has been determined by using a discounted future cash flow model and a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as spot rates of foreign currencies.

34. Capital management

The primary objective of the Company's 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 2015, the Company manages its capital position with reference to its debt-to-equity ratio in order to comply with a condition in the stipulations of debentures, which requires the Company to maintain a debt-to-equity ratio of not more than 2.50:1 (2014: 1.75:1).

35. Events after the reporting period

On 23 February 2016, the meeting of the Company's Board of Directors passed the following resolutions to propose to Annual General Meeting of the Company's shareholders for approval of dividend payment from operating results of July 2015 to December 2015. The dividend will be paid by cash at the rate of Baht 0.15 per share or in the total amount not exceeding Baht 1,973 million. The payment of cash dividend shall be made within 29 April 2016.

As the Company's Board of Directors Meeting held on 25 August 2015 has the resolution to approve interim dividend payment to the shareholders as cash dividend of Baht 0.10 per share. The interim dividend was paid on 22 September 2015. As a result, total dividend per share for the year 2015 is Baht 0.25 per share.

36. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 23 February 2016.