



LONG-TERM VISION
**COMPREHENSIVE
PLANNING**
SUPERIOR EFFICIENCY
**SUSTAINABLE FUTURE
GROWTH**

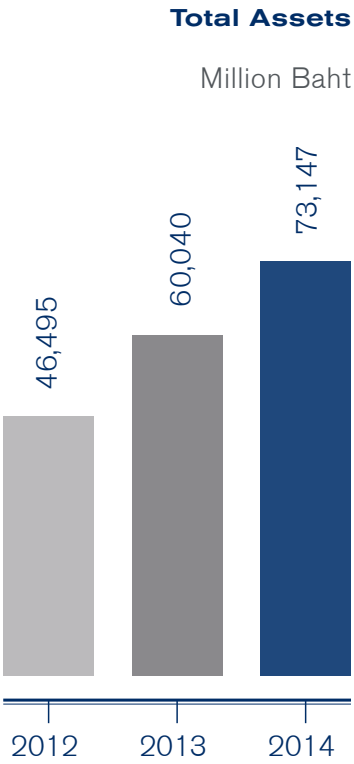
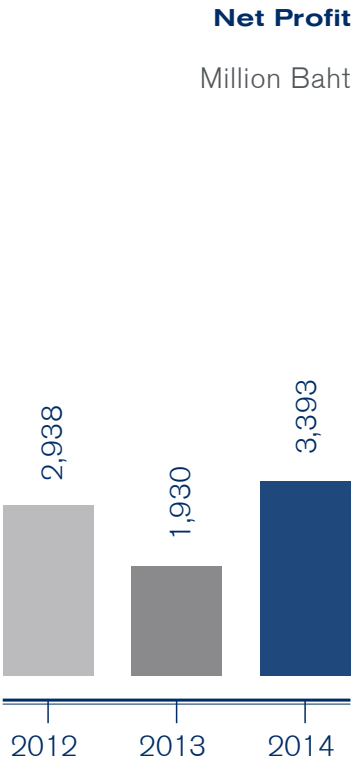
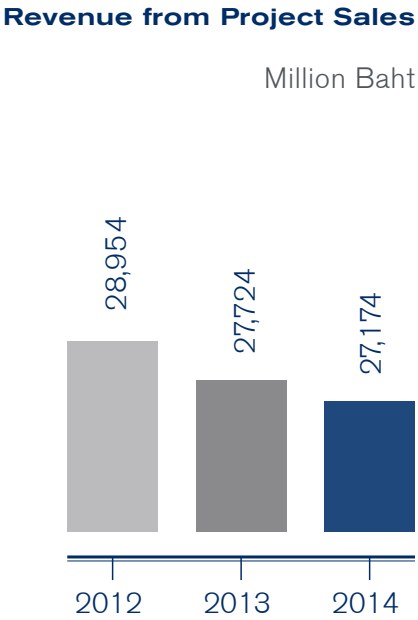
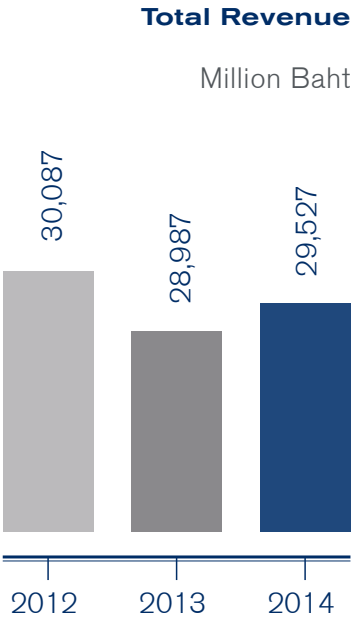


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FINANCIAL HIGHLIGHTS

		2012	2013	2014
Total Revenue	Million Baht	30,087	28,987	29,527
Revenue from Project Sales	Million Baht	28,954	27,724	27,174
Net Profit	Million Baht	2,938	1,930	3,393
Total Assets	Million Baht	46,495	60,040	73,147
Total Shareholders' Equity	Million Baht	15,225	17,068	24,816
Gross Profit Margin (of Core Revenue)	%	33.26	32.62	32.71
Net Profit Margin	%	9.77	6.66	11.49
Debt to Equity Ratio	Times	2.05	2.52	1.95
Gearing Ratio	Times	1.58	2.03	1.58
Net Gearing Ratio	Times	1.35	1.91	1.45
Book Value per Share	Baht	2.06	1.72	2.40
Earnings per Share	Baht	0.40	0.19	0.33



Remark: Financial figures are based on the consolidated financial statements.

CHAIRMAN'S MESSAGE

With sustainable future growth in mind, we decided to raise capital to strengthen our financial position. At the same time, Sansiri also initiated a cost saving strategy in the middle of last year; Engineering for Growth campaign, resulted in a sharp drop in expenses in the second half of the year.

Corporate Social Responsibility remains one of Sansiri's top missions. Our focus has always been on youth development which comprised of health, education and sports as key areas. In partnership with UNICEF (Thailand), Sansiri has been able to achieve satisfactory results in corporate social responsibility. Our contractors and trade partners have been supportive as always. We would like to express our deepest gratitude to all concerned.

Sansiri's progress could not have been possible without the supports of our shareholders, clients, financial institutions, press and all our partners. On behalf of Sansiri, I would like to take this opportunity to thank everyone and hope for your continual supports in the future.



Kovit Poshyananda
Chairman



CHIEF EXECUTIVE OFFICER'S MESSAGE

In order to deliver sustainable growth, there were many changes to Sansiri's business directions last year. We announced a capital raising plan as well as strategies to shift our focus from revenue growth to profitability. These measures has strengthened our financial standing, of which funding supported our future expansions and ultimately enhance shareholder's returns. We believe that shareholders had seen our profitability improvement in the latter year. Also, we are confident this improvement will drive continuously in the future.

To enhance profitability, Sansiri planned to improve work efficiency in various areas. Firstly, direct cost improvement; we have implemented 'Value Chain Enhancement' plan to improve coordination between design, construction and procurement teams with an aim for better material durability, defects reduction and construction methods simplification. Secondly, marketing and selling expense improvement; we have realised that an investment in branding over the past period has greatly built awareness to clients. We are able to save marketing costs by utilising digital media as one of our marketing channels. Lastly, administrative expense improvement; we have strived to enhance staff efficiency through simplifying work-flows, minimising duplications and developing human resource. We will continuously look for ways to further improve efficiency to increase profitability and shareholder's returns.

With the political turmoil, slow economic recovery and our major strategy shifting last year, I believe all of our executives and staff have worked extremely hard to drive Sansiri forward in order to cope with these changing environments. On behalf of Sansiri, I would like to thank all of the staff for their commitment and dedication and hope for their continual supports in 2015. It will be another challenging year for everyone to keep Sansiri as one of the top real estate developers in Thailand along with maintaining its social contributions.



Apichart Chutrakul
Chief Executive Officer



BOARD OF DIRECTORS



Mr. Kovit Poshyananda
Chairman of the Board
(Independent Director)



Mr. Apichart Chutrakul
Vice-Chairman /
Chief Executive Officer



Mr. Mana Noppun
Independent Director



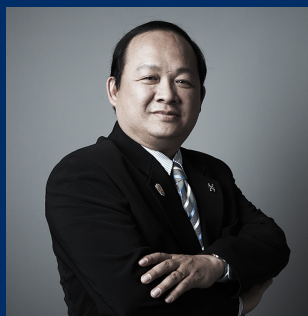
Mr. Jesadavat Priebjrivat
Independent Director



Mr. Srettha Thavisin
Director / President



Mr. Wanchak Buranasiri
Director /
Chief Operating Officer



Mr. Kriengkrai Thiennukul
Director



Mr. Thongchai Jira-alongkorn
Director



Mr. Porntat Amatavivadhana
Independent Director



Mr. Supanit Chaiyawat
Independent Director

AUDIT COMMITTEE



Mr. Mana Noppun
Chairman of
the Audit Committee



Mr. Jesadavat Priebjrivat
Member of
the Audit Committee



Mr. Supanit Chaiyawat
Member of
the Audit Committee

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
(CSR COMMITTEE)



Mr. Srettha Thavisin
Chairman of
the CSR Committee



Mr. Jesadavat Priebjrivat
Member of
the CSR Committee



Mr. Porntat Amatavivadhana
Member of
the CSR Committee

CORPORATE SOCIAL RESPONSIBILITY

Sansiri PLC believes in incorporating social and environmental concerns into its business vision, strategy, operations and in its interactions with the stakeholders. At Sansiri PLC, we aim at achieving a balance of economic, environmental and social imperatives while addressing the expectations of our shareholders and stakeholders at the same time. The Company is committed at the highest level and the Board of Directors are directly involved in and are responsible for laying out the corporate policy on these fronts to ensure that the right balance is achieved.

Through an integrated approach, Sansiri's CSR Committee over the years has been addressing the key CSR issues including corporate governance, anti-corruption, stakeholder engagement, human rights, labour standards and working conditions, environmental management and community engagement.

Realising that sustainable development focuses on the needs of the present without compromising the ability of future generations to meet their own needs, Sansiri's CSR related policies and initiatives focus on children, the future generations. To design the CSR policies and initiatives that take into account the needs of this future generation, the Company works closely with the strategic partner, UNICEF Thailand and introduces such initiatives through the CSR programme called "Social Change".

Corporate Governance

Sansiri PLC adheres to business principles that emphasise good governance, fairness, and morality in achieving its missions and goals. The Company respects and complies with the law, as well as adhering to fundamental rules and regulations for conducting business. All of the Company's stakeholders including shareholders, customers, employees, the general public, and business partners, are treated fairly and with equal importance and are provided with their equitable benefits.

The Company adheres to common standards and principles that are accepted by the business community. These include avoiding any conduct that could result in business conflicts, rejecting all corrupt practices, as well as corporate espionage, and distancing itself from instances of rights violations and infringement of intellectual property rights.

Sansiri's Board of Directors constituted the Corporate Social Responsibility Committee in 2010. Sansiri's CSR committee comprises of the President and two Independent Directors, reporting directly to the Board of Directors. Main responsibility of the committee is to oversee Company's conduct of all CSR activities and campaigns to ensure that the Company's operations, on corporate, social & environmental issues are aligned with specified policies. A detailed account on how Corporate Governance is achieved, managed and sustained in Sansiri is included in section "Corporate Governance" of this report.

Anti-corruption

Sansiri's business conduct is based on the principles of good governance and transparency. The organisation is structured in such a way that transparency and efficiency are upheld all levels, while ensuring that business goals are achieved. There are clear borders separating functions, responsibilities, processes, reporting lines and authorisations, so that checks and balances can be properly maintained and be fully functional.

The Company encourages integrity among its employees, inspiring them to conduct their duties with transparency and to comply with rules and regulations. It has a proper and transparent financial transaction approval system in place that maintains an intense examination procedure, to discourage corruption and help protect the integrity of all transactions.

Responsibility to Customers

Sansiri has clearly stated policies in place stating that the Company takes full responsibility for genuine complaints and problems that arise from genuine product and service defects. The Company has specific teams and functionaries that receive and file the complaints, inspect and provide solutions, and then follow up on progress with relevant teams. The Company also has a cross-functional evaluation process that allows it to make sure all issues are properly handled and customers are appropriately taken care of with minimum repercussions.

In cases where problems affect the living of its customers, even if the warranty period has expired or the problems are beyond the Company's scope of responsibilities as stipulated in the contract, Sansiri is determined to take the issues into serious consideration and provide the best solution for all. For instance, Sansiri set up a special task-force and activated an extraordinary contingency protocol to handle all issues during the major flood in 2011, to ensure the utmost readiness in helping customers regardless of warranty period and scope of responsibilities by contract.

Through "Sansiri Family" activities, 1685 hotline and live chat, the company stays connected to its existing and future customers all the time. Through this service, customers can launch maintenance complaints, may receive help on selling or renting out their homes/condominiums or may receive exclusive discounts and privileges through Sansiri and its business partners.



Human Rights

Sansiri is committed to respecting and protection of human rights. In partnership with UNICEF Thailand (since 2010), Sansiri has been promoting the human rights of children in its business policies and initiatives.

Child Labour and Child Exploitation

Agreements with suppliers and contractors clearly prohibit the use of child labour and child exploitation in their conduct of business with Sansiri. The Company implements a zero-tolerance policy with its suppliers and contractors on this issue and the agreement clauses clearly state the penalty for violating the clause which is the immediate termination of contract.



Child Protection and Development

“The Good Space” which is a child-friendly space, allocated within Sansiri’s construction sites supports the children’s right to protection and development. The children of the construction workers, mainly migrants use this space for learning and playing, instead of running around aimlessly in the accident-prone areas. At present, “The Good Space” has been introduced at Sansiri’s construction sites in Chiang Mai, Udonthani, Khon Kaen, Korat, Nonthaburi, Bangkok, Pattaya, Phuket and Hat Yai.

The Company is facilitating the birth registration and transition of school going age migrant children from “The Good Space” to the formal schooling system with support from the Thai government ministries, schools and non-governmental organisations (NGOs).

The Company’s “The Good Space” project has become a case study in global forums hosted by the United Nations and UNICEF, and sets a new benchmark for the property and construction sector. The Project’s success can be attributed to true and sincere collaboration between the Company’s employees, business partners, contractors and NGOs, for their contribution in terms of budgets and teachers for children at construction sites.



Realising the importance of the buy-in and support from sub-contractors for the sustainability of this initiative, the Company held an event in 2014 to recognise the eighteen sub-contractors supporting “The Good Space” project to motivate them and encourage other sub-contractors to join the initiative.

Children’s Rights and Business Principles

In 2014, Sansiri piloted the UNICEF’s “Children’s Rights in Impact Assessments” tool to assess company policies and processes against the assessment criterion in the tool. The Company has put in place a mechanism to review and implement the assessment recommendations to continue its efforts in putting the Children’s Rights and Business Principles (launched by UNICEF, Save the Children and Global Compact) into practice.

United Nations Convention on the Rights of the Child

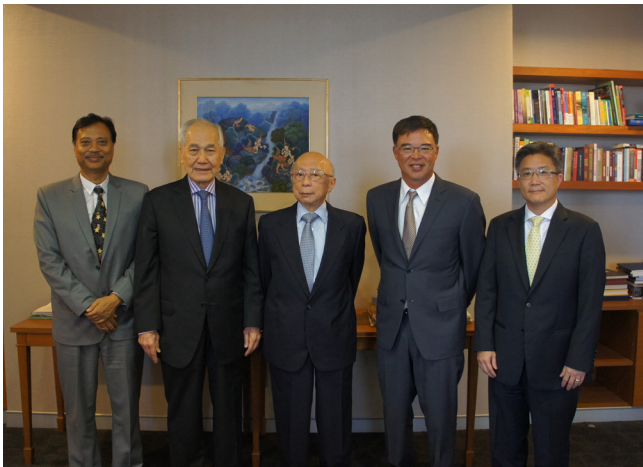
In November 2014, Sansiri participated in the “Child-Friendly Business” forum organised by UNICEF Thailand, Ministry of Social Development and Human Security and Youth Council, as part of the commemorating events for the 25th anniversary of the Convention on the Rights of the Child. The event was attended by youth, government and private sector representatives. Sansiri highlighted the importance of strategic CSR for children and private sector’s role in respecting and supporting the human rights of children in Thailand.

At the international level, Sansiri was the only Thai company that was invited and participated at the high - level meeting of the General Assembly on the 25th anniversary of the adoption of the Convention on the Rights of the Child. The meeting which was held on 20 November 2014 in New York, provided a platform for the Company to share its CSR initiatives with the meeting participants and learn from the good practices implemented by other multinational companies for integration of the human rights of children business policies and processes.



UNICEF Global Emergency Fund (for Children in Humanitarian Crisis)

The Company made a yearly contribution of 1 Million US Dollar to the UNICEF global emergency fund which is used to respond to the needs of millions of children affected by humanitarian crises around the world, including the emergencies in Central African Republic, Syria and Iraq, and the Ebola crisis in West Africa. The Company also facilitates individual donations to UNICEF by providing in-kind advertising space on its website and reaching out to its customers.



The President of Sansiri PLC participated in the field visit to Lebanon in 2014 to oversee UNICEF's work on children affected by the civil war in Syria. During this visit, Sansiri contributed by distributing child-friendly kits amongst affected children. Upon his return, the President raised awareness on the issues faced by children in conflict areas and the role of the private sector through two articles which were featured in Post Today.



“Best Start” Campaign

Following the success of the “Iodine Please” campaign in 2011 which raised awareness on brain and physical development among children in Thailand as a result of iodine deficiency and resulted in a regulation on mandatory salt iodisation among salt producers in Thailand, Sansiri will be supporting the “Best Start” campaign in 2015. The campaign launched by UNICEF and its partners is aimed at raising awareness on the importance of investing in early childhood development as the first six years of life are the golden years for children. The campaign will also raise awareness and understanding of the importance of early childhood development and to urge the Government to increase investment in young children. The Company will promote the campaign among its employees, partners, customers and general public.

“๕๕”
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ควรเลี้ยงลูก
ด้วยนมแม่
อย่างน้อย
ถึง ๖ เดือน

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Labour Standards & Working Conditions

- The Company's human resource policies comply with labour laws and go beyond the regulations. These policies include:
- A zero-tolerance policy towards child labour and illegal foreign labour.
 - Systematic staff trainings & grooming, key performance indicators, evaluation processes that allow fair and transparent remuneration and staff promotion.
 - Provision and promotion of safety aspects and safe working conditions specific to all types of work be it corporate offices, sales offices, factory or project sites.
 - Provision of interest - free loans to employees.

- 50 Percent discount in school fees at Satit Pattana School for the children of the employees. As of 2014, six staff have benefited from this policy.
- According to the 2012 survey on the situation of children and women in Thailand, conducted by the National Statistical Office with support from UNICEF, only 12 percent of children in Thailand are exclusively breastfed during the first six months of life. Realising the importance of breast milk towards the early childhood development, Sansiri promotes exclusive breastfeeding for at least 6 months among female employees. Sansiri nursing mother's room initiative at two pilot sites has now been expanded to the precast factory and sales offices.
- A mother and child room has been introduced in the Siripinyo Office building which allows employees to bring their children to work if they are unable to arrange for child care during children's school holidays, etc.
- Provision of additional welfare and benefits surpassing standard regulations, to improve the work-life balance of its employees that take into consideration external economic and social factors, as well as industry benchmarks.



Environmental Management

Environment Impact Assessment (EIA)

At Sansiri, we believe in conducting our business, based on responsibility, care, and concerns to the environment and comply with all relevant laws and regulations. For instance, there are several condominium projects with more than 79 units that require Sansiri and its subsidiaries to provide Environment Impact Assessment (EIA) reports in compliance with rules and regulations under National Environmental Quality Act (NEQA) of 1992, prior to receiving permission from the Environmental Impact Evaluation Bureau within the Ministry of Natural Resources and Environment. In this regard, Sansiri works closely with professional consultancy companies, registered with the Ministry of Natural Resources and Environment in order to prepare EIA reports in compliance with these rules and regulations. Sansiri closely monitors the progress and procedures for all such housing projects, to ensure that the Company is in compliance with all rules, and approval is obtained from the Environmental Impact Evaluation Bureau as scheduled.

Precast Technology

For single-detached house and condominium projects, Sansiri has started using precast technology. Precast concrete panels including walls and other finished parts, produced at the precast factory are transported and assembled at the construction site. The key to this method of construction is the use of “Load Bearing Walls” to support the weight of buildings, instead of using columns and beams. In addition, pipes for plumbing and electricity are already embedded in the concrete walls during the production process. Therefore, the construction process can start immediately after the precast concretes are transported to site, resulting in overall reduction in construction period, cost as well as the waste which has negative impacts on the environment. In addition, this technique also allows maintaining better air quality standards at work sites. To support construction of new condominium projects and minimise usage of labour, the Company will apply precast construction techniques to allow a capacity of 42,000 square metres a year, or 10 buildings. This should accelerate the construction period to 14 months from the current 16 to 18 months in result it will lower a great amount of gas emission and construction waste. Sansiri has a precast factory in Pathum Thani on 47 rai with a maximum capacity of 52,000 square metres, or 150 units a month.



Waste Management and Recycling

A project's waste water drainage may pollute public water sources, if there is ineffective and unstandardised wastewater treatment. In order to prevent this, Sansiri has set up waste water disposal system in each of the housing units, so waste water from each unit passes through the waste water treatment process before being drained into public water sources.

Due to the rapid growth in the real estate industry, a large amount of construction waste is created each year. Sansiri has placed significant importance on the environment by recycling construction material that is available in ample amounts at every construction site. Sansiri believes that the sustainable way to give back to society is to start doing so within its own organisation.

In recent years Sansiri has also started sharing its environmental philosophy with its partners. In 2013 Sansiri, together with 17 other business partners, launched a project called “Green Hope” to promote the useful use of construction waste. The first project in this regard was a communal house for Inn Udom community, built out of used or waste materials. The house provides space for a library and multi-purpose area for various activities hosted by the people of the community.



Community Engagement

Sansiri understands the importance of its co-existence with the environment, ecology as well as the community. Sansiri has endeavoured to participate and engage itself in various activities with the children and youth in the community focusing on child participation.

Youth Participation and Engagement

The success of the “GIVE Project” focusing on youth participation and development in Phuket has led to the replication of this project in other provinces. The “GIVE Project” in Chiang Mai was launched in 2014, to encourage the youth to analyse the social problems and start their own projects, with the pilot projects focusing social and environmental issues relating to their province. For example, GIVE Phuket pilot projects focused on turtle walking, voices of youth unheard, parent-children situation, etc. The youth received professional training to implement their planned projects which contributed to their skills development and empowerment.



To support education of children, the Company continued to provide scholarships to underprivileged children and the luncheon programme for schools where canteens were constructed and the students and teachers trained to grow vegetables.

The Company expanded the “Sansiri Academy” and opened its 6th branch in Phuket at the Tsunami Memorial and introduced the “Sansiri Academy Pro” where 25 top players auditioned for the Thai national youth team and one member was successful in joining the team. The Sansiri Academy offers free of charge football trainings to children in the community by professional coaches. It not only promotes the children's right to play but also contributes to their health and well-being. This year marks the 10th anniversary of the Sansiri Academy with over 20,000 free soccer lessons given to the youth, nationwide.



VISION, MISSION, AND CORPORATE STRATEGY

Vision

As the most preferred property developer in Thailand, we strive to enhance the quality of life and create a pleasurable living experience for all of our stakeholders, including customers, business partners, employees and relevant communities.

Mission

- To be an essential part of living; not only providing a home, but also a lifestyle and unique brand experience. We are truly a part of your community and are here to serve today, tomorrow and always
 - To act as a one-stop, world-class property services group in Thailand that provides a fully-integrated range of products and services
 - To collaborate with all local and international stakeholders, including shareholders, business partners, employees and communities, in order to create a good life for everyone
 - To provide 'best in class' products and services that cover all market segments both in Thailand and overseas
-

Corporate Strategy

Key success factors for Sansiri's business growth in 2014 are as follows:

- Maintain sales momentum in upcountry markets by launching new single-detached house projects in upcountry areas where Sansiri has established presence and received excellent response. "Burasiri Bueng Nong Kot" was the first single-detached house launched in Khon Kaen.
- Launch only condominiums with Environmental Impact Assessment (EIA) approval to better control construction schedule and quality, thus ensuring the delivery as committed to customers.
- Penetrate foreign customer market by collaborating with international agents and introduce "Rental for the Holidays" to increase brand awareness among foreign customers as well as to expand foreign customer base in Thailand and overseas in the future.

- Create design innovations and break new ground in modern living by introducing a unique 'L-Shape' design for single-detached houses which emphasise on the optimum use of the areas within a house as well as create desirable privacy. The new design houses were first developed at "Setthasiri Krungthep Kreetha" project. Moreover, modern resort condominium that was designed for urban slow living with its natural surrounding under the brand "HASU HAUS" was introduced.
- Utilise precast factory to lessen the dependence on labours and to support the development of the projects in the future. Sansiri also invested in the second phase of precast factory in order to complement existing production.
- Create new lines of lifestyle businesses aimed at stimulating sales and enhancing the Sansiri Family experience by launching "Neighbourhood Mall" under the brand "Habito" at Sukhumvit 77 area, and the second hotel named "Escape Sansiri Hotel Collection Khao Yai".
- Execute "Engineer For Growth" action plan to build a strong business foundation and to support the sustainable growth by improving cost and resource efficiency as well as strengthen financial position.
- Established a joint venture company with BTS Group Holdings PLC for the development of new condominiums located within 500 metres of the BTS lines. This partnership was the first step towards the new opportunities and the new resources that will enhance Sansiri's ability to better analyse and understand the needs of the customers.

MILESTONE DURING THE YEAR

September 2014

- Sansiri Land Limited, a subsidiary, was renamed “QT Lifestyle Company Limited”
- The Extraordinary Meeting of Shareholders No. 1/2014 held on 12 September 2014 passed the significant resolutions as summarised below:
 - (1) The approval for an increase of the registered capital of the Company to 8,209,037,423.44 Baht, by issuing new ordinary shares no greater than 7,671,997,592 shares with the par value of 1.07 Baht per share, as well as the approval for an amendment of Clause 4 of the Memorandum of Association of the Company according to the increase of the registered capital.
 - (2) The approval for the issuance and offering for sale of the newly issued shares of the Company no greater than 3,614,411,191 shares with the par value of 1.07 Baht per share; in combination with the Ordinary Share-Purchase Warrants of Sansiri Public Company Limited # 2 (SIRI-W2) no greater than 3,614,411,191 units. These shall be offered for sale to the existing shareholders in proportion of their shareholding (Rights Offering), at an offering ratio of 3 existing ordinary shares to 1 new ordinary share ; in combination with 1 unit of Warrant SIRI-W2 to be allotted to the existing shareholders who subscribe Rights Offering (ratio 3:1:1). The offering price for newly issued ordinary shares is 1.30 Baht (One Baht and thirty stang) and the offering price for Warrants SIRI-W2 shall be -0- Baht (free of charge) per unit.
 - (3) The approval to the Plan to Issue and Offer the Ordinary Share-Purchase Warrants of Sansiri Public Company Limited to Directors and Management/Employees of the Company And/or its Subsidiaries # 7 (ESOP # 7 plan) totaling of 300,000,000 units together with the allotment of the newly issued ordinary shares of the Company no greater than 300,000,000 shares according to the exercise of such Warrant. Provided that 1 unit of Warrant will be entitled to purchase 1 ordinary share at the exercising price of 2.50 Baht (Two Baht and Fifty Stang) per unit, the exercise ratio and the exercising price may be changed thereafter in case of an adjustment of rights.
 - (4) The approval for the allotment of newly issued shares of the Company no greater than 143,175,210 shares with the par value of 1.07 Baht as the shares reserved for an adjustment of rights for holders of the Ordinary Share-Purchase Warrants of Sansiri Public Company Limited # 1 (SIRI-W1) in connection with the Rights Offering.

October 2014

- Adjustment of exercise price and exercise ratio of Warrants (SIRI-W1 and ESOP # 6) became effective from 7 October 2014 onwards as summarised below:
 - Previous Exercise Price (Baht/share) : 1.114
 - New Exercise Price (Baht/share) : 1.07
 - Previous Exercise Ratio (unit : share) : 1 : 1.167
 - New Exercise Ratio (unit : share) : 1 : 1.302
 - The reason for adjustment : The Company adjusted the exercise price and exercise ratio to ensure that the benefits of the Warrant Holders are not less than the existing status. The reasons for adjustment of this event are as follows; offering of newly ordinary shares which offering price is lower than market price
- Sansiri had completed the offering of the 3,406,219,088 newly issued ordinary shares pursuant to the resolution of the Extraordinary Meeting of Shareholders No. 1/2014 to the existing shareholders in proportion of their shareholdings (Rights Offering) during 27 October 2014 to 31 October 2014, and the issue was fully subscribed. In this regard, the total number of offered shares were based on the XR date (7 October 2014), with the outstanding shares of 10,219,967,255 shares. The Company will subsequently decrease the registered capital by cancelling the reserved shares in excess of the total number of offered shares.
- The Board of Directors approved the Company to enter into the Strategic Alliance Framework Agreement with BTS Group Holdings Public Company Limited (“BTS”) on an exclusive partnership for developments of the residential projects for sale located within a 500-metre radius of all rail mass transit stations (existing and future). The Board also approved the establishment of a 50 : 50 joint venture company with BTS named “BTS Sansiri Holding One Limited”, for the first project to be developed under this collaboration, i.e. the residential project for sale on approximately 5-rai of land located near BTS Mo Chit Station.

November 2014

- The Board of Directors approved the setting up of a subsidiary company named “QEW (Thailand) Company Limited” to engage in the business of events management and full wedding planning services in Thailand and worldwide, in which QT Lifestyle Company Limited (a subsidiary of Sansiri PCL.) holds shares in the proportion of 70 percent of its registered capital.

December 2014

- The Stock Exchange of Thailand (SET) has granted a listing of the Ordinary Share-Purchase Warrants of Sansiri Public Company Limited # 2 (SIRI-W2) since 18 December 2014. SET has allowed the 3,406,219,088 units of Warrants SIRI-W2 to be traded on SET commencing from 18 December 2014 onwards.

INVESTMENT STRUCTURE OF SANSIRI GROUP

Operational Structure and Divisions of Operations within the Group

Sansiri Group is made up of Sansiri Public Company Limited as a parent company with a broad range of twenty subsidiaries, which are directly held by Sansiri Public Company Limited and held through the subsidiaries. Sansiri Group operates under Consolidated Supervision concept. The investment policy was classified as follows:

1. **Property Development** consists of
- A. **Property Development for Sale:** Sansiri and its subsidiaries develop single-detached houses, detached houses, townhouses, home offices, and condominium projects for all customer groups, both in Bangkok and vicinities and upcountry areas such as Phuket, Chiang Mai, Khon Kaen province, etc. Furthermore, Sansiri operates precast factory for precast construction as well.

B. **Property Development for Rent:** Sansiri and its subsidiaries invested in leasehold commercial building.
2. **Property Services** include fully-integrated services as follows
- Property and asset management, property brokerage services, property sales management, property development consultancy, and property management

• Building inspection service

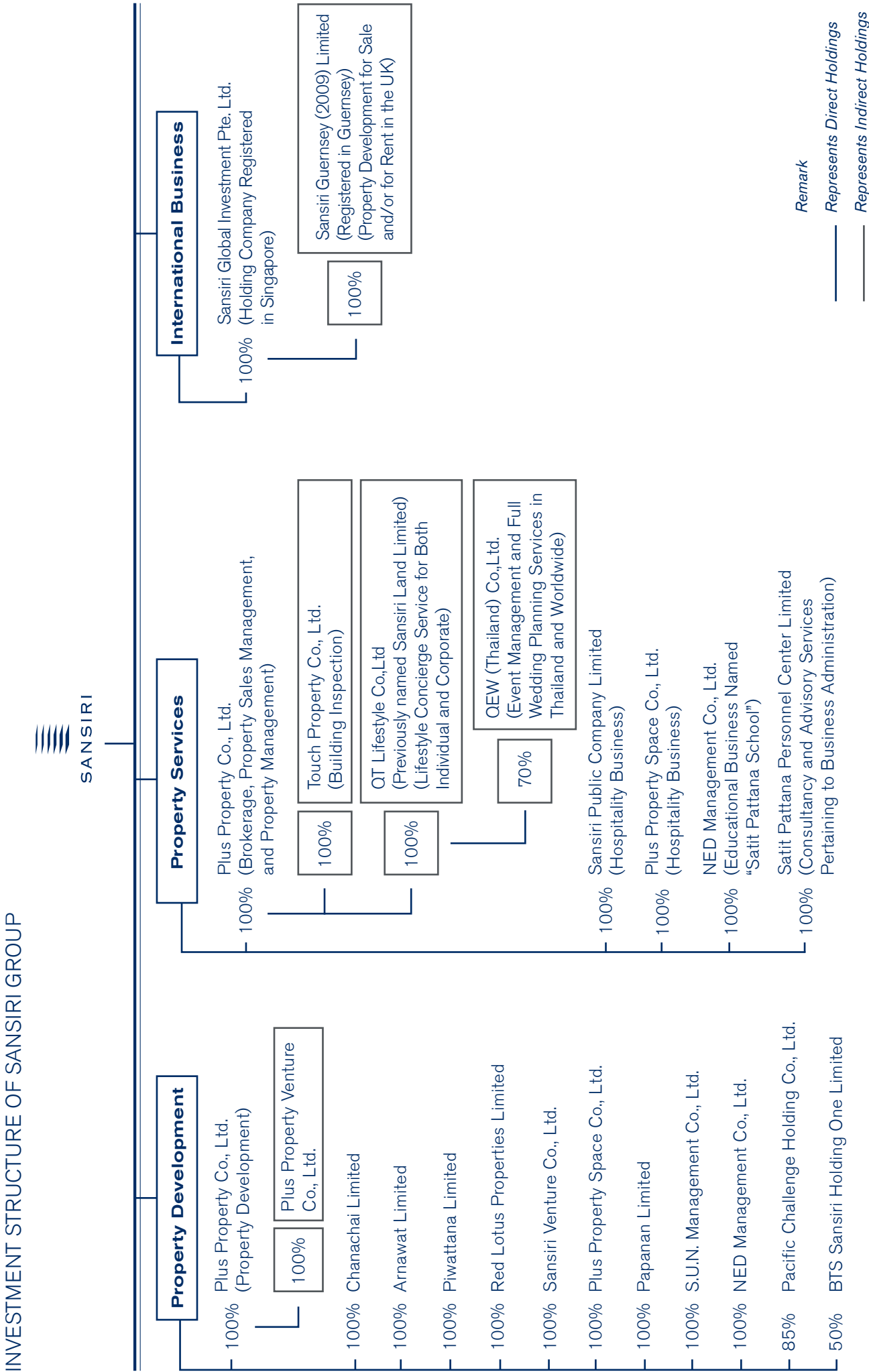
• Hotel business development which generates recurring income to the total revenues

• Educational business under the name “Satit Pattana School”

• Personnel management for Satit Pattana School

• Lifestyle concierge service for both individual and corporate

• Events management and full wedding planning services in Thailand and worldwide
3. **International Investment** Sansiri set up Sansiri Global Investment Pte. Ltd. as an international investment base. In this regard, Sansiri Guernsey (2009) Limited operates the property development for sale and/or for lease/rent in the United Kingdom.



REVENUE STRUCTURE

Revenue structure classified by business groups during 2012 - 2014, is as follows:

Products / Services	Operated by	% Shares Held by Sansiri	Year Ending 2012		Year Ending 2013		Year Ending 2014	
			Million Baht	%	Million Baht	%	Million Baht	%
1. Property Development								
1.1 Property Development for Sale								
- Single-detached house	SIRI, AW, PW, CC, PPN	- , 100, 100, 100, 100	9,406	31.3	10,166	35.1	11,488	38.9
- Townhouse	SIRI, PLUS, PPV, CC, PW, QT, PPN, AW, NED	- , 100, 100, 100, 100, 100, 100, 100	4,635	15.4	2,367	8.2	1,622	5.5
- Condominium	SIRI, SV, RED, AW, PPN, QT, SG	- , 100, 100, 100, 100, 100, 100, 100	14,913	49.6	15,191	52.4	14,065	47.6
1.2 Property Development for Rent								
- Projects for rent	SIRI, SUN, AW, RED, PPN, NED, QT, TOUCH, CC, PCH	- , 100, 100, 100, 100, 100, 100, 100, 85	113	0.4	84	0.3	23	0.1
- Leasehold rights written off	SUN, CC	100, 100	44	0.1	42	0.1	54	0.2
2. Property Services								
	SIRI, PP, PPN, PLUS, QT, TOUCH, SPC	- , 100, 100 ,100, 100, 100, 100	710	2.4	747	2.6	843	2.9
3. Other Revenues								
- Interest income			32	0.1	21	0.1	15	0.1
- Revenue from common property charges			61	0.2	66	0.2	75	0.3
- Revenue from forfeiture of down payment and changed contract fee			55	0.2	127	0.4	185	0.6

Products / Services	Operated by	% Shares Held by Sansiri	Year Ending 2012		Year Ending 2013		Year Ending 2014	
			Million Baht	%	Million Baht	%	Million Baht	%
- Gain on sale of assets to property fund			-	-	-	-	768	2.6
- Gain on sale of land			-	-	-	-	309	1.0
- Other income			119	0.4	175	0.6	82	0.3
Total Revenue			30,087	100.0	28,987	100.0	29,527	100.0
% Increase (Decrease) in Revenue			45.5		(3.7)		1.9	

Remark	-	SIRI	means	Sansiri Public Company Limited
		PLUS	means	Plus Property Company Limited
		CC	means	Chanachai Limited
		SV	means	Sansiri Venture Company Limited
		PW	means	Piwattana Limited
		AW	means	Arnawat Limited
		QT	means	QTLifestyle Limited (Formerly known as “Sansiri Land Limited”)
		RED	means	Red Lotus Properties Limited
		PPV	means	Plus Property Venture Company Limited
		PCH	means	Pacific Challenge Holding Company Limited
		SUN	means	S.U.N. Management Company Limited
		TOUCH	means	Touch Property Company Limited
		PPN	means	Papanan Limited
		NED	means	NED Management Company Limited
		SPC	means	Satit Pattana Personnel Center Limited (Formerly known as “Club House Property Limited”)
		SG	means	Sansiri Guernsey (2009) Limited

TYPE OF PRODUCTS AND SERVICES

The core operation of Sansiri Group is divided into two businesses: (1) Property Development and (2) Property Services. The detailed descriptions of each product and service categories are as follows:

1. Property Development

1.1 Property Development for Sale

Price Range	Product Type		
	Single-Detached House /Detached House	Townhouse/ Shophouse/Home Office	Condominium
High	> 10.10 Million Baht per unit	> 7.10 Million Baht per unit	> 120,000 Baht per sqm.
	<div>NARASIRI</div> <div>23° villa</div> <div>BY SANSIRI</div>	<div>GARDEN SQUARE</div>	<div>THE XXXIX</div> <div>HQ</div> <div>BAAN MAI KHAO</div> <div>EDGE Sukhumvit 23</div>
Medium	5.10-10.10 Million Baht per unit	3.10-7.10 Million Baht per unit	80,000-120,000 Baht per sqm.
	<div>SETTHASIRI</div> <div>BURASIRI</div> <div>Habitia</div>	<div>B-AVENUE</div> <div>TOWN AVENUE</div>	<div>dBURA</div> <div>PRAN NOK</div> <div>BAAN SAN NGAM</div> <div>THE DECK</div> <div>CONDOMINIUM</div> <div>NYE</div> <div>hasu HAUS</div>
Low	2.51-5.10 Million Baht per unit	1.20-3.10 Million Baht per unit	60,000-80,000 Baht per sqm.
	<div>Habitia</div> <div>SARANSIRI</div> <div>KANASIRI</div>	<div>Habitown</div> <div>MET TOWN</div>	<div>dVIENG</div> <div>santitham</div> <div>THE BASE</div> <div>23° condo</div> <div>The valley</div> <div>dcondo</div> <div>Baan Pong Ploen</div> <div>Baan Klang Fah</div> <div>Rain</div> <div>Sunrise</div> <div>Aurora</div> <div>บ้านคูเต่า</div> <div>บ้านคูเต่า</div> <div>Baan Imn-Aim</div> <div>Baan Thee Lam</div>

Sansiri has developed various types of products for sale such as single-detached houses, townhouses, shophouses, home offices, and condominiums, under different brands to serve customers' needs in all segments. All products focus on the high quality expected to meet Sansiri standards. In 2014, Sansiri focused more on the development of low-rise projects to support the increasing demand for low-rise housings. In addition, Sansiri had developed condominiums under new brand “HASU HAUS” to serve customers who prefer the new way of urban living.

Sansiri has continued to expand its project development into major cities with good potential since last year. There were more investments in low-rise projects in areas where Sansiri has established presence and received good response. “Burasiri Bueng Nong Kot” was the first single-detached house launched in Khon Kaen. In terms of new project launches in last year, 12 projects were launched with 10 projects located in Bangkok and vicinities, and 2 projects located in upcountry areas.

1.2 Property Development for Rent

Sansiri has recurring income from properties for rent including a leasehold commercial building in the Silom area named “Sun Square Silom” and a leasehold residential building named “Baan Sansiri”. In addition, Sansiri also has Siripinyo Building, the office for rent located on Sri Ayutthaya road. In this regard, its subsidiary Papanan Limited sold the land, building, related utility systems and equipment used for the operation of Siripinyo Building to Sansiri Prime Office Property Fund in March 2014.

2. Property Services

2.1 Property Services

The Property Services business provided by Plus Property Company Limited (“Plus”) suitably complements Sansiri's core business - property development for sale - by not only creating customer satisfaction with fully-integrated services but also expanding its sources of recurring incomes and allowing it to capitalise upon its database to further improve its property development projects and more effectively satisfy the needs of market demand. The Property Services business consists of three core services (1) Brokerage Service and Sales Management (2) Property Management; both Property Management for residential projects and Facility Management for commercial buildings. As of 31 December 2014, Plus manages over 161 residential and commercial projects covering an area of 4.18 million square meters and (3) Consultancy services for real estate which include the consulting services of project feasibility studies, market surveys and analysis, and financial feasibility analysis, as well as the building inspection service provided by Touch Property Company Limited.

2.2 Educational Business

Sansiri has operated a school under the name “Satit Pattana School” for recurring income, which creates opportunity to expand business and synergy to several of Sansiri's property projects for sale located nearby.

2.3 Hotel Business

At present, Sansiri operates 2 hotels, a 46-key hotel named Escape Sansiri Hotel Collection Hua Hin (formerly “Casa Del Mare”) located in Hua Hin District, Prachuap Khiri Khan Province and a 56-key named Escape Sansiri Hotel Collection Khao Yai at Pak Chong District, Nakhon Ratchasima Province which started operation in February 2014.

2.4 Other Businesses

Sansiri's other businesses include lifestyle concierge service for both individual and corporate, which is operated by QT Lifestyle Limited, as well as events management and full wedding planning services in Thailand and worldwide, which is operated by QEW (Thailand) Company Limited.

MARKET AND COMPETITION

1. Marketing Products And Services

Following the skyrocketing success in gaining market shares from major competitors in several market segments during the previous year, Sansiri furthered its business successes by adapting corporate strategy to the changing environment to create business synergy and sustainability for the Company in the long term.

Despite the fact that Sansiri has achieved tremendous growth during the past 3 to 4 years through business expansions and continuous investments, the prolonged political instability and economic uncertainties have clearly impacted the consumers' confidence and the investment climate that were crucial to the nation's economic development since the latter half of the year 2013.

The prevailing situation has necessitated the strategic and constant rethinking on the part of Sansiri to cope with the ever-changing business scenarios. Such a tactic distinctly showed Sansiri's visionary resilience and readiness to adapt itself in order to guide the organisation through to the eventual and sustainable success in the long term.

In 2014, Sansiri managed its project development to achieve the balanced portfolio, including the adjustment of the ratio of projects located in Bangkok and vicinities to those located in other major cities, to the ideal of eighty percent and twenty percent accordingly. The pent up demand for housing in several areas of Bangkok, necessitating further expansion of its project development to cover areas such as Northern Bangkok, Eastern Bangkok and Western Bangkok. In addition, Sansiri has aligned revenue structure in terms of both product mix between low-rise and high-rise project development, and segmentation mix among various price ranges, aiming to achieve the optimal revenue structure for sustainable growth.

For the market in Bangkok and vicinities in 2014, Sansiri launched several impressive projects, namely “Setthasiri Krungthep Kreetha”, the innovative “L-shape” single-home with new designs that emphasise individuality and are well suited with the lifestyle of the target group, “Habitia Motif Panyaindra”, the single-house on 100-square-wah lots, as well as the “HASU HAUS Resort Condominium”, sparkling in its modernistic “Slow Living” conceptual design situated in the newly designated T77 residential zone located between Sukhumvit Soi 71 and Sukhumvit Soi 77.

For the market in other major cities, Sansiri launched the first low-rise project development namely “Burasiri Bueng Nong Kot Khonkaen”, in Northeastern Thailand during the second quarter of 2014. Meanwhile, condominium projects in seaside areas, such as Prachuab Khiri Khan and Phuket, remain top of ranking for premium resort residential projects, among customers. In this regard, customers particularly foreigners have shown strong interest in the high-priced condominiums namely “Baan Mai Khao Phuket” and “The Deck Patong”. This was evident in the upward sales trend among foreign customers in 2014, and has led to the expanded marketing effort among potential customers within the untapped market groups such as customers from Europe, Russia, China, Hong Kong and Singapore. In this effort, Sansiri has teamed up with real estate brokerage firms in those particular countries and has organised sales activities and bonding events with these partners on a continuous basis.

Plus Property Company Limited (“PLUS”), a subsidiary which offers fully integrated and effective real estate services to Sansiri’s and general customers, has played a major role to instill brand loyalty among customers as well as to create a revenue stream for Sansiri. Following the constant growth of the foreign markets, PLUS initiated the new brokerage service, “Rental for the Holidays”, to promote the unique selling point of Sansiri while attracting foreign customers.

In addition to launching residential projects both in Bangkok and the provinces, Sansiri further diversified its businesses, not only as a means to increase revenue, but also to fully utilise its potential in real estate business while adding value to its projects nearby. Sansiri introduced the “Habito Community Retail” which was envisioned to enhance the desirability of the T77 residential zone near Sukhumvit Soi 77 as the hub for residential area and lifestyle in the heart of the city. Also on the radar screen is “Escape Hotel Khao Yai” which offers services that will support Sansiri’s future residential developments in the Khao Yai area.

In regard to marketing management and marketing communications in 2014, Sansiri reaffirmed the importance of online and digital media by redesigning its website to provide increased ease of usage among consumers and the quick access to its various projects. The site also supports all types of connectivity and operating systems, while the intuitive social media tools have resulted in the high rate of visitors and have consistently ranked among the most visited real estate websites. Where the traditional mass media was concerned, the emphasis in this area has been scaled down and focused on essential media necessary to reach particular groups of consumers for each project.

On the other hand, marketing activities in 2014 have been organised regularly, be they brand enhancement coupled with sales promotion, namely the “Sansiri Life Comes Home” event held in October at Siam Paragon Department Store. This event showcased all Sansiri’s projects; already been launched projects and projects that were in the pipeline. Visitors to the event were welcome to seek information or to place reservations. Customer relations events were also held year-round to build good relationship with the residents in order to create strong and positive word-of-mouth, such as the “Sansiri Lounge Paragon” or outdoor events such as the bicycle trips in partnership with Tokyo Bike.

To reach the consumer groups with various lifestyles, Sansiri held the “Winter Market Fest” in the fourth quarter of 2014 for a second consecutive year at the project site on Sukhumvit Soi 77 to allow consumers to experience the Sansiri philosophy that aims to provide everything that is best to its customers. The visitors were also afforded the chance to embrace the actual atmosphere of the project, including Sansiri condominium and townhouse located within the project. This event was warmly received by visitors that numbered in tens of thousands people.

In 2014, Sansiri was celebrating its 30th anniversary as a successful company with proven track record and considerable years of experience. All marketing activities were devoted to cover and to reach consumers in every segment with the determination to communicate that Sansiri is not simply a real estate firm providing residential projects, but rather a “lifestyle company” that aims to meet all the customers’ needs. The ability to deeply understand and develop the residents that match the uniquely different lifestyles of every customer group is one of the key success factors of Sansiri. Additionally, the continued support and good response from customers have not only reflected the strong brand recognition among the customers in Bangkok and the provinces but also emphasised Sansiri as the organisation with high potential and sustainable growth.

2. Property Market in 2014 and Outlook 2015

Several factors, especially the political situation in Thailand, have continuously impacted the real estate sector since the year 2013. At the beginning of the year 2014, the violent and unresolved political situation had slowed down both the investment in the property market and housing purchases, as the developers and consumers were not confident in the economic condition and political stability. In addition, an increasing household debt has led to the prudent lending policy by commercial banks and financial institutions. The real estate sector also experienced the rising costs of construction materials, labour, and land prices. Nonetheless, the property market managed to gradually recover in the latter half of 2014, owing to several supporting factors including the government’s loose monetary policy to support the economic recovery which kept the policy interest rate at a low level, the decrease in fuel price, and the government’s infrastructure projects. Moreover, the slowdown in investment value helps reduce the risk of oversupply in the property market to some extent.

For the property market outlook in 2015, it is forecasted that the real estate sector will recover to its normal circumstances with tendency to grow should there be no significant political and economic risk factors affecting the market. The restored confidence in the economic and political situations will lead to higher housing purchases by the consumers as well as higher investment by developers, especially in condominium projects located along the BTS extension lines. It is also forecasted that the property market will benefit from the official implementation of the ASEAN Economic Community or AEC by the end of 2015, as it will lead to the property market expansion in major cities together with the higher foreign investments in the real estate sector.

Summary of Property Market in 2014

The survey was made in 6 areas of Bangkok and its vicinities, as follows;

Area	Province	District
Northern	Bangkok	Chatuchak, Lak si, Don Muang, Lad Prao, Bang Khen, Sai Mai
	Nonthaburi	Muang (Nonthaburi), Pak Kret
	Pathum Thani	Muang (Pathum Thani), Thanyaburi, Lum luk ka, Nong sua, Khlong Luang
Northeastern	Bangkok	Bang Kapi, Wang Thonglang, Saphan Sung, Khlong Samwa, Nong Chok, Min Buri, Bung Kum, Kannayao
Eastern	Bangkok	Phra Khanong , Bangna , Suan Luang , Pravet , Lad Krabang
	Samut Prakarn	Muang (Samut Prakan), Phra Pradaeng, Bang Phli, Bang Poo
Western	Bangkok	Taling Chan, Bang Kae (Petchkasem - North), Pasi Charoen (Petchkasem - North), Thawi - Watthana, Nong Khaem
	Nonthaburi	Bang Buathong, Bang Yai, Bang Yai, Bang Kruai, Sai noi
	Nakhon Pathom	Budhamonthon, Sam Phran
Southern	Bangkok	Rat Burana, Chom Thong, Bang Bon, Bang Khumthian, Thung Kru
	Samut Sakorn	Muang (Samut Sakorn), Krathum Baen
	Samut Prakarn	Phrasamut Ja Dee

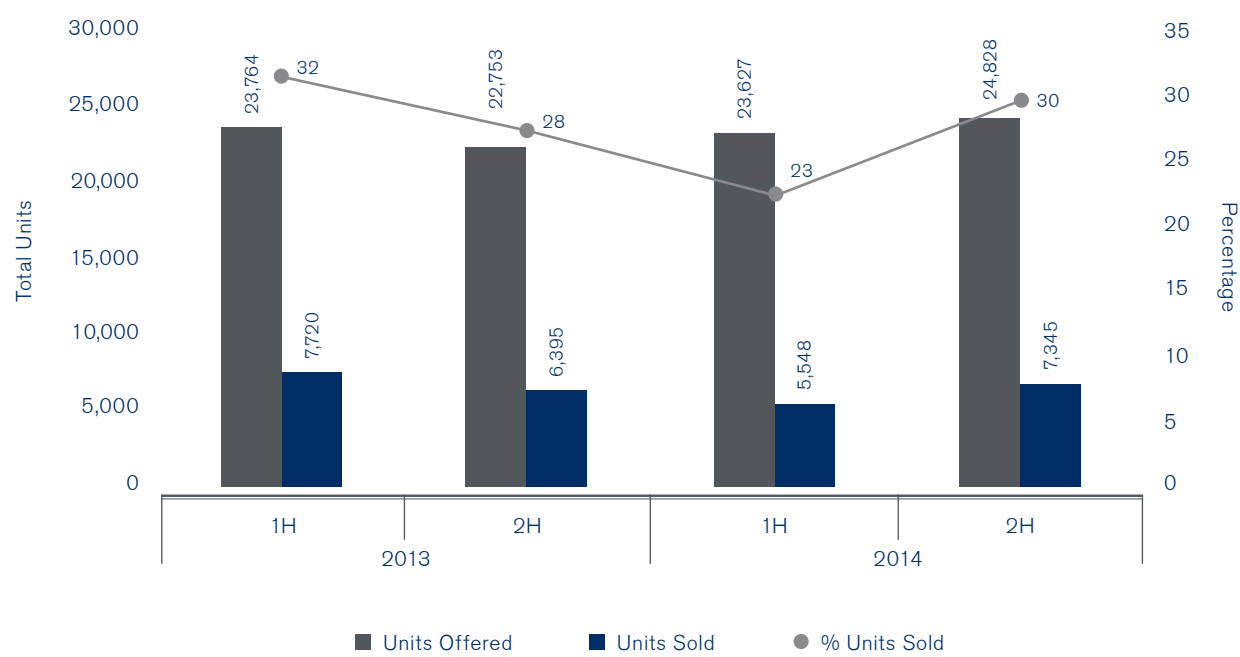
Situation of the Single-Detached House Market

The supply of single-detached houses in the latter half of 2014 amounted to 24,828 units, an increase of 5 percent compared to the first half of 2014 or a 9 percent increase compared to the same period of last year. The increase was due to the improving political situation, which has been favourably resolved. Moreover, there were several supporting factors including the government's investment projects, the interest rate that remained at low level, and the decreasing price of energy and fuel. Compared to the same period of last year, the housing supply in the second half of 2014 dropped in several areas, except in the Northern and Eastern areas, where the supply increased by 41 percent and 21 percent respectively.

In the second half of 2014, the number of units sold was 7,345 units, increasing by 32 percent from the first half of 2014 and by 15 percent from the same period of last year. The selling rate was at 30 percent, an increase of 7 percent from the first half of 2014 or 2 percent from the same period of last year, due to the higher consumers' confidence, as shown in Figure 1. Consequently,

the number of single-detached houses sold increased in most areas except in the Eastern and Western areas where there were significant growths of housing supply, to cope with the increasing demand in those areas during the previous years.

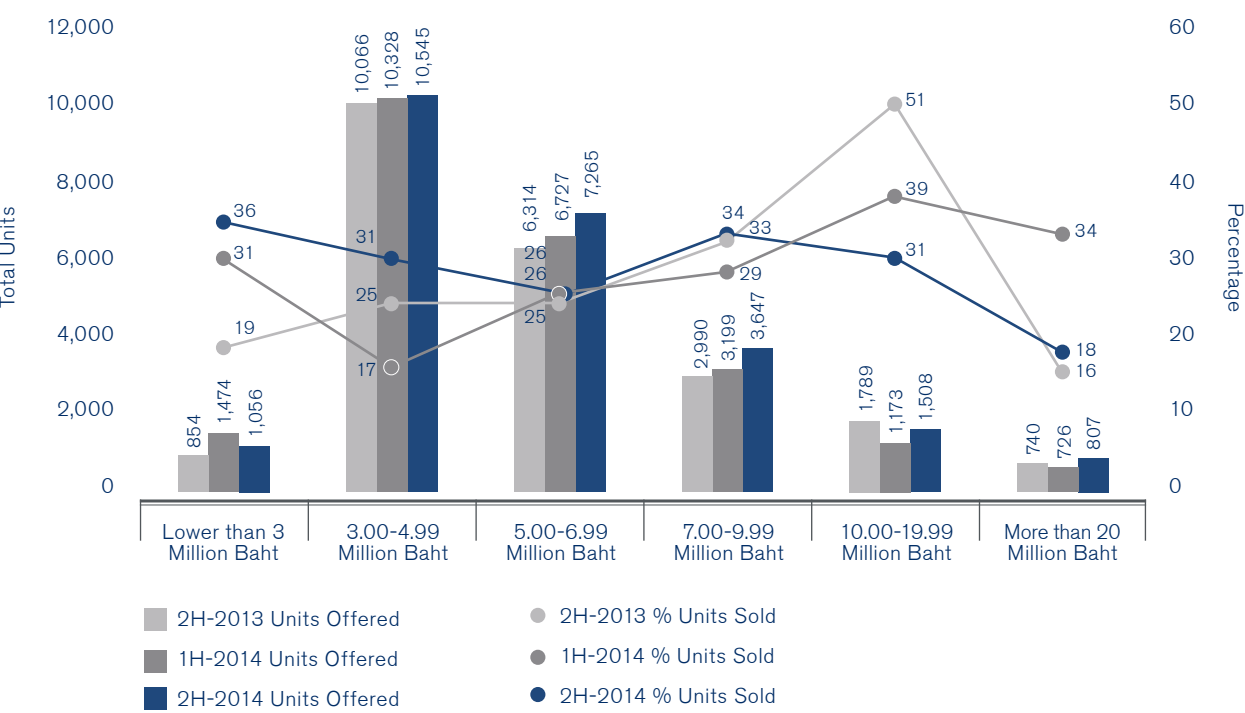
Figure 1: Total Units Offered, Total Units Sold, and Percentage of Units Sold in Single-Detached House Market



Source: Research & Development Department, Plus Property Co., Ltd.

In the second half of 2014, the number of units offered in most price ranges had increased, compared to the same period of last year. Single-detached houses with unit price range of 3.00 to 4.99 Million Baht dominated the market, with a total of 10,545 units offered while the number of units offered in the price range of 10.00 to 19.99 Million Baht per unit decreased by 16 percent due to the fewer launches of high-priced housing supply. Following the improving overall situation, the demand for medium- to low-priced houses had recovered. The number of units sold for most price ranges had increased, housing with unit price range of under 3 Million Baht increased the most, with a significant growth of 136 percent from the same period of last year. The single-detached houses with unit price range of 7.00 to 9.99 Million Baht and 3.00 to 4.99 Million Baht increased by 28 percent and 23 percent respectively. Nevertheless, the number of units sold of single-detached houses with unit price range of 10.00 to 19.99 Million Baht had declined by 48 percent, compared to the same period of last year. The decline was from the unusually high growth of units sold of housing in this price range in the latter half of 2013 as the consumers with strong financial position were less affected by the domestic problem. In addition, these customers had benefited from attractive sales promotions and discounts during the economic slowdown. Following the economic recovery, the selling rate of the high-priced houses returned to the normal rate, as shown in Figure 2.

Figure 2: Percentage of Units Sold and Units Offered of Single-Detached Houses in Bangkok and Vicinities by Price Levels



Source: Research & Development Department, Plus Property Co., Ltd.

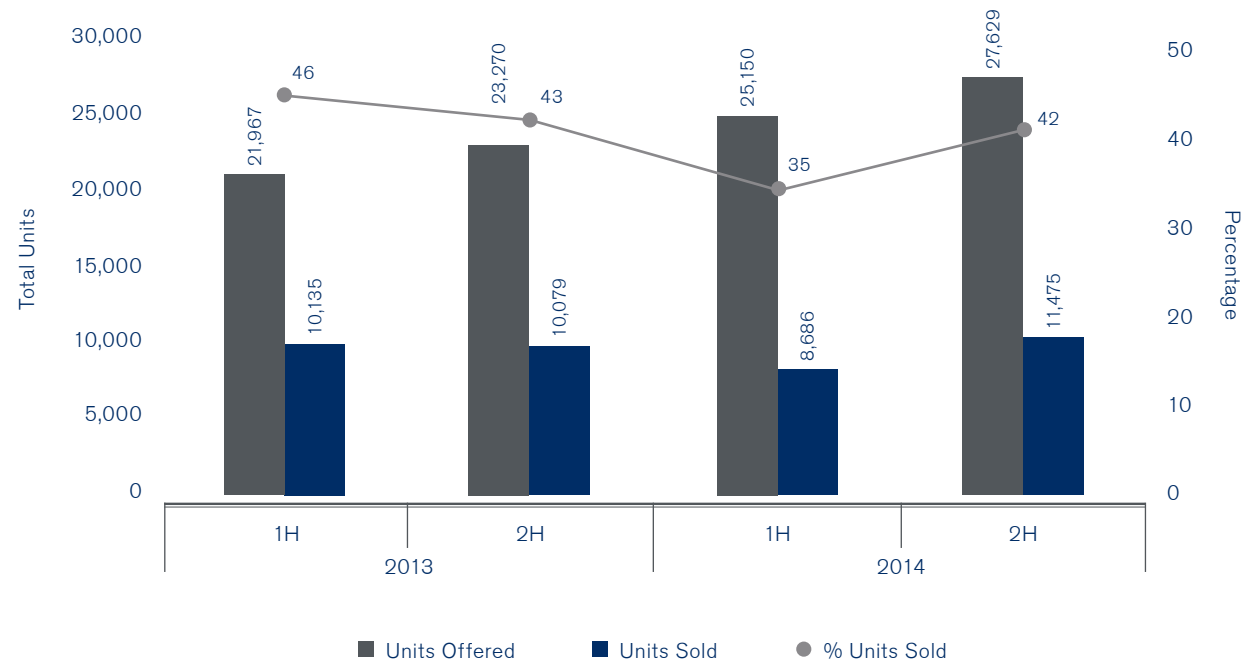
In the second half of 2014, the single-detached house market recovered owing to supporting factors including the improving political situation, the government's investment in infrastructure projects, the interest rate that remained constant, as well as the decreasing gas and fuel price. Consequently, there was an increase of housing supply in the market after some projects were postponed in the first half of 2014. Moreover, the single-detached house market had grown, driven by the housing purchases in the medium- and low-priced markets, which were the key markets. The expected absorption rate of the remaining supply of 17,483 units was approximately 14 to 16 months, depending on the economic stimulus policies in the future. It is expected that at least 6,000 new single-detached houses will be launched and there will be more investment in single-detached houses with unit price range of 3.00 to 3.99 Million Baht.

Situation of the Townhouse Market

In the second half of 2014, the townhouse supply amounted to 27,629 units, a 10 percent increase compared to the first half of 2014, and a 19 percent increase over the same period of last year. The increase was due to new project launches and new phase launches of existing projects in areas close to the BTS extension lines so as to support the new demand in the future. As a result, the supply of townhouses in the second half of 2014 increased in almost every area. The number of units offered in the Northern area increased the most, by 65 percent, while the housing supply in the Southern area had declined by 13 percent as the housing stock was sold out with a few number of new launches.

In the second half of 2014, the number of units sold of townhouses was 11,475 units, a 32 percent increase from the first half of the year, or a 14 percent increase from the same period of last year, as shown in Figure 3. The growth was due to the improving political situation and the supporting factors including the government's investment projects and the interest rate that kept constant at 2 percent to stimulate the economy. As a result, the number of units sold increased in most areas, with the highest of 73 percent increase in the Northern areas. However, the number of units sold in Western and Eastern areas had decreased by 36 percent and 7 percent respectively as the existing supply remained in the market did not match with the consumers' demands in those areas, especially the supply of townhouses with unit price range of lower than 3 Million Baht.

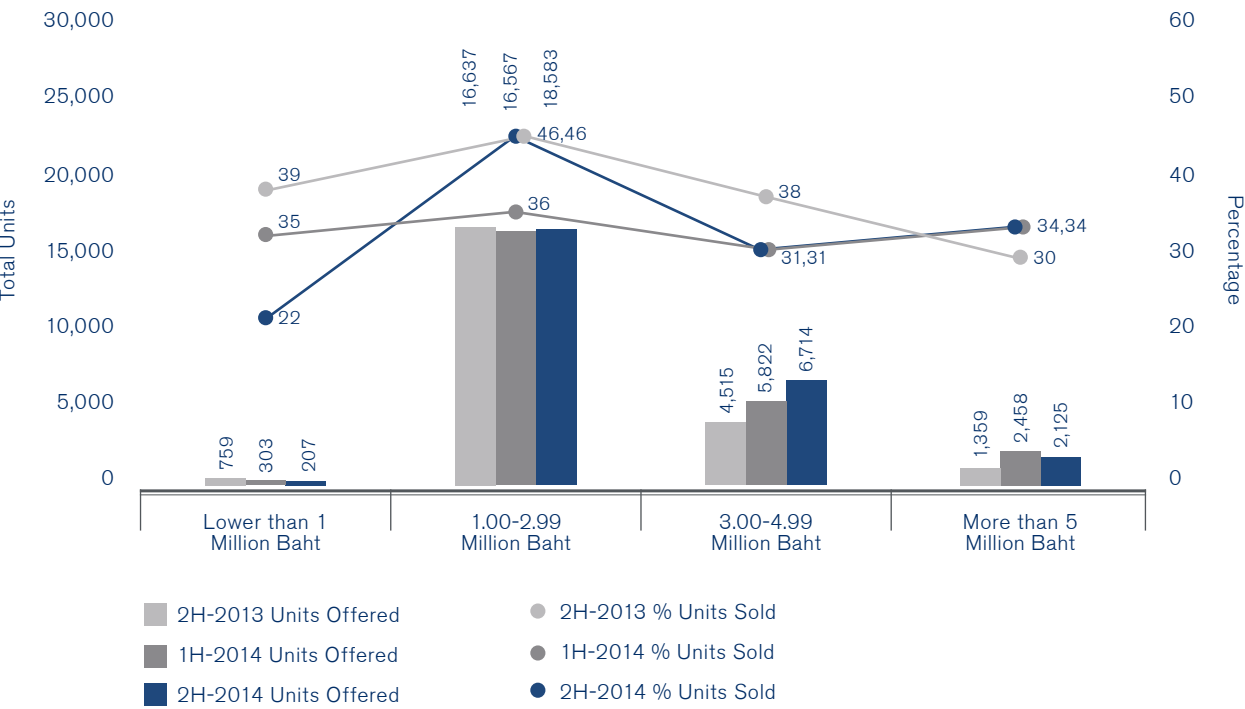
Figure 3: Total Units Offered, Total Units Sold, and Percentage of Units Sold of Townhouse Market



Source: Research & Development Department, Plus Property Co., Ltd.

Based on the number of units offered and the selling price range of the townhouse supply in the second half of 2014, townhouses with a unit price range of 1.00 to 2.99 Million Baht dominated the market with the supply of 18,583 units, and had the highest percentage of sold units of 46 percent of total units offered. Based on supply growth, the number of townhouses with a unit price range of more than 5 Million Baht increased the most, by 56 percent compared to the same period of last year while the supply of townhouses with a unit price range of lower than 1 Million Baht had decreased by 73 percent. The decrease in supply was due to the difficulties in developing low-priced townhouse projects as the land price was increasing, and the locations were quite far from the urban areas. Consequently, the number of units sold fell dramatically by 17 percent as the consumers in this price range were affected by the economic slowdown during the last year, as shown in Figure 4.

Figure 4: Percentage of Units Sold and Units Offered of Townhouses in Bangkok and Vicinities by Price Levels



Source: Research & Development Department, Plus Property Co., Ltd.

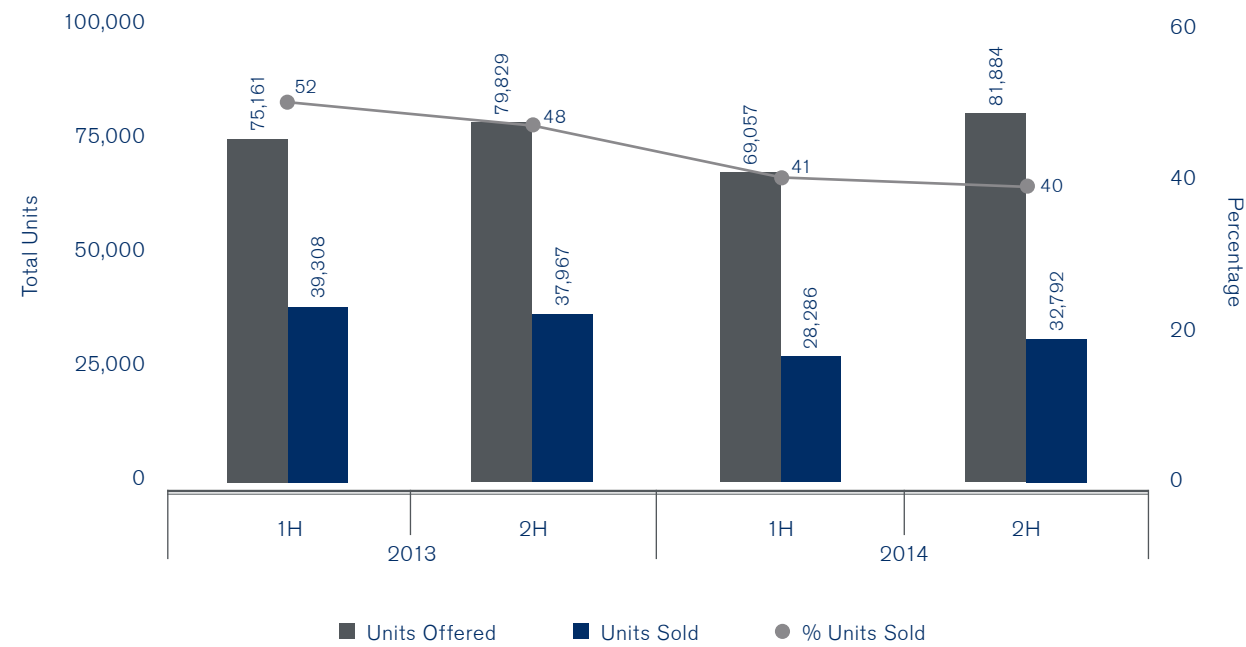
The townhouse market in the second half of 2014 improved as there were supporting factors from the government to stimulate the economy. The consumers' and developers' confidence had improved on account of recovering political stability. Nevertheless, townhouse market in some areas had slowed down due to the large numbers of housing stock in the market. The expected absorption rate for the existing supply of 16,000 townhouses was at 14 to 16 months with the forecast of 4,000 townhouse units to be launched in the first half of 2015.

Situation of the Condominium Market

In the second half of 2014, the supply of condominiums was 81,884 units, an increase of 19 percent or a 12,827 units from that of first half of the year, and 2,055 units or 3 percent increased compared to the same period of last year. The increase in supply was driven by the growth of new launches as well as the large numbers of existing units from the previous years. The supply of condominium in Minburi area and Bangsue area increased the most, by 95 percent and 65 percent respectively. However, compared to the same period of last year, the supply of condominium in Central Business District area (Ploenchit - Chidlom and Silom - Sathorn areas) and Sukhumvit area decreased the most, by 49 percent and 32 percent respectively due to limited land supply as well as the existing units in the market.

The total number of units sold in the second half of 2014 was 32,792 units, an increase of 4,506 units or 16 percent from the first half of the year, as shown in Figure 5. However, compared to the same period of last year, the sold units had decreased by 5,175 units or 14 percent due to the slow economic recovery and the high household debts. In this regard, the number of units sold was at 40 percent of total units offered, decreasing by 8 percent. Compared to the same period of last year, the number of units sold decreased in most of the areas except in Bangsue area where the number of units sold increased by 99 percent in accordance with the growing number of units offered near BTS extension lines.

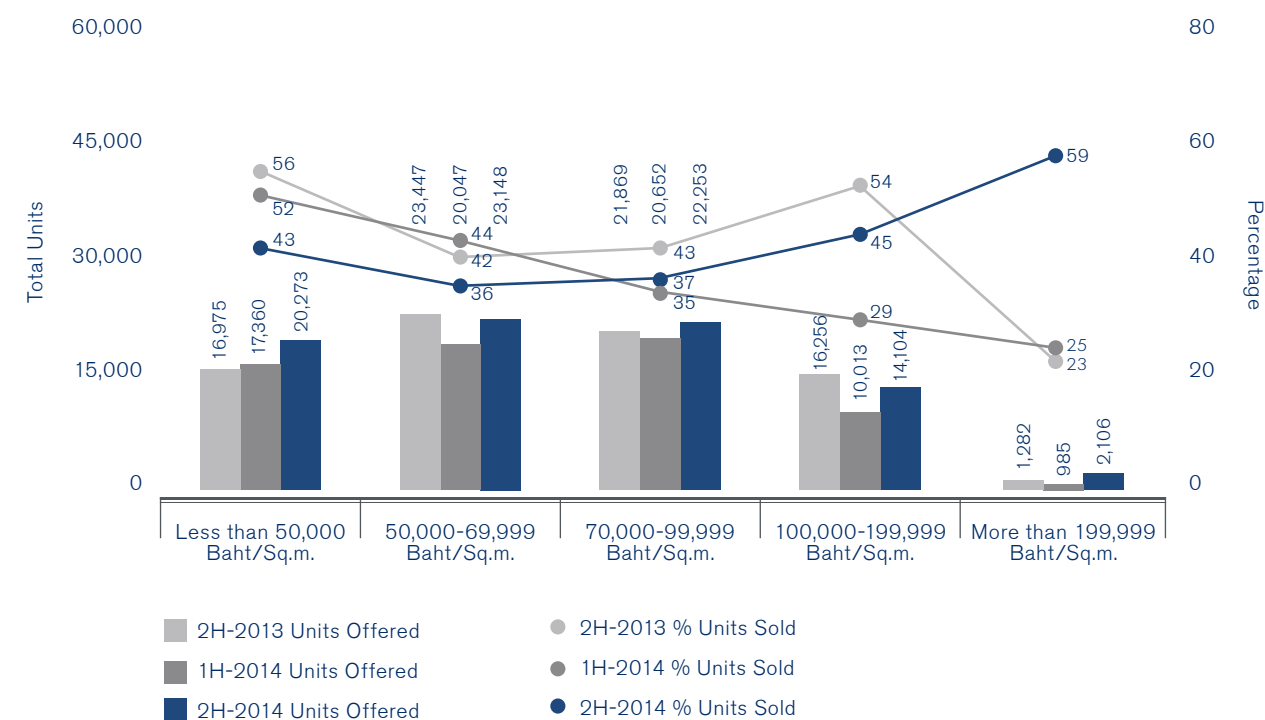
Figure 5: Total Units Offered, Total Units Sold, and Percentage of Units Sold in Condominium Market



Source: Research & Development Department, Plus Property Co., Ltd.

Based on the average selling price per square metre of condominiums in the second half of 2014, the condominium with price range of 50,000 to 69,999 Baht per square metre and 70,000 to 99,999 Baht per square metre dominated the market, accounted for 28 percent and 27 percent of the total units offered respectively, as shown in Figure 6. In addition, the supply of condominium with price range of more than 199,999 Baht per square metre increased the most by 64 percent due to the new supply of condominiums in the inner areas with good locations closed to BTS lines. Moreover, the number of units sold in this price range also increased the most, with a growth of 316 percent compared to the same period of last year as the target groups were career people with good financial position, investors and foreigners. In addition, the supply of condominium with price range of lower than 50,000 Baht per square metre increased dramatically by 19 percent due to the growing number of new supply in the outer areas along the BTS extension lines that targeted customers with medium to low income. In addition, the average price of the condominium was at 94,460 Baht per square metre, increased by 4 percent from the first half of 2014, or by 5 percent from the same period of last year.

Figure 6: Percentage of Units Sold and Units Offered of Condominiums in Bangkok and Vicinities by Price Levels



Source: Research & Development Department, Plus Property Co., Ltd.

The condominium market had recovered from the first half of the year, in terms of both the housing supply and units sold, due to the improving economic and political stability as well as the government's economic stimulus policies. The developers, therefore, were more confident and gradually launched more new projects in the latter half of the year, resulting in the 3 percent growth of condominium supply, compared to the same period of last year. The selling rate increased from that of the first half of 2014, but decreased from that of the same period of last year as the supply in 2013 was absorbed throughout the year. Moreover, the condominium market in 2014 had slowed down compared to the same period of last year, caused by the slow economic recovery and the high level of household debts. Nevertheless, it is expected that the condominium market in the first half of 2015 will grow due to several supporting factors including the government's infrastructure investment plan, the interest rate that kept constant at 2 percent that will help stimulating the economy, and the decreasing fuel price that will help increase consumers' purchasing power. In this regard, there are some risk factors including the high level of household debts and the large number of existing stock of 49,092 units in the market with the expected absorption rate of at least 10 months. The forecast of new launches during the first half of 2015 is over 35,000 units from 80 projects, which is the same rate as that of the second half of 2014.

PRODUCT PROCUREMENT

1. Selection of Locations for Project Development

Sansiri has a dedicated business development division that focuses on selecting locations for the company's project development. To select suitable locations for development, the division has to work closely with Sansiri's brokerage network and with Plus Property Company Limited (Plus), in addition to relying upon site surveys compiled by the business development team. For further convenience, Sansiri has increased channels to gain land information through its website "www.sansiri.com" and the company's call centre. The business development division, in cooperation with other departments, including government affairs, legal, finance, product development, project development and marketing department, analyses and studies the feasibility of project development at each location, as well as selecting suitable product types among single-detached houses, townhouses, condominiums and commercial buildings. The company's business development division, together with the legal and government affairs teams, undertakes feasibility studies covering matters such as building heights and set-back areas, while the product development and marketing teams select the product most suited for each particular plot of land and decide on the target customer group for that project. At this stage, the project development team completes a feasibility study on construction costs. Finally, in order to establish an accurate and realistic sales forecast, the business development team reviews relevant market information in consultation with the sales and marketing teams.

2. Procurement of Construction Materials

Sansiri has transparent and clear procedures for the procurement of construction materials to keep purchasing prices and high quality standards aligned. The bidding process to procure construction materials allows Sansiri to compare price versus quality. Sansiri also gains economies of scale by consolidating volume and negotiating in bulk with manufacturers. Construction material price volatility has been mitigated by assigning specific teams to closely monitor key construction material price changes and preset the delivery prices of necessary material. Sansiri copes with the fluctuation in construction material prices for single-detached house and townhouse projects by purchasing the materials directly from manufacturers, which accounts for approximately 40 to 45 percent of the total project construction costs. Sansiri also purchases some materials for condominium projects on a lump sum amount and enjoys the benefits from economies of scales, and mitigates the risk of increasing material costs through turnkey construction contracts with contractors. Moreover, Sansiri also highly emphasises the quality control of the construction by maintaining standards through selected and preferred vendors. In order to assess suppliers, Sansiri considers a number of criteria including price competitiveness and production capacity, as well as the capability to source raw materials and ensure the timely delivery of construction materials. Sansiri regularly updates the qualified supplier list by closely monitoring and evaluating the timely delivery of every supplier on a semi-annual basis, in order to ensure that they maintain their services according to Sansiri's predetermined standards. To guarantee the high standards of suppliers, additional incentives are given to those who have performed exceptionally.

3. Selection of Contractors

The ability to procure the services of first-rate and trustworthy contractors is important in the real estate business. Sansiri selects contractors based on their specifications, in conjunction with their construction capability in ensuring timely construction and ability to operate within Sansiri's budgetary and standards criteria. Utilising small contractors for single-detached house and townhouse projects provide more flexibility in managing the construction plan and coping with changes that may occur. For condominium projects, Sansiri uses turnkey construction contracts with contractors for cost control. Furthermore, Sansiri closely monitors and meticulously inspects to ensure construction is of a high quality and completed within schedule. Currently, Sansiri is able to coordinate its construction requirements through more than 70 medium and large scale contractors.

4. Construction Technology

Precast technology, a construction technology in which precast concretes including walls and finished parts produced at a precast factory are transported and assembled at the construction site, becomes popular among the property developers as the quality of the precast concrete production can be controlled, the construction period is shortened, and the reliance on skilled labours is lessened. Moreover, precast technology enables Sansiri to better respond to the business growth in the future.

Sansiri's Precast Factory, started its operation since 2012, is operated under the Semi-Automated Carousel System, which is the latest production technology from Germany. Each station of the production line is controlled by the computer system with the use of Shuttering Robot Technology to give accuracy to the size of the precast concretes, as well as to shorten the production time. In 2014, Sansiri invested in the second phase of precast factory in order to complement existing production and reduce the reliance on suppliers. The production quality can be controlled and standardised, and the transportation and installation under the Just In Time (JIT) system can be improved. In addition, in 2015, the second phase of the precast factory will support the production of precast concrete wall panel used for condominium as well. Sansiri strictly controls every step of the production process to ensure the quality and the standard of every finished part.

With modern production technology and management, Sansiri is able to shorten the construction period, reduce reliance on skilled labour, and have better cost control while maintaining its strength in the unique design of each project.

5. Environmental Impacts

Developing a housing project may have an adverse impact on the environment. A project's waste water drainage in particular, may pollute public water sources if there is an ineffective and unstandardised wastewater treatment. In order to prevent this, Sansiri has set up a waste water disposal system in each housing unit, so that waste water from each housing unit will pass through the waste water treatment process before being drained into public water sources.

RISK FACTORS

1. Land Acquisition

Sansiri obtains high potential land plots for project development of single-detached houses, townhouses and condominiums at reasonable prices. For the past few years, the company has been expanding through introduction of new products and increased coverage in new provinces in order to stand in good stead for entry into the Asean Economic Community (AEC). These include locations in Chiang Mai, Phitsanulok, Chonburi, Khon Kaen, Udon Thani, Nakhon Ratchasima, Surat Thani, Phuket, Songkhla (Hat Yai) District, amongst others. For condominium projects, Sansiri generally selects mid-city locations near key business areas, mainly close to the BTS Sky train, MRT subway lines and high speed trains, in areas where extensions of transit lines have already been approved and construction has commenced. Sansiri also acquires land plots close to the local community and in other major cities. For single-detached house and townhouse projects, Sansiri selects locations with easy access to the heart of the city and close to office areas.

Nevertheless, searching for land in Bangkok and other provinces faces the risk of not acquiring prime locations for developing projects. This has been mitigated through an extensive network of both individual brokers and brokerage firms covering all areas, and local brokers with in-depth market insight. There are similarly two more channels for land sourcing, notably through the company's website, "www.sansiri.com" and the "1685" Call Centre. Furthermore, Sansiri has a wholly-owned subsidiary named "Plus Property Company Limited" (Plus) which operates brokerage services, property management and conducts research on the property market. Plus also has a valuable real estate database, with property information and market movements which effectively provides market intelligence for Sansiri.

2. Pre-Selling Condominiums

Selling condominiums before commencing construction not only reduces market risk, while giving Sansiri more flexibility in developing products to cope with changing market conditions. It also provides Sansiri with working capital. Nevertheless, pre-selling of condominiums bears the risk of unexpected construction costs that cannot be passed on to buyers, as sales prices have already been finalised. Therefore, lower gross profit is an inevitable consequence of higher construction costs. Sansiri has mitigated the risks by negotiating turnkey construction contracts, enabling Sansiri to control construction costs more effectively and to protect profits from the uncertainties of rising construction material costs.

In 2014, Sansiri adopted the strategy of selling only condominium projects with Environmental Impact Assessment (EIA) approval to better control construction costs and to ensure the delivery as committed to customers. The construction of condominium projects normally lasts 12 to 24 months. It is the responsibility of Sansiri to ensure timely construction progress, as well as project completion and delivery to customers as scheduled. Sansiri has many years of considerable skill and experience in condominium construction and always works closely with contractors;

therefore, problems of this sort can be handled smoothly. Consequently, project construction has always been completed on time.

In addition, pre-selling condominiums requires down payment and installments. In this regard, there is a risk that some customers may forfeit their deposits and may not transfer the ownership as agreed. Sansiri has mitigated this risk by increasing the down payment to 10 to 30 percent of sold price to decrease the chance that the customers may cancel the transfer of ownership. In addition, there is an effective installment collection process and system. The company's Customer Relations Department follows up on installment payments with customers continuously, and keeps executives informed so that action on sudden defaults are swiftly addressed and Sansiri's collection system is applied effectively. For example, the Customer Relations Department will issue a warning letter to customers if they have not paid installments for 3 months. In such cases, the unit will be taken back and resold so that Sansiri will not lose the opportunity to sell the unit in time to meet the planned transfer schedule. In addition, Sansiri also conducts an in-depth research to develop condominium projects suitable for each customer group, as well as initiating attractive sales promotions prior to construction completion to stimulate the sales.

3. Fluctuation in Construction Material Prices

In 2014, the price index of construction materials increased slightly by 0.7 percent from 2013 (Source: Bureau of Trade and Economic Indices, Ministry of Commerce). Compared to last year, the price of concrete ingredient increased the most mainly due to the increase in price of raw materials including sand and stone. Moreover, the demand for construction materials increased sharply to support the government's infrastructure projects and the property developers' housing projects, both along the BTS lines in Bangkok and in other major cities such as Chiang Mai, Nakhon Ratchasima, Khon Kaen, Phuket, etc. These construction materials are the key components for project development, thus the construction material price volatility will directly impact the cost of project development.

Sansiri is aware of construction material price volatility risk and has carefully planned to mitigate such risk by purchasing directly from manufacturers through a bidding process and pre-agreeing delivery prices, as well as sourcing more trade partners to support the expansion of new projects. In this regard, Sansiri has focused on increasing its bargaining power and negotiating deeper discounts on large volume purchases for several projects under construction. Direct procurement of some construction materials for single-detached house and townhouse projects, such as pile, roof tiles, and aluminum, has increased to 45 percent of total construction cost. For condominium project development, direct procurement has been used for several items such as tiles, sanitary ware, kitchen ware, and air conditioners. In addition, Sansiri also mitigated the risk of higher material cost of condominium projects through turnkey construction contracts with contractors, resulting in better cost and quality control.

Special units have been established to closely monitor and to promptly react when the price of major construction material categories change. These responses include, but are not limited to, re-negotiating future contract prices with manufacturers or contractors when the construction material price significantly decreases. Sansiri usually receives good cooperation from manufacturers or contractors due to its status as a valuable and reputable business partner with long-standing experience in the real estate business.

In order to select qualified suppliers, Sansiri considers not only the competitive price and production capacity but also the sourcing capability to ensure the timely delivery of construction materials. Sansiri regularly updates its qualified supplier lists by closely monitoring and evaluating the performance of every supplier on a semi-annual basis as well as giving awards to those suppliers with best performance in order to motivate them to continuously deliver high quality work to Sansiri.

4. A Shortage of Contractors

Sansiri and its subsidiaries have successfully launched housing projects in various locations, leading to several active projects in progress. Sansiri has the risk of contractor and skilled labour shortages, which may result in construction quality not aligning with Sansiri's high standards. However, Sansiri mitigates the risk by establishing strong relationships with a group of contractors to create a valuable database and finding alternatives for construction. In addition to the conventional construction, Sansiri has adopted the precast construction technology since 2011. Some wall and finished parts were produced from precast factories, helping Sansiri reduce its dependence on skilled labour. Besides, Sansiri tends to increase the proportion of precast construction systems applied in single-detached house and townhouse projects. In 2014, Sansiri invested in the second phase of its precast factory in order to complement existing production by producing elements such as planks and staircases, enabling Sansiri to extend precast construction to condominium projects. As a result, Sansiri was able to lessen the dependence on contractors and skilled labours as well as to support the development of new projects in the future.

Following the preliminary selection process, Sansiri evaluates construction capabilities to ensure reliable and timely construction. Having several small contractors for a single project often provides more flexibility but also introduces some difficulties in coordination with the associated risk of delay or defective construction delivery. Given such risks, Sansiri closely monitors and meticulously inspects via the company's Quality Control Department to ensure the high standard of every housing project. Relying on its efficient operational system and transparent selection process, Sansiri currently has a list of more than 70 qualified contractors, ranging from medium to large, which helps reinforce the company's development progress and growth.

Similar to previous years, Sansiri held the annual QC Award ceremony in 2014 to motivate contractors to deliver high quality and timely construction. The award-winning contractor will receive certain privileges, such as a reduction in retention amounts.

5. Unsold Units

Sansiri plans construction progress based on sales forecasts, which are regularly updated by the sales and marketing team. However, the economic slowdown could lead to decreasing sales and temporary unsold housing stock. Sansiri has reduced this inventory risk through efficient inventory management. To enhance the ability to cope with the changing environment, single-detached house and townhouse projects have been phased with both pre-built houses and semi pre-built houses available for sale. Consequently, Sansiri is able to adjust construction plans to correspond to softer housing demand, as well as to modify subsequent project phases that satisfy consumer preferences and affordability.

For condominium projects, Sansiri steadfastly conducts in-depth research on consumer behavior before launching any projects, along with creating attractive sales promotions to stimulate sales transactions.

6. A Change in Interest Rate and Accessibility to Sources of Funds

Sansiri has earned a reputation as the leading property developer with a strong track record in achieving its planned quantity of high presales, as well as exceeding targets in a number of housing projects. This has resulted in an established credibility among the financial institution community and consequent continual financial support. Moreover, Sansiri has established strong relationships with various commercial banks and always negotiated to achieve competitive prices on project-financing loans. All current projects are secured by project-financing loans and other credit facilities made available by domestic financial institutions.

In 2014, interest rates remained unchanged from the previous year, causing no risk on the increasing cost of funding. Nevertheless, Sansiri had issued fixed rate unsecured debentures in the past several years in which the placements were successful and well-received by customers, thus providing alternative sources of funding for Sansiri’s future project development and mitigating the risk of higher interest rate in the future.

7. Environmental Impact Assessment (EIA) Report Approval

There are several housing projects that require Sansiri and its subsidiaries to provide an environment impact assessment report prior to receiving permission from the Environmental Impact Evaluation Bureau within the Ministry of Natural Resources and Environment. In this regard, Sansiri has worked closely with professional consultancy companies, registered with the Ministry of Natural Resources and Environment in order to prepare EIA reports in compliance with rules and regulations under National Environmental Quality Act (NEQA) of 1992. Housing projects requiring EIA approvals are condominium projects with more than 79 units, while single-detached houses and townhouse projects are not required to get EIA approval.

Sansiri and its subsidiaries fully comply with EIA rules and regulations for all housing projects which require approval from the Environmental Impact Evaluation Bureau. In this regard, Sansiri and its subsidiaries work closely with contractors to ensure that construction is carried out pursuant to the specifications approved by EIA committee to prevent controversy, claims and litigations, and thus no additional environmental investment is required. Sansiri closely monitors the progress and procedures for all housing projects, to ensure that the company is in compliance with all rules, and approval is obtained from the Environmental Impact Evaluation Bureau as scheduled.

8. Upcountry Market Expansion

In 2014, Sansiri had decreased its expansion to upcountry markets after launching several projects in provincial areas since 2012. In 2014, Sansiri had launched new single-detached house project following the condominium projects, as planned. However, Sansiri still faced several market risks in expansion to upcountry areas due to unique lifestyle, needs, and preferences of local customer groups. Those market risks involved the differences in housing demand, customer preferences, and brand recognition of local customer in each area. In addition, laws and regulations in different areas varied as well. To mitigate the risks and to reach customers in the new areas, Sansiri has continuously conducted in-depth market research before launching new projects. Sansiri also focuses on the standard, quality, and location of every residential project, as well as effective marketing strategies. The market expansion to upcountry area in 2014, therefore, received good feedback from customers, both in Bangkok and local areas. Sansiri now aims to expand and cover more markets and major cities in other regions of Thailand.

GENERAL INFORMATION AND OTHER SIGNIFICANT INFORMATION

General Information

Company Name	Sansiri Public Company Limited
Security Symbol	SIRI
Type of Business	Property Development
Head Office Address	475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400
Registration Number	0107538000665
Established	Since 1984
Registered Capital	As at 31 December 2014, the Company's registered capital was 19,823,634,538.57 Baht consisting of 18,526,761,251 ordinary shares at the par value of 1.07 Baht
Paid-up Capital	As at 31 December 2014, the Company's paid-up capital was 14,581,886,194.61 Baht, with issued and paid-up capital 13,627,931,023 ordinary shares
Telephone Number	(662) 201-3905, (662) 201-3906
Facsimile	(662) 201-3904
Home Page	www.sansiri.com

The Company's subsidiaries are as follows:

(As of 31 December 2014)

Company / Head Office Address	Type of Business	Paid-up Capital	% of Share Holding
Subsidiaries in which Sansiri directly holds shares			
Chanachai Limited 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development	90,000,000 Baht divided into 90,000 ordinary shares with a par value of 1,000 Baht each	100
Arnawat Limited 12 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 306-8000 Fax. (662) 306-8029	Property Development	10,000,000 Baht divided into 1,000,000 ordinary shares with a par value of 10 Baht each	100
Piwattana Limited 10 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 306-8000 Fax. (662) 306-8029	Property Development	100,000,000 Baht divided into 10,000,000 ordinary shares with a par value of 10 Baht each	100
Red Lotus Properties Limited 16 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development	20,000,000 Baht divided into 2,000,000 ordinary shares with a par value of 10 Baht each	100

(As of 31 December 2014)

Company / Head Office Address	Type of Business	Paid-up Capital	% of Share Holding
Subsidiaries in which Sansiri directly holds shares			
<u>Sansiri Venture Co., Ltd.</u> 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development	3,000,000 Baht divided into 300,000 ordinary shares with a par value of 10 Baht each	100
<u>S.U.N. Management Co., Ltd.</u> 16 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development	10,000,000 Baht divided into 1,000,000 ordinary shares with a par value of 10 Baht each	100
<u>Papanan Limited</u> 12 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development	20,000,000 Baht divided into 2,000,000 ordinary shares with a par value of 10 Baht each	100
<u>Plus Property Co., Ltd.</u> 10 th Floor, 163 Rajchapark Building, Sukhumvit 21 (Asoke), North Klongtoey Sub-district, Wattana District, Bangkok 10110 Tel. (662) 661-7555 Fax. (662) 661-6633	Property Development, Brokerage, Sales Management, Property Management	600,000,000 Baht divided into 60,000,000 ordinary shares with a par value of 10 Baht each	100

(As of 31 December 2014)

Company / Head Office Address	Type of Business	Paid-up Capital	% of Share Holding
Subsidiaries in which Sansiri directly holds shares			
<u>Plus Property Space Co., Ltd.</u> 12 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development and Hotel Business	2,500,000 Baht divided into 250,000 ordinary shares with a par value of 10 Baht each	100
<u>NED Management Co., Ltd.</u> (formerly named “National Education Development Co., Ltd.”) 12 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Educational Business named “Satit Pattana School” and Property Development	40,000,000 Baht divided into 400,000 ordinary shares with a par value of 100 Baht each	100
<u>Satit Pattana Personnel Center Limited</u> 380 Panya-Indra Road, West Samwa Sub-district, Klong Samwa District, Bangkok 10510 Tel. (662) 915-5390-2 Fax. (662) 915-5501	Consultancy and Advisory Services Pertaining to Business Administration	1,000,000 Baht divided into 100,000 ordinary shares with a par value of 10 Baht each	100
<u>Pacific Challenge Holding Co., Ltd.</u> 6 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3922 Fax. (662) 201-3992	Property Development	2,500,000 Baht divided into 250,000 ordinary shares with a par value of 10 Baht each	85

(As of 31 December 2014)

Company / Head Office Address	Type of Business	Paid-up Capital	% of Share Holding
Subsidiaries in which Sansiri directly holds shares			
<u>BTS Sansiri Holding One Limited</u> (It has been incorporated on 19 December 2014) 8 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Property Development	100,000,000 Baht divided into 1,000,000 ordinary shares with a par value of 100 Baht each	50
Subsidiaries in which Sansiri indirectly holds shares through Plus Property Co., Ltd.			
<u>QT Lifestyle Limited</u> (formerly named "Sansiri Land Limited", change of name became effective on 1 September 2014) 11 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Individual and corporate lifestyle concierge service	1,000,000 Baht divided into 100,000 ordinary shares with a par value of 10 Baht each	100
<u>Touch Property Co., Ltd.</u> 14 th Floor, 163 Rajchapark Building, Sukhumvit 21 (Asoke), North Klongtoey Sub-district, Wattana District, Bangkok 10110 Tel. (662) 661-7333 Fax. (662) 661-7893	Building Inspection	5,000,000 Baht divided into 500,000 ordinary shares with a par value of 10 Baht each	100
<u>Plus Property Venture Co., Ltd.</u> 16 th Floor, 163 Rajchapark Building, Sukhumvit 21 (Asoke), North Klongtoey Sub-district, Wattana District, Bangkok 10110 Tel. (662) 661-7555 Fax. (662) 661-6633	Property Development	10,000,000 Baht divided into 1,000,000 ordinary shares with a par value of 10 Baht each	100

(As of 31 December 2014)

Company / Head Office Address	Type of Business	Paid-up Capital	% of Share Holding
Subsidiaries in which Sansiri indirectly holds shares through Plus Property Co., Ltd.			
<u>QEW (Thailand) Company Limited</u> (It has been incorporated on 19 December 2014) 11 th Floor, 475 Siripinyo Building, Sri Ayutthaya Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 Tel. (662) 201-3905-6 Fax. (662) 201-3904	Events management and full wedding planning services in Thailand and worldwide	4,000,000 Baht divided into 40,000 ordinary shares with a par value of 100 Baht each	70
Subsidiaries in overseas countries in which Sansiri directly holds shares			
<u>Sansiri Global Investment Pte. Ltd.</u> (Registered in Singapore) 3 PHILLIP STREET #18-00 COMMERCE POINT SINGAPORE (048693)	Holding Company	50,000 Singapore Dollars divided into 50,000 ordinary shares	100
Subsidiaries in overseas countries in which Sansiri indirectly holds shares through Sansiri Global Investment Pte. Ltd.			
<u>Sansiri Guernsey (2009) Limited</u> (Registered in Guernsey) La Tonnelle House Les Banques St Sampson GUERNSEY GY1 3HS	Real Estate Development for Sale and Lease in United Kingdom	10,000 Pound divided into 10,000 ordinary shares	100

Other References

1. Securities Registrar

Thailand Securities Depository Co., Ltd.

62 The Stock Exchange of Thailand Building,
Rachadapisek Road, Klongtoey, Bangkok 10110, Thailand
Telephone : (662) 229-2800
Facsimile : (662) 359-1259
TSD Call center : (662) 229-2888
E-mail : TSDCallCenter@set.or.th
Website : <http://www.tsd.co.th>

2. Debenture Registrar

Siam Commercial Bank Public Company Limited

1060 Phetchaburi Road, Makkasan Sub-district,
Rajthevi District, Bangkok 10400, Thailand
Telephone : (662) 256-2323-6
Facsimile : (662) 256-2406

Debentures under this debenture registrar consist of

- Unsecured Debenture of Sansiri Public Company Limited No. 2/2010 Due 2017
- Unsecured Debenture of Sansiri Public Company Limited No. 1/2011 Due 2016
- Unsecured Debenture of Sansiri Public Company Limited No. 1/2012 Due 2015
- Unsecured Debenture of Sansiri Public Company Limited No. 2/2012 Due 2015
- Unsecured Debenture of Sansiri Public Company Limited No. 1/2013 Due 2018
- Unsecured Debenture of Sansiri Public Company Limited No. 4/2013 Due 2019

Bangkok Bank Public Company Limited

333 Silom Road, Bang Rak District, Bangkok 10500, Thailand
Telephone : (662) 230-1893
Facsimile : (662) 626-4545-6

Debenture under this debenture registrar consists of

- Unsecured Debenture of Sansiri Public Company Limited No. 2/2013 Due 2018

Kasikornbank Public Company Limited

400/22 Phaholyothin Road, Sam Sen Nai Sub-district,
Payathai District, Bangkok 10400, Thailand
Telephone : (662) 470-1994
Facsimile : (662) 470-1998

Debentures under this debenture registrar consist of

- Unsecured Debenture of Sansiri Public Company Limited No. 2/2011 Due 2016
- Unsecured Debenture of Sansiri Public Company Limited No. 3/2013 Due 2018

3. Debenture Holders' Representative

TMB Bank Public Company Limited

3000 Phaholyothin Road, Chom Phon Sub-district,
Chatuchak District, Bangkok 10900, Thailand
Telephone : (662) 299-2807
Facsimile : (662) 299-1278

Debentures under this debenture holders' representative consist of

- Unsecured Debenture of Sansiri Public Company Limited No. 1/2011 Due 2016
- Unsecured Debenture of Sansiri Public Company Limited No. 2/2011 Due 2016
- Unsecured Debenture of Sansiri Public Company Limited No. 1/2012 Due 2015
- Unsecured Debenture of Sansiri Public Company Limited No. 2/2012 Due 2015
- Unsecured Debenture of Sansiri Public Company Limited No. 1/2013 Due 2018
- Unsecured Debenture of Sansiri Public Company Limited No. 2/2013 Due 2018
- Unsecured Debenture of Sansiri Public Company Limited No. 3/2013 Due 2018
- Unsecured Debenture of Sansiri Public Company Limited No. 4/2013 Due 2019

4. The Auditor

EY Office Limited (Formerly known as Ernst & Young Office Limited)
33rd Floor, 193/136-137, Lake Rajada Office Complex,
Rachadapisek Road, Klongtoey, Bangkok 10110, Thailand
Telephone : (662) 264-0777
Facsimile : (662) 264-0790

Other Significant Information

-None-

SHAREHOLDERS

The ten largest shareholders according to the latest registry of shareholders on 10 November 2014 (the date of the registration for the change of paid-up capital results from the offering of the newly issued ordinary shares to the existing shareholders in proportion of their shareholdings), are as follows:

No.	Major Shareholders	Number of Shares	Proportion of shareholding Percentage of paid-up capital*
1	Thai NVDR Co., Ltd. ^{1/}	875,593,907	6.43
2	Viriyah Insurance Public Company Limited	865,415,373	6.35
3	UBS AG Singapore Branch	537,898,435	3.95
4	Chase Nominees Limited 47	353,696,000	2.60
5	Mr. Wanchak Buranasiri	345,469,201	2.54
6	Mr. Wanchai Panwichien	300,000,000	2.20
7	Chase Nominees Limited 50	277,405,666	2.04
8	Miss Chayapa Chutrakul	274,449,520	2.01
9	Mrs. Worapan Juengsuppaisan	243,236,745	1.79
10	N.C.B. Trust Limited-Pohjola Bank PLC Client A/C EUR	253,333,333	1.86
Total		4,326,498,180	31.75

*As of 10 November 2014, the Company has the paid-up capital of 14,580,019,387.01 Baht divided into 13,626,186,343 ordinary shares at a par value of 1.07 Baht each.

Remark:

^{1/} Thai NVDR Co., Ltd., a wholly owned subsidiary of the SET, is responsible for executing the purchase or sale of those listed Company shares whose investors wish to trade through NVDRs. This service is offered to all, irrespective of the number of securities held or the holder's nationality. NVDR holders receive the same full financial benefits as they would receive by investment directly in shares (i.e. dividends, rights, and warrants). However, there are no voting rights for NVDR holders except in motions involving delisting. The investor can find the report of investment in securities of Thai NVDR Co., Ltd. at www.set.or.th/nvdr/, that shown the proportion of investment as at the end of the working day prior to the date on which the investor's checking.

DIVIDEND PAYMENT POLICY

The Company's dividend policy is to pay dividends at a rate of approximately 50 percent of its consolidated net income, after deduction of all reserves as required by law and the Company. However, the dividend payment shall conform to the law and the Articles of Association of the Company, as well as being subject to the Company and its affiliates' cash flow and investment plans, including justifications and other future considerations as deemed appropriate.

As for the dividend policy of the Company's subsidiaries, the Company does not set any particular rate of dividend payment. The dividend policy is dependent on the operational results of each individual subsidiary, and the Board of Directors of that subsidiary will make decisions concerning dividends on a case-by-case basis.

MANAGEMENT STRUCTURE

The Board of Directors

As of 31 December 2014, the Company has ten directors, comprised of seven non-executive directors (five of which are independent directors), and three executive directors. Their names, directorship and meeting attendant information in the previous year were listed as below:

The Name of Directors		Position	Board of Directors Meeting	
			Total Meetings Held	Total Meeting Attendance
1. Mr. Kovit	Poshyananda	Chairman of the Board and Independent Director	12	12
2. Mr. Apichart	Chutrakul	Vice-Chairman	12	12
3. Mr. Mana	Noppun	Independent Director Chairman of the Audit Committee and Chairman of the Compensation Committee	12	12
4. Mr. Jesadavat	Priebjrivat	Independent Director Member of the Audit Committee and Member of the Compensation Committee	12	11
5. Mr. Srettha	Thavisin	Director	12	12
6. Mr. Wanchak	Buranasiri	Director	12	12
7. Mr. Kriengkrai	Thiennukul	Director	12	8
8. Mr. Thongchai	Jira-alongkorn	Director	12	12
9. Mr. Porntat	Amatavivadhana	Independent Director and Member of the Compensation Committee	12	12
10.Mr. Supanit	Chaiyawat ^{1/}	Independent Director and Member of the Audit Committee	2	2

^{1/} Mr. Supanit Chaiyawat was appointed as a director of the Company effective from 15 October 2014 (to substitute for Mr. Wirat Uanarumit). There were ten board meetings held before his appointment date.

Authorised Directors as the Company's Signatory

The Company's directors whose signatures binding the Company shall be Mr. Apichart Chutrakul, Mr. Srettha Thavisin, Mr. Wanchak Buranasiri, two authorised directors shall jointly sign with the Company's seal affixed. (Details are provided in the Company's Affidavit as registered to Department of Business Development, Ministry of Commerce).

Management Team

On 31 December 2014, the Company's Management Team has twenty-six members, as their names are shown in the organisation structure and in accordance with the definition stipulated in the notification of The Securities and Exchange Commission, namely:

The Name of Management		Position
1. Mr. Apichart	Chutrakul	Chief Executive Officer
2. Mr. Srettha	Thavisin	President
3. Mr. Wanchak	Buranasiri	Chief Operating Officer
4. Mr. Thalin	Aeimitiwat	Senior Executive Vice President - Accounting Department
5. Mr. Uthai	Uthaisangsuk	Senior Executive Vice President - Business Development and Project Development Division (High Rise) and Marketing Communication Division
6. Mr. Metha	Angwatanapanich	Senior Executive Vice President - Business Development and Project Development Division (Low Rise)
7. Mr. Nopporn	Boonthanom	General Counsel - Legal Office
8. Mr. Manu	Trakulwattanakit	Executive Vice President - Project Management and Marketing Department (Low Rise 3) Executive Vice President - Product Development Department (Low Rise) Executive Vice President - Production Cost Management Department Executive Vice President - Design Solution Department
9. Mr. Suriya	Wannabuit	Executive Vice President - Project Management and Marketing Department (Piwattana) (Low Rise 4) Executive Vice President - Project Management and Marketing Department (Low Rise 5) Executive Vice President - Project Management and Marketing Department (Low Rise 6) Executive Vice President - Precast Factory

The Name of Management		Position
10. Mr. Somchai	Charntanawet	Executive Vice President - Finance and Information Technology Department
11. Miss Natthaluck	Sakulpoonyapond	Senior Vice President - Customer Relations and Human Resources Department
12. Miss Vilasinee	Dejamornthan	Senior Vice President - Project Management and Marketing Department (Low Rise 2)
13. Mr. Chookiat	Joomthong	Senior Vice President - Government Affairs Department
14. Mr. Supol	Sombathwichathon	Senior Vice President - Quality Control and Estimation Department
15. Mr. Apisit	Srisakulpong	Senior Vice President - Project Management Department (High Rise 1)
16. Mr. Tasanin	Maha-amatayatibodee	Senior Vice President - Home Care Department
17. Miss Dusadee	Tancharoen	Senior Vice President - Marketing Department
18. Mr. Pornchai	Chaimongkolsub	Senior Vice President - Project Management and Marketing Department (Low Rise 1)
19. Mrs. Sirindra	Mongkolnavin	Senior Vice President - Investor Relations and Organisation Development Department
20. Mr. Samatcha	Promsiri	Vice President - Corporate Marketing Department
21. Mr. Prasert	Trakranvachirahut	Vice President - Project Procurement Department
22. Miss Suwannee	Mahanarongchai	Vice President - Plus and Touch Business Support Department (Research-Business Development and Consultant)
23. Mr. Piti	Jarukamjorn	Vice President - Project Management Department (High Rise 2)
24. Miss Varangkana	Artkarasatapon	Vice President - Business Development Department (High Rise)
25. Mr. Ongart	Suwannakul	Vice President - Project Management Department (High Rise 3)
26. Mrs. Jariya	Janjersak	Vice President - Product Development Department (High Rise)

Note: Information of directors and the management of the Company are explained in detail under the topic "Details on the Directors and the Management"

Company Secretary

The Board of Directors appointed Mr. Nopporn Boonthanom as the Company Secretary, became effective on 13 August 2008 with the principle duty and scope of responsibility as specified by The Securities and Exchange Acts (No.4) B.E. 2551. The Company Secretary takes responsibility in providing advices to the Board of Directors and Management regarding the applicable laws and regulations that they must recognise and act upon, as well as arranging the Board of Directors meeting, sub-committee meeting and the meeting of shareholders. In this regard, the Company Secretary also coordinates with all involved parties to ensure that all information is properly disclosed as regulated by related organisations, that activities of the Company conform to relevant laws, objectives, article of association, and that the Board of Directors and shareholders' resolutions are fully complied of information.

Profile and information about the Company Secretary listed below:

Name - Surname	Mr. Nopporn Boonthanom
Position	Company Secretary
Age	50 years
Education	Master of Law, Chulalongkorn University
Company Secretary Training Programme	Corporate Secretary Development Programme held by the Thai Listed Companies Association
% of Shares Held	0.062% (including the shares held by spouse and minor children)
Relationship with Director and Management	- None –
Working Experience	2005 - present General Counsel - Legal Office Sansiri Public Company Limited

Remuneration of Directors and Management

The Compensation Committee will propose remuneration of the Company's directors and members of the Audit Committee, to the Board of Directors for approval. Then, the proposed remuneration shall be submitted for approval at the shareholders' meeting which is held on an annual basis.

(1) Monetary Remuneration

- Remuneration of the Board of Directors consists of meeting allowances, special remuneration of Non-executive Directors and salary of the Audit Committee.

The monetary remuneration of each director in year 2014 is as follows:

The Name of Directors		Position	Meeting Allowances (Baht / Year)	Special remuneration of Non-Executive Directors (Baht / Year)	Salary of the Audit Committee (Baht / Year)	Total Amount (Baht / Year)
Mr. Kovit	Poshyananda	Chairman of the Board and Independent Director	240,000	1,500,000	-	1,740,000
Mr. Apichart	Chutrakul	Vice-Chairman	240,000	-	-	240,000
Mr. Mana	Noppun	Independent Director and Chairman of the Audit Committee	240,000	1,000,000	600,000	1,840,000
Mr. Jesadavat	Priebjrivat	Independent Director and Member of the Audit Committee	240,000	1,000,000	360,000	1,600,000
Mr. Srettha	Thavisin	Director	240,000	-	-	240,000
Mr. Wanchak	Buranasiri	Director	240,000	-	-	240,000
Mr. Kriengkrai	Thiennukul	Director	240,000	1,000,000	-	1,240,000
Mr. Thongchai	Jira-alongkorn	Director	240,000	1,000,000	-	1,240,000
Mr. Porntat	Amatavivadhana	Independent Director	240,000	1,000,000	-	1,240,000
Mr. Supanit	Chaiyawat ^{1/}	Independent Director and Member of the Audit Committee	40,000	-	60,000	100,000
Mr. Wirat	Uanarumit ^{2/}	Independent Director and Member of the Audit Committee	180,000	1,000,000	240,000	1,420,000
Total						11,140,000

^{1/} Mr. Supanit Chaiyawat was appointed as a director of the Company effective from 15 October 2014 (to substitute for Mr. Wirat Uanarumit).

^{2/} Mr. Wirat Uanarumit has resigned from the Company's director, effective from 29 August 2014.

- Remuneration of the Company's Management Team

In year 2014, the remuneration of the Company's management, totaling 26 persons was 269.66 Million Baht, which included salary and bonus payments.

(2) **Other Remuneration**

- The Plan to issue and offer ESOP Warrants to Directors of the Company and its subsidiaries (ESOP Scheme)

The Company introduced the ESOP scheme with the purpose of motivating its directors and employees to participate in the Company as an owner, as well as improving the working morale and stimulating and encouraging employees to perform their best for the highest benefit of the Company. In addition, the ESOP scheme will be an incentive that helps retain employees with high capability and efficiency to work with the Company in the long term. As of the year ended 2014, there were ESOP schemes which are summarised as follows:

Scheme	ESOP # 5	ESOP # 6
Number of Warrants which were already been allotted and subscribed	The Company had split warrants from 1 existing unit to 4 newly issued units, according to the change of par value of the Company's share pursuant to the resolution of the Extraordinary Meeting of Shareholder No. 1/2011 held on 27 September 2011 as follows: - a warrant split from 19,816,289 units to 79,265,156 units	The Company had split warrants from 1 existing unit to 4 newly issued units, according to the change of par value of the Company's share pursuant to the resolution of the Extraordinary Meeting of Shareholder No. 1/2011 held on 27 September 2011 as follows: - a warrant split from 63,173,735 units to 252,694,940 units
Total number of shares being reserved for exercising right (after the change of par value of the Company's share)	splitting 1 existing share being reserved for exercising right of the warrant to 4 newly issued shares as follows: - from 23,125,615 shares to 92,502,460 shares	splitting 1 existing share being reserved for exercising right of the warrant to 4 newly issued shares as follows: - from 73,723,754 shares to 294,895,016 shares
Maturity	5 years from the issuance of warrant (from issuance date of 30 June 2009 to the date the Warrants reach the term of 29 June 2014)	5 years from the issuance of warrant (from issuance date of 6 August 2010 to the date the Warrants reach the term of 5 August 2015)
Exercise Ratio	1 unit of warrant is entitled to purchase 1.167 ordinary shares	1 unit of warrant is entitled to purchase 1.167 ordinary shares
Exercise Price	1.072 Baht per unit	1.114 Baht per unit
Exercise Period	The warrant holders are entitled to exercise warrants once every calendar month on the last working day until the maturity of warrants	The warrant holders are entitled to exercise warrants once every calendar month on the last working day until the maturity of warrants

Warrants issued under ESOP Plan which were allotted to directors of the Company are as follows:

The Name of Directors		Proportion of the Allotment (% of the Scheme)		
		Warrants under ESOP# 5 (Expired on 29 June 2014)	Warrants under ESOP# 6	Remark
Mr. Kovit	Poshyananda	1.89	4.00	
Mr. Apichart	Chutrakul	4.92	-	
Mr. Mana	Noppun	-	2.67	
Mr. Jesadavat	Priebjrivat	-	2.67	
Mr. Wirat	Uanarumit	-	2.67	Resigned on 29 August 2014
Mr. Srettha	Thavisin	4.92	-	
Mr. Wanchak	Buranasiri	4.92	-	
Mr. Kriengkrai	Thiennukul	-	2.67	
Mrs. Nujchanart	Panthawangkun	-	2.67	Resigned on 13 May 2013
Mr. Porntat	Amatavivadhana	-	2.67	
Mr. Thongchai	Jira-alongkorn	-	-	
Mr. Supanit	Chaiyawat	-	-	To be appointed as a director on 15 October 2014

• Contributions to the Provident Fund

The Company had not paid any contributions to the provident funds of directors, except for directors who are employees of the Company, and the Management, totaling 26 persons. In year 2014, the contributions were paid to their provident funds in an amount of 11.71 Million Baht.

Staff

The Company has total staff of 1,357 people (only Sansiri Public Company Limited, as of 31 December 2014). The Company's compensation to employees was 1,398.98 Million Baht including salary, bonus, provident fund, etc.

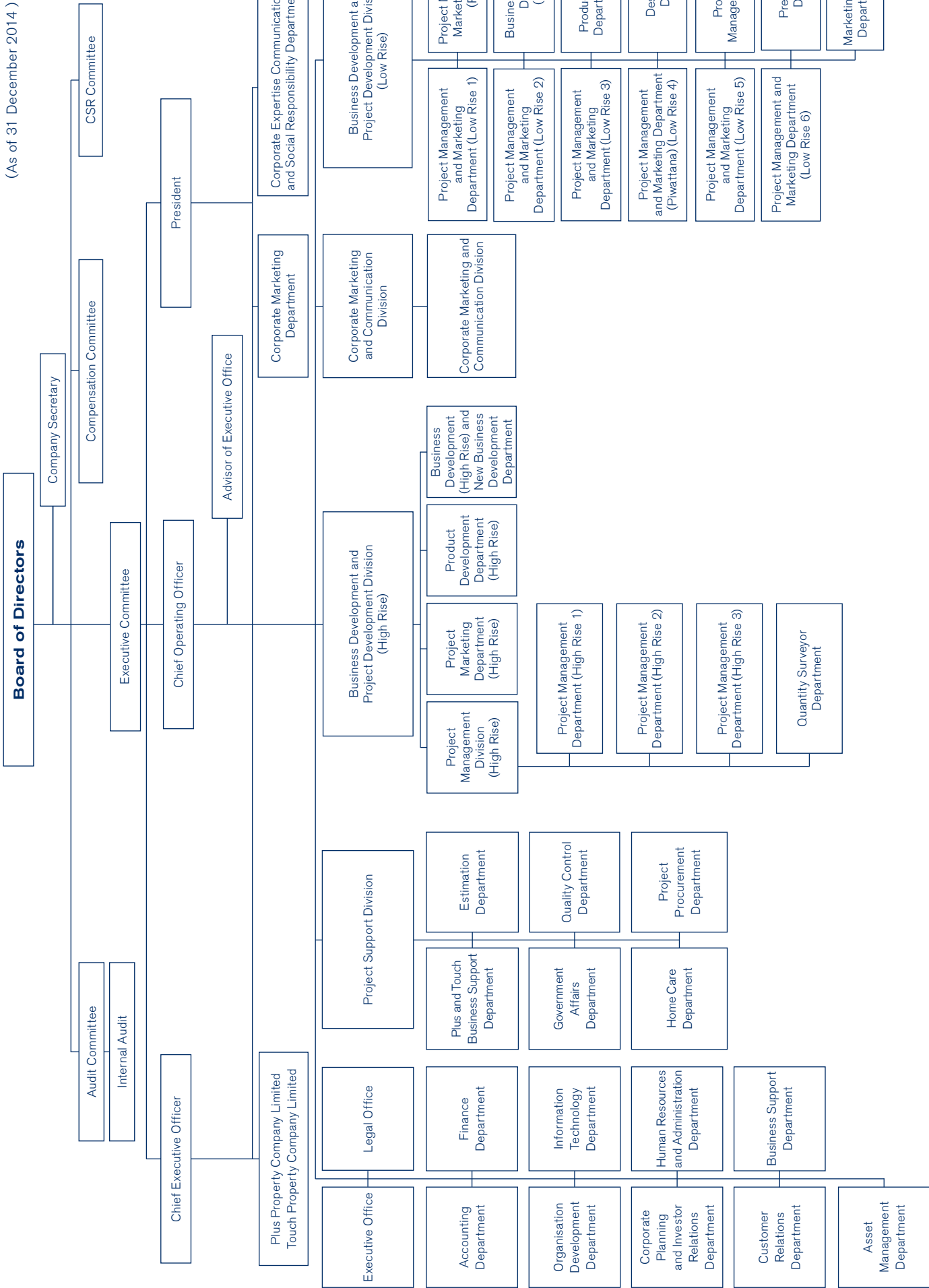
Human Resources Development

Sansiri realises that the competent staff working under the supportive environment is essential for achieving the business goal. Consequently, the Company has launched several programmes as follows:

1. Evaluation system with well-defined Key Performance Indicators and detailed manual provided, to ensure that the evaluation process has been done efficiently with fairness and transparency.
2. Salary survey and salary structure revision, to ensure that the remuneration is fair, updated, and competitive with the industry.
3. Sansiri Leadership Programme (SLP), a training programme to support the staff of a high calibre, in which the staff will learn the procedures and strategies of the modern management, as well as leadership skills, in preparation to be the executives.
4. Employee survey, to evaluate the staff's participation in corporate culture and use the feedback for organisation improvement as well as proper implementation of organisational and human resources management, in both short-term and long-term.
5. Corporate culture, to ensure that the staff are proud of the Company, realise the importance of customers, always pay attention to detail of delivering quality housing units and services to customers, being service-minded and creative, and value the teamwork.
6. The Good Life activities, to promote Sansiri as a pleasant workplace with supportive teamwork and working environment, which encourages the staff to work happily with creativity, determination, and continuous improvement.
7. Seminars and excursions, to help improve skills and knowledge, to explore new visions, and to reward the staffs for their great services.
8. Competency-based management, to improve efficiency of staff by providing the training model and career development plan for each staff individually.
9. Training course on Quality Control, to educate the operating staff about the quality control processes and to instill the concept of attention to detail in the staff, to ensure that all property products and services are inspected prior to delivery to the customers.
10. Recreational activities, to encourage the staff to build good relations among the team and across the Company.
11. Sansiri Passport Project, a one-year mentor programme aiming not only to equip the new staff with the knowledge and skills necessary for a job but also to provide counsellor for both professional and personal matters, to ensure that the new staff will get supports and follow-up constantly.
12. Employee Branding Programme, to educate and create awareness among the staff of the importance of branding and the staff as a brand ambassador, by encouraging the staff to always impress the customers with good personality and service excellence.
13. Knowledge Management Project, to encourage learning of the staff by providing knowledge centre with a full range of availability from both internal and external knowledge and an easy accessibility to offer learning from anywhere at any time.

Organisation Chart

Board of Directors



DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
1 Mr. Kovit Poshyananda - Chairman of the Board - Independent Director	80	Ph.D. (Economics), Cornell University United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP)	0.083	Present	Independent Director, Chairman of the Audit Committee	Furukawa Metal (Thailand) Company Limited
				Present	Independent Director, Chairman of the Nomination and Remuneration Committee	Bangkok Bank Public Company Limited
				Present	Independent Director, Chairman of the Audit Committee	Shangri-La Hotel Public Company Limited
				Present	Vice Chairman	Walailak University
				Present	Independent Director, Chairman of the Audit Committee	Glow Energy Public Company Limited
				Present	Director	The Office of the Council States of Thailand
				2007 - 2014	The Expert on Finance	Office of Insurance Commission
2 Mr. Apichart Chutrakul - Vice Chairman (Authorised Director)	54	Master of Business Administration University of San Diego United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - None -	0.816	Present	Chief Executive Officer	Sansiri Public Company Limited
				Present	Member of the Central Land Development Sub-Commission	Real Estate Business Promotion Bureau, Department of Lands
				2009 - Present	Director	NED Management Company Limited
				2009 - Present	Director	Touch Property Company Limited
				2008 - Present	Director	Plus Property Space Company Limited
				2008 - Present	Director	Plus Property Venture Company Limited
				2006 - Present	Director	Papanan Limited
				2006 - Present	Director	Pacific Challenge Holding Company Limited
				2006 - Present	Director	Red Lotus Properties Limited
				2003 - Present	Director	Arnawat Limited
2003 - Present	Director	Piwattana Limited				
2003 - Present	Director	Sattit Pattana Personnel Center Limited				

Note

¹¹Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
2 Mr. Apichart Chutrakul - Vice Chairman (Authorised Director)	54	Master of Business Administration University of San Diego United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - None -	0.816	2002 - Present	Director	S.U.N. Management Company Limited
				2002 - Present	Director	Sansiri Venture Company Limited
				2000 - Present	Director	QT Lifestyle Limited (Previously named Sansiri Land Limited)
				1998 - Present	Director	Plus Property Company Limited
				1990 - Present	Director	Chanachai Limited
				1990 - 2012	Director	Rojnaruemit Limited
3 Mr. Sreetha Thavisin - Director (Authorised Director)	52	Master of Business Administration (Finance) Claremont Graduate School United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - None -	0.417	Present	President	Sansiri Public Company Limited
				2013 - Present	Director	Papanan Limited
				2010 - Present	Director	S.U.N. Management Company Limited
				2009 - Present	Director	NED Management Company Limited
				2008 - Present	Director	Plus Property Space Company Limited
				2008 - Present	Director	Plus Property Venture Company Limited
				2006 - Present	Director	Sansiri Venture Company Limited
				2006 - Present	Director	Pacific Challenge Holding Company Limited
				2006 - Present	Director	Red Lotus Properties Limited
				2003 - Present	Director	Arnawat Limited
				2003 - Present	Director	Piwattana Limited
				2003 - Present	Director	Satit Pattana Personnel Center Limited

Note
^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
3 Mr. Sreetha Thavisin - Director (Authorised Director)	52	Master of Business Administration (Finance) Claremont Graduate School United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - None -	0.417	2000 - Present	Director	QT Lifestyle Limited (Previously named Sansiri Land Limited)
				1998 - Present	Director	Plus Property Company Limited
				1990 - Present	Director	Chanachai Limited
				1994 - 2012	Director	Rojnaruemit Limited
4 Mr. Wanchak Buranasiri - Director (Authorised Director) - Secretary to the Compensation Committee	49	Master of Engineering (Chemical Engineering) Imperial College of Science Technology and Medicine University of London United Kingdom Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP)	2.557	Present	Chief Operating Officer	Sansiri Public Company Limited
				2009 - Present	Director	NED Management Company Limited
				2008 - Present	Director	Plus Property Space Company Limited
				2008 - Present	Director	Plus Property Venture Company Limited
				2007 - Present	Director	Touch Property Company Limited
				2006 - Present	Director	Papanan Limited
				2006 - Present	Director	Pacific Challenge Holding Company Limited
				2006 - Present	Director	Red Lotus Properties Limited
				2003 - Present	Director	Arnawat Limited
				2003 - Present	Director	Piwattana Limited
				2003 - Present	Director	Satit Pattana Personnel Center Limited
				2002 - Present	Director	S.U.N. Management Company Limited
				2002 - Present	Director	Sansiri Venture Company Limited
				2000 - Present	Director	QT Lifestyle Limited (Previously named Sansiri Land Limited)

Note
^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
4 Mr. Wanchak Buranasiri - Director (Authorised Director) - Secretary to the Compensation Committee	49	Master of Engineering (Chemical Engineering) Imperial College of Science Technology and Medicine University of London United Kingdom Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP)	2,557	1998 - Present	Director	Plus Property Company Limited
				1993 - Present	Director	Chanachai Limited
				1994 - 2012	Director	Rojnaruemit Limited
5 Mr. Mana Noppun - Chairman of the Audit Committee - Chairman of the Compensation Committee - Independent Director	73	Bachelor of Engineering Chulalongkorn University Bachelor of Arts in Economics Sukhothai Thammathirat Open University Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Certification Programme (DCP) - Audit Committee Programme (ACP) - Monitoring Fraud Risk Management (MFM) - Monitoring the Quality of Financial Reporting (MFR) - Monitoring the System of Internal Control and Risk Management (MIR) - Monitoring the Internal Audit Function (MIA)	0.089	2011 - Present	Extraordinary Sub-committee, Selection, Human Resources Development, and Evaluation	The Bangkok Metropolitan Administration (BMA)
				2004 - 2011	Sub-committee, Academic Promotion for the Officer of BMA	The Bangkok Metropolitan Administration (BMA)
				2002 - 2012	State Enterprise Performance Agreement Committee	Ministry of Finance

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
6 Mr. Jesadavat Pribrivat - Independent Director - Member of the Audit Committee - Member of the Compensation Committee	57	Master of Business Administration New York University United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP) - Director Certification Programme (DCP) - Audit Committee Programme (ACP) - Monitoring the System of Internal Control and Risk Management (MIR) - Monitoring the Internal Audit Function (MIA) - Monitoring the Quality of Financial Reporting (MRF) - Monitoring Fraud Risk Management (MFM) - Role of the Chairman Programme (RCP)	0.009	2013 - Present	Independent Director	Seamco Securities Public Company Limited
				2010 - 2012	Chief Financial Officer	CAT Telecom Public Company Limited
				2008 - 2011	Director and Chairman of the Risk Management Committee	Islamic Bank of Thailand

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
7 Mr. Kriengkrai Thienmukul - Director	55	Bachelor of Arts in Economics Thammasat University Attended the Leadership Programme Capital Market Academy Attended the Training Course held by the National Defense College Attended the Training Course : - Top Executive programme in Commerce and Trade (TEPCoT6) Attended the Training Course : - Thailand Energy Academy (TEA3) Attended the Training Course : - Institute of Business and Industrial Development (ISID1) Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Certification Programme (DCP) - Audit Committee Programme (ACP)	0.030	Present	Vice Chairman	The Federation of Thai Industries
				Present	Chief Executive Officer	New Waitek Company Limited
				Present	Executive Director	Prestige Direct Marketing Company Limited
				Present	Chairman	Thai - Russian Business Council
				Present	Executive Director	Media Shaker Company Limited
				Present	Executive Director	Bangkok Binding Company Limited
				2009 - Present	Member of The Board	The Thammasat Economics Association
				2012 - 2014	Secretary	Suankularb College Alumni Association under the Royal Patronage
				2010 - 2013	Independent Director	PTT Global Chemical Public Company Limited
				2008 - 2010	Deputy Secretary	The Federation of Thai Industries
				2008 - 2010	Member of The Board	Thailand Institute of Scientific and Technological Research (TISTR)
				2006 - 2010	Chairman	The Printing and Paper Packing Industry Club (FT.I)
				2006 - 2010	Advisor	Committee Checks and Follow Work Police Administration Bangrak Metro Police
				2006 - 2009	Member of The Board	Metropolitan Electricity Authority (MEA)

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
8 Mr. Thongchai Jira-alongkorn - Director	56	Bachelor of Business Administration Bangkok University Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP)	0.023	2009 - Present	Deputy Managing Director	Viriyah Insurance Company Limited
				1997 - Present	Managing Director	Viriyah International Broker Company Limited
				1996 - Present	Committee and Managing Director	Thonburi Automotive Commercial Company Limited
				1994 - Present	Committee and Managing Director	Thonburi Panich Leasing Company Limited
				1987 - Present	General Manager	Viriyah Leasing Company Limited
9 Mr. Porntat Amatavivadhana - Independent Director - Member of the Compensation Committee	45	Master of Science in Management Boston University United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP) - Audit Committee Programme (ACP) - Director Certification Programme (DCP)	0.017	2007 - Present	Chief Executive Officer	Infinite Capital Company Limited
				2012 - 2014	Director	Beyond Green Company Limited
				2008 - 2013	Director	Eurotech Engineering International Company Limited
				2008 - 2011	Director	K-Tech Construction Public Company Limited
10 Mr. Supanit Chaivawat - Independent Director - Member of the Audit Committee	54	Master of Business Administration University of Pittsburgh United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Certification Programme (DCP)	- None -	2011 - Present	Chief Executive Officer	Hilco Global Asia Limited
				1998 - Present	Managing Director	Prabhavasu Co., Ltd.

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
11 Mr. Thalin Aeintitiwat - Member of the Executive Committee - Secretary to the Audit Committee	53	Master of Business Administration Western Michigan University United States Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP)	0.166	Present	Senior Executive Vice President - Accounting Department	Sansiri Public Company Limited
				2008 - Present	Director	Sansiri Venture Company Limited
				2006 - Present	Director	Red Lotus Properties Limited
				2003 - Present	Director	Anawat Limited
				2003 - Present	Director	Piwattana Limited
				2000 - Present	Director	Chanachai Limited
				2003 - 2009	Director	Satit Pattana Personnel Center Limited
				Present	Senior Executive Vice President - Business Development and Project Development Division (High Rise) and Marketing Communication Division	Sansiri Public Company Limited
12 Mr. Uthai Uthaisangsuk - Member of the Executive Committee	46	Master of Business Administration Middle Tennessee State University United States	0.133	2014 - Present	Director	BTS Sansiri Holding One Limited
				2011 - Present	Director	Papanan Limited
				2009 - Present	Director	NED Management Company Limited
				2009 - Present	Director	Satit Pattana Personnel Center Limited
				2008 - Present	Director	Sansiri Venture Company Limited
				2006 - Present	Director	Red Lotus Properties Limited
				2006 - Present	Director	Anawat Limited
				2004 - Present	Director	QT Lifestyle Limited (Previously named Sansiri Land Limited)
				2004 - Present	Director	S.U.N. Management Company Limited

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
13 Mr. Metha Angwatanapanich - Member of the Executive Committee	47	Master of Business Administration National Institute of Development Administration (NIDA) Attended the Leadership Programme (Class 14) Capital Market Academy Attended National Defense Joint Public/Private Sector Course (Class 55) National Defence College	0.057	Present	Senior Executive Vice President - Business Development and Project Development Division (Low Rise)	Sansiri Public Company Limited
				2011 - Present	Director	Papanan Limited
				2009 - Present	Director	Piwattana Limited
				2009 - Present	Director	Anawat Limited
14 Mr. Nopporn Boonthanom - Member of the Executive Committee - Company Secretary	50	Master of Law Chulalongkorn University Attended the following Training Course held by the Thai Institute of Directors Association (IOD) : - Director Accreditation Programme (DAP)	0.062	Present	General Counsel - Legal Office	Sansiri Public Company Limited
				2014 - Present	Director	BTS Sansiri Holding One Limited
				2010 - Present	Director	S.U.N. Management Company Limited
				2009 - Present	Director	NED Management Company Limited
				2008 - Present	Director	Sansiri Venture Company Limited
				2006 - Present	Director	Red Lotus Properties Limited
				2003 - Present	Director	Anawat Limited
				2003 - Present	Director	Piwattana Limited
				2003 - Present	Director	Satit Pattana Personnel Center Limited
				2000 - Present	Director	Chanachai Limited

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
15 Mr. Manu Trakulwatanakit - Member of the Executive Committee	54	Master of Business Administration National Institute of Development Administration (NIDA)	0.003	Present	Executive Vice President - Project Management and Marketing Department (Low Rise 3) Executive Vice President - Product Development Department (Low Rise) Executive Vice President - Production Cost Management Department Executive Vice President - Design Solution Department	Sansiri Public Company Limited
16 Mr. Somchai Charntanawet - Member of the Executive Committee	54	Master of Business Administration Chulalongkorn University Attended the Leadership Programme (Class 18) Capital Market Academy	0.008	Present	Executive Vice President - Finance and Information Technology Department	Sansiri Public Company Limited
17 Miss Natthaluck Sakulpoonyapond - Member of the Executive Committee - Secretary to the Executive Committee	55	Master of Science in Human Resources and Organisation Development National Institute of Development Administration (NIDA)	0.003	Present 2014 - Present	Senior Vice President - Customer Relations and Human Resources Department Director	Sansiri Public Company Limited QEW (Thailand) Company Limited
18 Mr. Suriya Wannabuit - Member of the Executive Committee - Executive Vice President - Project Management and Marketing Department (Low Rise 4, 5, 6) and Precast Factory	44	Master of Business Administration Chulalongkorn University	0.020	Present 2008 - 2010 2008 - 2010	Executive Vice President - Project Management and Marketing Department (Low Rise 5) Executive Vice President - Project Management and Marketing Department (Low Rise 6) Executive Vice President - Precast Factory Executive Vice President - Project Management and Marketing Department (Low Rise 4) Managing Director Managing Director	Sansiri Public Company Limited Piwattana Limited Piwattana Limited Arnawat Limited

Note
^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
19 Miss Vilasinee Dejamornthan - Senior Vice President - Project Management and Marketing Department (Low Rise 2)	43	Master of Business Administration Assumption University	- None -	Present	Senior Vice President - Project Management and Marketing Department (Low Rise 2)	Sansiri Public Company Limited
20 Mr. Chookiat Joomthong - Senior Vice President - Government Affairs Department	47	Bachelor of Law Thammasat University	- None -	Present	Senior Vice President - Government Affairs Department	Sansiri Public Company Limited
21 Mr. Supol Sombathwichathon - Senior Vice President - Quality Control and Estimation Department	55	Executive Master of Business Administration (XMBA) Thammasat University	0.034	Present	Senior Vice President - Quality Control and Estimation Department	Sansiri Public Company Limited
22 Mr. Apisit Srisakulpong - Senior Vice President - Project Management Department (High Rise 1) and Quantity Surveyor Department	49	Master of Business Administration Chulalongkorn University	0.011	Present	Senior Vice President - Project Management Department (High Rise 1) Senior Vice President - Quantity Surveyor Department	Sansiri Public Company Limited
23 Mr. Tasanin Maha-amatayaitbodee - Senior Vice President - Home Care Department	51	Bachelor of Architecture King Mongkut's Institute of Technology Ladkrabang	0.007	Present	Senior Vice President - Home Care Department	Sansiri Public Company Limited
24 Miss Dusadee Tancharoen - Senior Vice President - Marketing	43	Bachelor of Arts Chulalongkorn University	0.010	Present	Senior Vice President - Marketing	Sansiri Public Company Limited
25 Mr. Porchai Chaimongkolsub - Senior Vice President - Project Management and Marketing Department (Low Rise 1)	48	Master of business Administration in Real Estate Management King Monkut's University of Technology Thonburi	0.016	Present	Senior Vice President - Project Management and Marketing Department (Low Rise 1)	Sansiri Public Company Limited
26 Mrs. Sirindra Mongkolnavin - Senior Vice President - Investor Relations and Organisation Development Department	42	Master of Business Administration Tepper School of Business Carnegie Mellon University United States	0.016	Present	Senior Vice President - Investor Relations Department and Organisation Development Department	Sansiri Public Company Limited

Note
^{1/}Including the shares held by spouse and minor children

DETAILS ON THE DIRECTORS AND MANAGEMENT

(As of 31 December 2014)

Name - Present Position in Company	Age	Highest Academic Qualifications	% of Shares Held in the Company ^{1/}	Working Experience During The Past 5 Years		
				Period	Position	Company
27 Mr. Samatcha Promsiri - Vice President - Corporate Marketing Department	41	Master of Arts (International Relations) University of Nottingham United Kingdom Master of Arts (International Political Economy) University of Warwick United Kingdom	- None -	Present	Vice President - Corporate Marketing Department	Sansiri Public Company Limited
				2014 - Present	Director	QEW (Thailand) Company Limited
28 Mr. Prasert Trakranvachirahut - Vice President - Project Procurement Department	42	Master of Business Administration National Institute of Development Administration (NIDA)	0.006	Present	Vice President - Project Procurement Department	Sansiri Public Company Limited
29 Miss Suwannee Mahanarongchai - Vice President - Plus and Touch Business Support Department (Research-Business Development and Consultant)	39	Master of Business Administration (Finance) Assumption University	0.023	Present	Vice President - Plus and Touch Business Support Department (Research-Business Development and Consultant)	Sansiri Public Company Limited
30 Mr. Piti Jarukamjorn - Vice President - Project Management Department (High Rise 2)	37	Master of Engineering (Construction Management) North Carolina State University United States	0.005	Present	Vice President - Project Management Department (High Rise 2)	Sansiri Public Company Limited
31 Miss Varangkana Artkarasatapon - Vice President - Business Development Department (High Rise)	36	Master of Business Administration (Innovation in Management) Mahidol University	0.019	Present	Vice President - Business Development (High Rise)	Sansiri Public Company Limited
32 Mr. Ongart Suwannakul - Vice President - Project Management Department (High Rise 3)	37	Master of Business Administration (Management) Srinakharinwirot University	0.002	Present	Vice President - Project Management Department (High Rise 3)	Sansiri Public Company Limited
33 Mrs. Jariya Janjerdasak - Vice President - Product Development Department (High Rise)	45	Master of Business Administration (General Management) National Institute of Development Administration (NIDA)	0.019	Present	Vice President - Product Development Department (High Rise)	Sansiri Public Company Limited

Note

^{1/}Including the shares held by spouse and minor children

DETAILS ON THE MANAGEMENT OF THE SUBSIDIARIES OR RELATED COMPANIES

(As of 31 December 2014)

The names of the Companies		Sansiri PCL.	Subsidiary Companies																
			1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
			Chanachai Limited	Arnawat Limited	Piwattana Limited	Satit Pattana Personnel Center Limited	Red Lotus Properties Limited	Sansiri Venture Co., Ltd.	S.U.N. Management Co., Ltd.	Plus Property Co., Ltd.	OT Lifestyle Limited	Plus Property Venture Co., Ltd.	Papanan Limited	Pacific Challenge Holding Co., Ltd.	Touch Property Co., Ltd.	Plus Property Space Co., Ltd.	NED Management Co., Ltd.	BTS Sansiri Holding One Limited	OEW (Thailand) Co., Ltd.
1	Mr. Kovit Poshyananda	X	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2	Mr. Apichart Chuttrakul	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	-	-	-
3	Mr. Srettha Thavisin	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	-	-	-
4	Mr. Wanchak Buranasiri	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	-	-	-
5	Mr. Mana Noppun	XO, /	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6	Mr. Jesadavat Priebrivat	/, O	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
7	Mr. Kriengkrai Thiennukul	/	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
8	Mr. Thongchai Jira-alongkorn	/	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
9	Mr. Pornrat Amatavivadhana	/	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
10	Mr. Supanit Chaiyawat	/, O	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
11	Mr. Thalin Aeimitiwat	-	/	/	/	/	/	/	-	-	-	-	-	-	-	-	-	-	-
12	Mr. Uthai Uthaisangsuk	-	/	-	/	/	/	-	/	-	-	-	-	-	-	/	-	-	-

Note

X = Chairman of the Board XO = Chairman of the Audit Committee / = Director O = Member of the Audit Committee

DETAILS ON THE MANAGEMENT OF THE SUBSIDIARIES OR RELATED COMPANIES

(As of 31 December 2014)

The names of the Companies		Sansiri PCL.	Subsidiary Companies																
			1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
			Chanachai Limited	Arnawat Limited	Piwattana Limited	Satit Pattana Personnel Center Limited	Red Lotus Properties Limited	Sansiri Venture Co., Ltd.	S.U.N. Management Co., Ltd.	Plus Property Co., Ltd.	OT Lifestyle Limited	Plus Property Venture Co., Ltd.	Papanan Limited	Pacific Challenge Holding Co., Ltd.	Touch Property Co., Ltd.	Plus Property Space Co., Ltd.	NED Management Co., Ltd.	BTS Sansiri Holding One Limited	QEW (Thailand) Co., Ltd.
The names of the Management	13	Mr. Metha Angwatanapanich	-	/	/	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	14	Mr. Nopporn Boonthanom	-	/	/	/	-	-	-	-	-	-	-	-	-	/	-	-	
	15	Mr. Manu Trakulwattanakit	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	16	Mr. Somchai Charntanawet	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	17	Ms. Natthaluck Sakulpoonyapond	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	/	
	18	Mr. Suriya Wannabuit	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	19	Ms. Vilasinee Dejamornthan	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	20	Mr. Chookiat Joomthong	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	21	Mr. Supol Sombathwichathon	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	22	Mr. Apisit Srisakulpong	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	23	Mr. Tasanin Maha-amataytibodee	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	24	Ms. Dusadee Tancharoen	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	

Note

X = Chairman of the Board XO = Chairman of the Audit Committee / = Director O = Member of the Audit Committee

DETAILS ON THE MANAGEMENT OF THE SUBSIDIARIES OR RELATED COMPANIES

(As of 31 December 2014)

The names of the Companies		Sansiri PCL.	Subsidiary Companies																
			1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
			Chanachai Limited	Arnawat Limited	Piwattana Limited	Satit Pattana Personnel Center Limited	Red Lotus Properties Limited	Sansiri Venture Co., Ltd.	S.U.N. Management Co., Ltd.	Plus Property Co., Ltd.	OT Lifestyle Limited	Plus Property Venture Co., Ltd.	Papanan Limited	Pacific Challenge Holding Co., Ltd.	Touch Property Co., Ltd.	Plus Property Space Co., Ltd.	NED Management Co., Ltd.	BTS Sansiri Holding One Limited	QEW (Thailand) Co., Ltd.
The names of the Management	25 Mr. Pornchai Chaimongkolsub	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	26 Mrs. Sirindra Mongkolnavin	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	27 Mr. Samatcha Promsiri	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	/
	28 Mr. Prasert Trakranvachirahut	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	29 Ms. Suwannee Mahanarongchai	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	30 Mr. Piti Jarukamjorn	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	31 Ms. Varangkana Artkarasatapon	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	32 Mr. Ongart Suwannakul	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	33 Mrs. Jariya Janjertsak	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Note

X = Chairman of the Board XO = Chairman of the Audit Committee / = Director O = Member of the Audit Committee

DETAILS ON THE SUBSIDIARIES' DIRECTORS

(As of 31 December 2014)

The name of Subsidiaries		Subsidiaries																
		1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
Name of the Director		Chanachai Limited	Arnawat Limited	Piwattana Limited	Satit Pattana Personnel Center Limited	Red Lotus Properties Limited	Sansiri Venture Co., Ltd.	S.U.N. Management Co., Ltd.	Plus Property Co., Ltd.	OT Lifestyle Limited	Plus Property Venture Co., Ltd.	Papanan Limited	Pacific Challenge Holding Co., Ltd.	Touch Property Co., Ltd.	Plus Property Space Co., Ltd.	NED Management Co., Ltd.	BTS Sansiri Holding One Limited	OEW (Thailand) Co., Ltd.
		/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	-	-
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-	-	-	/	-	-	-	-	/	/	/	-	-	-	-	/	-	-	

Note
/ = Director
In Year 2014, the changing of subsidiaries companies's directors are as follows:
- Mr. Chatchai Udomphon registered the resignation from the directors of Touch Property Co., Ltd. since 5 February 2014.
- Mr. Poomipak Julmanichoti registered the resignation from the directors of Touch Property Co., Ltd. since 5 February 2014.

DETAILS ON THE SUBSIDIARIES' DIRECTORS

(As of 31 December 2014)

The name of Subsidiaries		Subsidiaries																	
		1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	
Name of the Director		Chanachai Limited	Arnawat Limited	Piwattana Limited	Satit Pattana Personnel Center Limited	Red Lotus Properties Limited	Sansiri Venture Co., Ltd.	S.U.N. Management Co., Ltd.	Plus Property Co., Ltd.	OT Lifestyle Limited	Plus Property Venture Co., Ltd.	Papanan Limited	Pacific Challenge Holding Co., Ltd.	Touch Property Co., Ltd.	Plus Property Space Co., Ltd.	NED Management Co., Ltd.	BTS Sansiri Holding One Limited	OEW (Thailand) Co., Ltd.	
		11	Mrs. Nirada	Wonganantkul	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		12	Mr. Chan	Sirirat	-	-	-	-	-	-	-	-	-	-	/	-	-	-	-
		13	Mr. Jirayu	Archacharoensuk	-	-	-	-	-	-	-	-	-	-	/	-	-	-	-
		14	Ms. Natthaluck	Sakulpoonyapond	-	-	-	-	-	-	-	-	-	-	-	-	-	-	/
		15	Mr. Samatcha	Promsiri	-	-	-	-	-	-	-	-	-	-	-	-	-	-	/
		16	Mr. Rangsin	Kritalug	-	-	-	-	-	-	-	-	-	-	-	-	-	/	-
		17	Mr. Sayam	Siwarapornskul	-	-	-	-	-	-	-	-	-	-	-	-	-	/	-
		18	Ms. Viwan	Karnasut	-	-	-	-	-	-	-	-	-	-	-	-	-	-	/
		19	Mr. Choangravee	Karnasut	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Note
/ = Director
In Year 2014, the changing of subsidiaries companies's directors are as follows:
- Mr. Chatchai Udomphon registered the resignation from the directors of Touch Property Co., Ltd. since 5 February 2014.
- Mr. Poomipak Julmanichoti registered the resignation from the directors of Touch Property Co., Ltd. since 5 February 2014.

CORPORATE GOVERNANCE

Corporate Governance Policy and Compliance with Good Corporate Governance

The Company is aware of the significance of operating its business with the good corporate governance as well as supporting the responsibility for one's position through transparency and enhances corporate competitiveness as a means to preserving capital and adding value to shareholders' equity in the long term. Corporate governance is a code of business ethics that protects various interested parties and society as a whole, which is a crucial part of the sustainability.

Regarding the compliance with principles and guidelines set forth by The Stock Exchange of Thailand, the Company is herewith explained as follows:

Rights of Shareholders

To increase transparency, competitive advantage and the confidence of shareholders, investors and all stakeholders of the Company, the Board of Directors has set a guideline for protection of fundamental rights of shareholders (such as the rights to trade and transfer shares, to receive dividend from profits of the Company, to receive sufficient news and information from the Company, to attend and exercise their voting rights in the shareholders' meeting, etc.) including the following principles:

- (a) The Company provides information about the shareholders' meeting by sending the invitation letter along with the meeting agenda within sufficient timeframe (14 days prior to the meeting date). The invitation letter and the meeting agenda contain details of the meeting including date, time, venue, agenda of the meeting and other necessary information required for decision making process together with comments from directors for each agenda, and proxy form for shareholders who are unable to attend the meeting, etc. Furthermore, the Company also advertises these information on the Company's website before sending documents to shareholders.
- (b) The Chairman of the meeting allocates sufficient and appropriate time and facilitates the meeting according to the agenda. During the meeting, the Chairman allows shareholders to freely express their opinions and raise their questions in relation to the Company's business.
- (c) The Chairman of the Board, the Chairman of the sub-committee, and all directors (unless with reasonable cause) are to attend the meeting and answer the questions from shareholders.
- (d) The Company operates business with efficiency, transparency, accountability, and sufficient information disclosure for the utmost benefits of shareholders and stakeholders.

Equitable Treatment of Shareholders

General Rights

The Company realises its duty to protect the rights and benefits of shareholders and to place importance on fair and equal treatment of all shareholders. It is the Company's policy to disclose information with respect to business operation with accuracy and transparency, including any issues that could impact

the Company's business and the rights in which shareholders are entitled to, such as shareholders' participation in the shareholders' meeting to exercise their voting rights, the rights to receive dividend, or the rights to approve a decrease or an increase of capital, etc.

The Shareholders' Meeting

The Company has established the policy to hold the shareholders' meeting in accordance with applicable laws and regulations of The Stock Exchange of Thailand, including sending invitation letter and the meeting agenda to shareholders prior to the meeting, taking the minutes of the meeting, and also facilitating shareholders at the shareholders' meetings.

- Prior to the Meeting

In 2014, the Company held the shareholders' meeting for 2 times; an Annual General Meeting of Shareholders held on 29 April 2014 and an Extraordinary Meeting of Shareholders No. 1/2014 held on 12 September 2014. The Company sent the invitation letter along with the meeting agenda to shareholders no less than 14 days prior to the meeting date. To provide shareholders an opportunity to study the key information of the meeting before receiving documents, the Company also publicised such information on the Company's website for approximately 30 days prior to the meeting date and had informed The Stock Exchange of Thailand of such broadcasting.

For the Annual General Meeting, the Company has provided shareholders with the following information to help them make decisions:

- Facts and rationale along with the opinion of the Board of Directors for each agenda
- Key information such as the biography of the person being appointed as a director (for the agenda to appoint the new director as a replacement for the director who retired upon completion of their terms), details of remuneration of directors and sub-committee, etc.
- Proxy of shareholders in which the Company has provided an alternative for shareholders to propose at least one independent director to be their proxy to attend the meeting and to vote, in case that the shareholder is unable to attend the meeting

The Company realises the importance of the shareholder's rights to access the Company's information. At present the Company has the policy to better provide key information for the shareholders' meeting with more details of the important agenda to be considered, reasons for necessity, the positive and negative impacts of that agenda.

Furthermore, the Company has facilitated shareholders and their proxy at each shareholders' meeting by using the barcode registration system and the voting form for each agenda.

- During the Meeting

In the shareholders' meeting held in 2014, the Chairman of the Board of Directors acted as Chairman of the meeting with the Chairman of the sub-committee and directors of the Company attended the meeting (the names were shown in the minutes of the meeting) to report or to answer to any questions from shareholders. Before proceeding with the meeting agenda, the Chairman explained to the meeting the procedure of voting for each agenda and informed the meeting of the voting result after completing the consideration of each agenda.

The Company conducted the meeting according to the agenda stated in the invitation letter, and allowed shareholders to vote for the new director according to the agenda to appoint the new director. Furthermore, the Company holds on to the principle in which to give shareholders an opportunity to study the information before making decision, and the Company will not add any agenda without informing shareholders in advance.

During the meeting, the Chairman gave equal opportunity to shareholders to examine the Company's business operations, to ask questions, and to express their opinions and suggestions. Every shareholder, minor and major shareholders, all received the same and equal information about the Company's business operations and financial information, including equal rights to receive dividend.

- After the Meeting

The Company has taken the minutes of the meeting with accuracy and completeness. Voting result of each agenda, issues or questions that were raised in the meeting, and opinions or suggestions from shareholders were also included in the minutes of the meeting. The minutes of the shareholders' meeting held in 2014 were submitted to The Stock Exchange of Thailand within 14 days after the meeting date, and also were publicised on the Company's website, www.sansiri.com, for future reference and examination by the shareholders.

Roles of Stakeholders

The Company places importance on all groups of its stakeholders regardless of whether they are internal stakeholders such as employees and the management of the Company and its subsidiaries, or external stakeholders such as shareholders, customers, competitors, and creditors. The Company is fully aware that supports from all stakeholders will enable the Company to build the competitive advantage and create profits, which is the long term success of the Company.

For such purpose, the Company provides fair, transparent, and timely disclosure of the key information to ensure that all stakeholders are treated equally.

Shareholders

The Company aims to ensure that shareholders receive appropriate returns on their investment by delivering solid business operation results and continuing business development. The Company also implements an effective and efficient internal control system to ensure that the benefits of the Company and the shareholders are well-protected.

Customers

The Company recognises the importance of customers and therefore, determines to create customer satisfaction appropriately by offering high quality products and services in response to the customers' needs.

Employees

The Company recruits and retains high potential and experienced employees with determination to continuously develop and increase skills of employees as well as to encourage employees to be successful and feel secure in their profession. The Company treats every employee equally, provides employees with reasonable welfares and other benefits such as provident fund, health and life insurance, etc.

Management

The Company realises that the management is one of the key success factors, and therefore, has arranged for an appropriate remuneration of the management.

Creditors and Business Partners

The Company operates and deals business with its creditors and all groups of its trade partners on principles of fairness and ethical manners by complying with the laws and regulations and on the agreed terms and conditions.

Competitors

The Company treats its competitors fairly and does not seek for any information of the competitors dishonestly.

Responsibility to the Community, Society, and Environment

The Company operates its business based on responsibility, care, and concerns to the overall community, society, and the environment, and also complies with all relevant laws and regulations.

Information Disclosure and Transparency

The Company places importance on the disclosure of information with accuracy, completeness, transparency and equality for financial statements and general information, and also other information that would impact the Company's share price. To ensure that investors and all other related parties have free access to the information, the Company publicises the information through different media channels such as website of The Stock Exchange of Thailand, Form 56-1, Annual Reports, and at the Annual General Meeting of shareholders.

In addition, the Company's information which has been reported to The Stock Exchange of Thailand, shareholders and investors, will be publicised in both Thai and English language on the Company's website www.sansiri.com. This is another communication channel which is very timely and provides an easy access to the users. The Company has set up the Investor Relations Office to be responsible for the communication and provision of the Company's information and activities for shareholders, analysts and other investors, fairly and equally. The role of the Investor Relations Office also refers to creating and maintaining positive image and attitude, and confidence among analysts and investors. Investors or any interest parties can contact the Investor Relations Office at the telephone number (662) 201-3905 or at the e-mail address: IR@sansiri.com.

The key information of the Company consists of financial statements and other non-financial information in accordance with the regulations of The Securities and Exchange Commission, and The Stock Exchange of Thailand. The Company's financial statements which have been reported to The Stock Exchange of Thailand, were verified and examined by the Company's auditor and were approved by the Board of Directors, who is responsible for the consolidated financial statements of the Company and its subsidiaries and the financial information that appears in the Annual Report. The financial statements are prepared according to accounting principles generally accepted in Thailand with proper accounting policies and estimation. The aforementioned statements disclose all significant information related to them in the Notes to the Financial Statements. Furthermore, the Board of Directors has instituted an effective system of internal controls to ensure with reasonable certainty that all accounts are accurate, complete, and adequate for the purpose of maintaining the Company's assets. They must also identify weak points vulnerable to significant occurrences of fraud and dishonest business practices. For this reason, the Board of Directors has appointed the Audit Committee consisting of non-executive directors to examine the quality of the Company's financial reports and system of internal controls. Their opinions in this regard are compiled in the Report of the Audit Committee, which appears in the Annual Report and Form 56-1.

Responsibility of the Board of Directors

(1) Role, Duty, and Responsibility of the Board of Directors

The Board of Directors has the obligation and responsibility to perform its duty in accordance with laws, objectives, regulations, code of conducts, and resolutions of the shareholders' meeting, as well as to consider and approve the Company's policy and management direction, financial target, and annual budgets. The Board of Directors also oversees and monitors to ensure that business operations are managed effectively and according to the Company's policy for the utmost benefits of shareholders under ethical standards with honesty and carefulness.

Business Ethics

The Board of Directors has clear policies on business ethics, which have been communicated to the management and employees on a regular basis. All concerned individuals are expected to adopt these policies and implement them with integrity, honesty, and fairness in their dealings with the Company, involved parties, the public, and society. Interactions between individuals concerned and other parties are constantly monitored. The Company has compiled and published a code of professional ethics for staff and specified penalties for violating the aforementioned code.

Conflicts of Interest

To prevent conflicts of interest, the Board of Directors carefully reviews any item that could be construed as a conflict of interest, and to establish written policies and procedures for the authorisation of transactions between related parties. The Article of Association of the Company and its subsidiaries were revised to stipulate that if there is any transaction between the Company and its subsidiaries, or the sale and acquisition of the Company's and its subsidiaries' assets, all transactions must be complied with guidelines by The Stock Exchange of Thailand regarding the inter-related transaction.

The Board of Directors is aware of each incidence of a potential conflict of interest or inter-related transaction and considers the appropriateness of each occurrence. The Company complies with principles of The Stock Exchange of Thailand whereby prices and conditions are negotiated strictly on an arm's-length basis. Details of each transaction, its value, the parties involved, and the reason or necessity of the transaction are explained in the Annual Report and Form 56-1. In particular, directors, the management and employees are not allowed to consider or vote on matters in which they may have a potential conflict of interest.

Internal Control and Internal Audit

The Company places importance on an effective and appropriate internal control system for business operations, both at the managerial and operational levels. Therefore, the Company has adjusted the structure of the organisation to be in line with the Company's objectives, business, duty, and responsibility of each strategic business unit. The Company has also clearly established the written guideline of the obligation, and scope of authority of staff and the management, has the control and monitoring system for the utilisation of the Company's assets, and has clear separation and segregation of duty and obligation for operators, the monitoring party and the evaluator. This is to balance the power and authorisation and enables appropriate cross examination among all parties involved. Furthermore, the Company also has an internal control of financial system, by setting the financial reporting structure according to the respective management in charge.

The Company conducts investigation to determine that its operations and financial activities are proceeding properly and efficiently, and are compliant with all relevant laws and regulations. In order that an internal auditing unit be independent, capable, and balanced, the Board of Directors has stipulated that its reports must be made directly to the Audit Committee and that its activities be evaluated by the Audit Committee as well.

Risk Management

The Company places great importance on risk management. The risk involved in each corporate activity is evaluated, along with measures to prevent and mitigate risk and its effect on corporate operations. The task of the management is to assess economic, financial, social, and legal risks produced by changes in circumstance, along with their impacts on competitiveness in the industry, and to decide on appropriate solutions.

(2) Meetings of the Board of Directors

The normal frequency of meetings of the Board of Directors is on quarterly basis. Other special meetings may be held as the need arises. Each meeting has a well-defined agenda, determined in advance, part of which is a regular review of operational results. The secretary to the Board issues invitation letter, along with the meeting agenda and all relevant documents, seven days in advance, so that directors may have sufficient time to study all pertinent information prior to attending the meeting. Each meeting normally lasts approximately one to two hours. In 2014, the Board of Directors held six regular meetings and six extraordinary meetings, totaling twelve meetings. The meeting attendance information in the previous year are provided under the topic "Management Structure"

The Chairman of the Board of Directors has allocated sufficient time for the proposal of issues for consideration, and encouraged directors to freely and thoroughly discuss the issue. The secretary to the Board takes the minutes of the meeting with all important details of the meeting including the discussion of the meeting and opinions of directors being clearly recorded. The minutes of the previous meetings which were approved by the Board of Directors shall be kept and ready for the examination by the directors and other related parties.

(3) Self-Evaluation of the Board of Directors

The Company is kept abreast of the performance evaluation of the Board of Directors according to the regulation set by The Stock Exchange of Thailand. The Company evaluates the performance of the Board of Directors from time to time. At present, the Company intends to carefully and appropriately set a guideline for performance evaluation of the Board of Directors, and to use evaluation results to improve performance of the Board of Directors.

(4) Remuneration of Directors and the Management

The Company's policy on remuneration of directors is straightforward and transparent. Remuneration is comparable to an industry standard and is high enough to attract and retain directors who are qualified. Having been approved by the shareholders' meeting, directors who are appointed as the Audit Committee are given increased remuneration appropriate to their greater workload.

The Board of Directors appointed the Compensation Committee, composing of members of the Audit Committee and non-executive directors, so as to give impartial and appropriate consideration to the remuneration of the Board of Directors, and the Audit Committee. Their recommendations must then be approved by the shareholders' meeting. Details of the remuneration of directors and the management are provided under the topic "Management Structure"

(5) Development of Directors and the Management

Development of Directors

The Company recognises the importance of directors who play important roles in determining the Company's policy and business plan to achieve corporate goal as well as maximising business benefits of all shareholders who trust and appoint directors to set the policy and supervise the management on business affairs operations. Therefore, the Company has aimed at continuously and consistently developing directors to be knowledgeable in all matters necessary and related to their works and the Company's business. This includes support in terms of time allocation and any related expenses for directors, the Audit Committee, the management, and employees in charge of corporate secretarial tasks, to attend or participate in training courses and seminars with various institutions such as The Stock Exchange of Thailand, The Securities and Exchange Commission, Thai Institute of Directors, and Thai Listed Companies Association. The purpose of attending training courses and seminars is to gain knowledge and understanding, as well as to be informed of any laws, rules, responsibilities, and any useful information which could be utilised and be beneficial for the business in the future.

In addition, in case of an appointment of a new director, the secretary to the Board of Directors as a person in charge of the corporate secretarial tasks of the Company will be preparing the necessary documents and information which are useful and beneficial for a director to learn and be aware of his role, obligation and responsibility. Documentation includes Directors' Manual for Thai Listed Company issued by The Securities and Exchange Commission and the Rules on obligations and responsibilities to disclose reports to the Office on each person's securities holding in accordance with section 59, and its penalty in accordance with section 275 of The Securities and Exchange Act B.E. 2535. These documents contain details of obligation and responsibility in which directors must abide by legally, including the Code of Best Practice which is a guideline of internationally accepted standards and business practices.

Development of Management and Succession Plan

The Company determines to develop the management from the middle level to the top level. For continuing business succession plan, for planning and business operations in various functions including product development, sales and marketing, finance, and other supporting functions. The Company sets up the committee consisting of the top management as deemed appropriate, and the management of each strategic business unit. Consequently, the committee holds meetings to set the working plan and coordination. The Committees include the investment committee considering and making decisions on land acquisition or other investments, the committee responsible for the Company's financial information, and the committee for product development and marketing. These committees comprise of the Chief Executive Officer, the President, and the Chief Operating Officer as core members, with the management of relevant strategic business units as members of each committee. The Company is confident that this working structure will be a good way to develop the potential of the management as they will have an opportunity to participate and be part of the team to set the plan and business operational process, and also to closely work with the management from other strategic business units. Furthermore, it is a good opportunity for them to study and learn from the experiences of the higher level management in actual business operations. Apart from being a good way to develop the potential of the management, the working structure also enables the continuity of business and the succession and transfer of responsibility among the same level of management in different strategic business units or from the higher level of management without any interruption. This is due to the fact that the working structure does not rely on an individual, but on teamwork. The coordination of each individual in a team working together synchronously has enabled the succession of works gradually in forms of learning and knowledge transmission, together with significant responsibility.

For the middle management, the Company also has development and succession plans. The top level management of each respective strategic business unit will consider and support their middle management and staff of their strategic business units who have high potential to develop and become their successors. The names of middle management will be proposed and selected to participate in the SLP (Sansiri Leadership Programme) which is a training programme to support and enhance the potential of the middle management in preparation to be executives. Employees will learn about procedures and strategies of the modern management theories, including how to become a good and effective management in the future. Furthermore, this is the building of networks for coordination among different strategic business units as employees who participate in the programme will attend classes and join the activities together. The Company also provides a training course for lower level employees of a high calibre. The top level management from different but related strategic business units will be discussing and selecting skilled employees with positive attitude to participate in on-the-job training to enable them to learn and become the middle management respectively.

Furthermore, the Company also supports seminars and excursions both domestically and overseas to help employees to gain knowledge, improve skills, and explore new visions in order to apply these skills and knowledge to their works. Every middle level management will have an opportunity to attend these training courses and seminars to improve their skills and equip themselves to be leaders and the management in the future.

The Structure of the Company's Directors

The structure of the Company's directors comprises of the Board of Directors and four sub-committees which are appointed by the Board of Directors in order to assist in corporate administration and supervision, namely: the Audit Committee, the Compensation Committee, the Corporate Social Responsibility Committee (CSR Committee) and the Executive Committee.

The Board of Directors

The Board of Directors has been elected by the shareholders' meeting in accordance with the Company's Article of Associations. The Board consists of experts who are fully qualified, under the Public Limited Companies Act, without any prohibited characteristics, for election as directors of the Company, under the criteria of the Office of The Securities and Exchange Commission and other regulatory agencies. The directors shall also be able to dedicate themselves and time to fully perform duties and responsibility.

On 31 December 2014, the Board of Directors' structure has total of ten directors, which is appropriate to the size of business. It is divided into seven non-executive directors (there are five independent directors on the board which is more than one third (1/3) of total numbers of directors on board); and three executive directors: Chief Executive Officer, President and Chief Operating Officer. The information of non-executive directors, independent directors and executive directors of the Company are provided under the topic "Details on Directors and the Management"

In this regard, non-executive directors, including the independent directors of the Company are highly experienced and knowledgeable persons who work independently with no influence of the management. Thus the Executive Committee of the Company is guided and supervised impartially by non-executive directors and the independent directors, providing sufficient balance in the opinion of the Company.

Scope of Authority and Responsibility of the Board of Directors

According to corporate regulations, the Board of Directors is authorised to make decisions and ensure that activities of the Company conform to objectives and rules of the Company, resolutions of shareholders' meetings, and all relevant laws. This decision-making authorisation does not include matters that must first be approved by the shareholders' meeting as specified by the law and regulations of The Securities and Exchange Commission and The Stock Exchange of Thailand. The corporate regulations permit the Board of Directors to appoint the Executive Committee that controls daily affairs of the Company in accordance with policies and budget approved by the Board of Directors and any other matters assigned to it by the Board. Activities include operations that fall within the scope of responsibility assigned to the Executive Committee and screening for other matters beyond that scope for the Board of Directors to consider. The corporate regulations, moreover, authorise the Board of Directors to appoint other committees to assist the Board in its managerial responsibility.

Sub-Committees of the Company

1. The Audit Committee

The Audit Committee is appointed by the Board of Directors and their term is three years. The committee members have the required knowledge and qualifications as stipulated by The Securities and Exchange Commission (SEC) and The Stock Exchange of Thailand. On 31 December 2014, the Committee members are Mr. Mana Noppun who is a Chairman of the Audit Committee with other members, Mr. Jesadavat Priebjrivat and Mr. Supanit Chaiyawat who is appointed in replacement of Mr. Wirat Uanarumit, effective from 11 November 2014. All members are independent directors, having adequate expertise and experience to audit creditability of the Company's financial reports.

Scope of Duty and Responsibility of the Audit Committee

The Audit Committee of the Company has the scope of duty and responsibility as appointed by the Board of Directors on the following matters:

- (1) To review the Company's financial reporting process to ensure that it is accurate and adequate
- (2) To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit
- (3) To review the Company's compliance with the law on securities and exchange, the regulations of The Stock Exchange of Thailand, and the laws relating to the Company's business
- (4) To consider, select and nominate an independent person as the Company's auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with an auditor at least once a year
- (5) To review the Connected Transactions, or transactions that may lead to conflicts of interest, to ensure that they are in compliance with the laws and regulations of The Stock Exchange of Thailand, and are reasonable and for the highest benefit of the Company
- (6) To prepare and to disclose in the Company's annual report, an Audit Committee's report which must be signed by the Chairman of the Audit Committee and consist of at least the following information:
 - (a) An opinion on the accuracy, completeness and creditability of the Company's financial report
 - (b) An opinion on the adequacy of the Company's internal control system

- (c) An opinion on the compliance with the law on securities and exchange, the regulations of The Stock Exchange of Thailand, or the laws relating to the Company's business
- (d) An opinion on the suitability of an auditor
- (e) An opinion on transactions that may lead to conflicts of interest
- (f) The number of the Audit Committee meetings, and the attendance of each member at such meetings
- (g) An opinion or overview comment received by the Audit Committee from its performance of duty in accordance with the charter, and
- (h) Other transactions which, according to the Audit Committee's opinion, should be known to shareholders and general investors, subject to the scope of duty and responsibility assigned by the Company's Board of Directors

- (7) To perform any other act as assigned by the Board of Directors, with an approval of the Audit Committee

In its performance of duty as described above, the Audit Committee must be directly responsible to the Board of Directors, while the Board of Directors shall remain responsible to third parties for operations of the Company.

2. The Compensation Committee

The Compensation Committee consists of three non-executive directors, namely: Mr. Mana Noppun who is a Chairman of the Compensation Committee with other members, Mr. Jesadavat Priebjrivat and Mr. Porntat Amatavivadhana.

Scope of Authority and Responsibility of the Compensation Committee

- (1) To provide recommendation to the Board of Directors with respect to the policy and criteria for determining annual remuneration, both cash and non-cash reward, to be given to directors by considering the justifiable, reasonable and appropriate remuneration for the scope of duty and responsibility of directors that is comparable with the remuneration rate of other companies in the same industry, provided that such remuneration is submitted for approval in the shareholders' meeting
- (2) To consider the annual remuneration, annual salary adjustment, change in salary rates, and other remuneration according to positions, benefits, as well as terms and conditions of employment, of the Chief Executive Officer and the President
- (3) To provide recommendation to the Board of Directors with respect to the policy and criteria for determining annual remuneration and other benefits to be given to senior executives, according to their positions
- (4) To consider and provide opinions in the event that the Company would like to issue and allot warrants, which are more than five percent of total warrants issued in each lot of allocation, to directors and executive employees of the Company and/or its subsidiaries, as well as determine the name of directors and executive employees being entitled to receive warrants more than five percent and number of warrants to be issued and allotted to each of them, subject to relevant laws, rules and regulations
- (5) To perform any other act as assigned by the Board of Directors in relation to the determination of significant compensation

3. The Corporate Social Responsibility Committee (CSR Committee)

The Corporate Social Responsibility Committee (CSR Committee) is appointed by the Board of Directors namely: Mr. Srettha Thavisin who is a Chairman of the CSR Committee with other members, Mr. Jesadavat Priebjrivat and Mr. Porntat Amatavivadhana.

The CSR Committee consists of three directors with the President as the Chairman and the other two shall be selected from amongst directors, employees, independent advisors or specialists. Members of the CSR Committee who are directors or independent specialists have a three-year term and could be re-elected for the purpose of continuity. Members of the CSR Committee who are employees including the President have the term of office as deemed appropriate by the Board of Directors.

Scope of Duty and Responsibility of the CSR Committee

- (1) To review CSR policy and activities and submit to the Board of Directors for approval
- (2) To agree and establish a CSR strategy of Sansiri Group's to ensure that it remains an integral part of the group strategy and its implementation in practice and that the Group's social, environmental and economic activities are aligned
- (3) To review the CSR annual plan and budget and submit to the Board of Directors for approval
- (4) To review and monitor progress of CSR activities and evaluate the success and quality of CSR Programmes
- (5) To promote CSR programmes and encourage participation among directors and employees
- (6) To elect the CSR Working Group to develop the CSR Plan and create CSR Programmes
- (7) To conduct CSR-related issues as assigned by the Board of Directors

4. The Executive Committee

The Executive Committee is appointed by the Board of Directors to supervise and control daily affairs of the Company. Being selected from a list of the Company's top management or independent advisors, members of the Executive Committee must not be directors of the Company (except members of the Executive Committee no. 1-3 on the list as shown below). Moreover, in 2014, the Board of Directors had resolved to appoint an additional member, i.e. Mr. Suriya Wannabuit, effective from 13 February 2014.

On 31 December 2014, the Executive Committee presently consists of:

Name			Positions
1.	Mr. Apichart	Chutrakul	Chairman of the Executive Committee
2.	Mr. Srettha	Thavisin	Deputy Chairman of the Executive Committee
3.	Mr. Wanchak	Buranasiri	Member of the Executive Committee
4.	Mr. Thalin	Aeimtitiwat	Member of the Executive Committee
5.	Mr. Monthian	Soisuwan	Member of the Executive Committee
6.	Mr. Uthai	Uthaisangsuk	Member of the Executive Committee
7.	Mr. Nopporn	Boonthanom	Member of the Executive Committee
8.	Mr. Metha	Angwatanapanich	Member of the Executive Committee
9.	Mr. Manu	Trakulwattanakit	Member of the Executive Committee
10.	Mr. Somchai	Charntanawet	Member of the Executive Committee
11.	Mr. Suriya	Wannabuit	Member of the Executive Committee
12.	Miss Natthaluck	Sakulpoonyapond	Member of the Executive Committee and Secretary to the Executive Committee

Scope of Authority and Responsibility of the Executive Committee

- (1) To supervise and control daily affairs of the Company so that they conform to policies and budget approved for them by the Board of Directors. This includes making business plans, directions, strategies, and organisational structures, and managing the Company's operations. Corporate expenditures must conform to economic conditions and the competition encountered by the Company, according to the aforementioned policies and budget. The Committee must also monitor results of corporate operations and ensure that they accord with the approved business plan of the Company.
- (2) To conduct any other affairs assigned to it by the Board of Directors, including authorisation of operations that fall within the scope of authority assigned to the Executive Committee by the Board of Directors, which authority is subject to periodic review.
- (3) To screen for other matters beyond the Committee's scope of authority before passing them to the Board of Directors for consideration.

Nonetheless, the authorisation assigned by the Board of Directors shall not cause the Executive Committee, the President or any proxy to approve transactions that he or potentially conflicted persons may involve directly or indirectly in advantage/disadvantage, or any involvement causing conflicts of interest to the Company or any related transactions which referred by the Articles of

Association of the Company, the regulations of The Securities and Exchange Commission, except normal business transactions such as buying or selling products or services of the Company in accordance with the policy, rules and budget which were approved by the Board of Directors.

Selection of Directors and the Management

Selection of the Company's directors must be approved by the shareholders' meeting, unless a position falls vacant for some other reasons than the normal expiry of a director's term of office. The Board of Directors may then elect a replacement at its next meeting to fill that position only for the remaining term, unless the remaining period is less than two months. Appointments of independent directors and the Audit Committee will be made by the Board of Directors from a list of qualified persons generally accepted by the business sector and appropriate academic realm and nominated by the Chief Executive Officer and the President for that purpose, or proposed for appointment at the shareholders' meeting, as is the case with directors of the Board whose names are proposed jointly by the Chief Executive Officer and the President.

Method of Election of Directors at the Shareholders' Meeting

The Company's regulations differ from the method stipulated by Article 70, Clause 1 of the Public Companies Act of B.E. 2535. The Company's regulations require that the Board of Directors must be approved by a majority of votes in the shareholders' meeting, with one vote for each share. Election may be of individuals or of groups, as the shareholders' meeting deems appropriate. A shareholder may not divide his/ her votes among several individuals or groups. At each Annual General Meeting of Shareholders, one third of the positions on the Board becomes vacant, and those whose terms have expired may be re-elected for another term of office.

Selection of Independent Director

The Company specifies the qualification of its independent director in accordance with the requirements of The Securities and Exchange Commission and The Stock Exchange of Thailand, as follows:

- (1) Holds shares not exceeding one percent of total voting shares of the Company, its parent company, subsidiaries, associates, major shareholders, and controlling parties of the Company, provided that shares held by related parties of an independent director shall be included
- (2) Is not or has never been an executive director, employee, staff, advisor who receives salary, nor controlling party of the Company, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of the Company
- (3) Is not the person who has relationship by means of descent or legal registration under the status of father, mother, spouse, brothers and sisters, and children. The prohibitive persons also include spouses of daughters and sons of the management, major shareholders, controlling party or the person who is in the process of nomination as the management or controlling party of the Company or its subsidiaries

- (4) Has no or never had business relationship with the Company, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the Company in respect of controlling which may harm an independent decision-making, including not being or never been a significant shareholder, or controlling party of any persons having business relationship with the Company, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the Company
- (5) Is not or has never been an auditor of the Company, its parent company, subsidiaries, associates, major shareholders, or controlling parties of Company, and is not a significant shareholder, controlling party, or partner of the auditing firm which employs an auditor of the Company, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the Company
- (6) Is not or has never been the professional service provider, including but not limited to legal consultant or financial advisor who received the service fee more than two million baht per year from the Company, its parent company, subsidiaries, associates, major shareholders, or controlling parties, and is not a significant shareholder, controlling party, or partner of the aforementioned service firms
- (7) Is not a director who is nominated as the representative of directors of the Company, major shareholders, or any other shareholders related to major shareholders
- (8) Do not operate the same and competitive business with the business of the Company, or its subsidiaries, or is not a significant partner of the partnership, or is not an executive director, employee, staff, advisor who receives salary, nor holds shares exceeding one percent of total voting shares of any other companies which operate the same and competitive business with the business of the Company, or its subsidiaries
- (9) Is not any otherwise which is unable to have an independent opinion regarding the business operation of the Company

After being appointed as an independent director in accordance with the conditions under the article (1) - (9), the independent director may be assigned by the Board of Directors to make decision in respect of collective decision on business operation of the Company, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of Company.

The definition of the independent director of the Company is equal to the minimum requirement of The Securities and Exchange Commission and The Stock Exchange of Thailand.

Supervision of Subsidiaries' Operations

The Board of Directors has appointed the Chief Executive Officer, President, Chief Operating Officer and other senior executives to serve as members on the boards in the subsidiaries that the Company held 100 percent of the shares. This policy states that those individuals have the duty and responsibility to act in the best interest of the company they serve as a director, and also controlling that important policies set by its subsidiaries will perform in the same direction with the Company.

Supervising the Use of Inside Information

The Company determines the management and directors who are obliged to report their holdings of the securities according to the definition of Securities and Exchange Commission regulations, have signed an acknowledgement to report any change to their shareholding in the Company within 3 working days of any transaction. This responsibility is assumed upon their appointment to their position. And also report their holdings of the Company's securities with every change in the holdings of the Company's shares. This is one measure to enable the Company to determine whether any purchase of shares relied on the use of inside information by the abovementioned persons.

In addition, according to the Company's policy on the disclosure of significant corporate information, the Board of Directors and the management, along with relevant department heads who may have significant inside information that would affect the Company's share price, are prohibited to sell or buy the Company's securities during one month prior to the release of financial statements or the inside information to the public. The Company has reiterated that significant information must be strictly shared among those who need to know. Other executives should only come to know of the information at the same time as it is disclosed to the public. By these methods, the Company believes that if inside information were used for personal gain, the scope of an investigation would be effectively limited and the persons responsible will be quickly identified and penalised.

Audit Fee and Non-audit Fee

Audit Fee

For the fiscal year 2014, the Company and its subsidiaries paid a total audit fee of 6 Million Baht to EY Office Limited (Formerly known as Ernst & Young Office Limited), which is the auditor of the Company. On this amount, the Company paid 1.95 Million Baht and 4.05 Million Baht for its subsidiaries.

Non-audit Fee

For the fiscal year 2014, the Company and its subsidiaries paid for non-audit fee to EY Office Limited, which is the auditor of the Company as follows:

- (a) A total of 100,190 Baht is paid for Audit Instruction Charge
- (b) Other non-audit fee to be paid in the future as the agreed services are not completed: - None -

INTERNAL CONTROLS AND RISK MANAGEMENT

Sansiri highly recognises the importance of internal control system and ensures a suitable monitoring and supervision to bring about higher efficiency. The Board of Directors has assigned the Audit Committee, which work independently, to regularly oversee and review the internal control system to ensure appropriateness and effectiveness of the current system. Thus, the internal control system must be efficient enough to protect the assets of Sansiri Group while preventing the misuse of assets by the Management. The thorough disclosure is required to ensure transparency and ability to be audited, according to Good Corporate Governance practice. This system, therefore, is meant to safeguard the interests of shareholders and provide justice for all groups of stakeholders.

Sansiri's internal control system is set up to harmonise with corporate operations and management in five areas, consist of: (1) the organisation and its surroundings; (2) risk management; (3) control of management's operations; (4) information and communication systems; (5) monitoring systems.

1. The Organisation and its Surroundings

Sansiri's organisation structure was set up in a way that operations of the management can be easily controlled. The Board of Directors, consists of three directors from the Management, along with seven external directors who are either qualified individuals of eminence or the Audit Committee. This composition of the Board facilitates checks and balances for fair, effective decision-making. According to the management structure, responsibilities have been clearly divided among three basic areas of internal control, consist of authorising, recording financial data and other information, and asset management.

In this regard, Sansiri has set up the Office of Internal Audits, which acts independently and reports directly to the Audit Committee. The Office of Internal Audits helps in monitoring, evaluating, and improving the internal control system. It consistently examines important issues in accounting and finance as well as compliance with the relevant rules in order to ensure that the operations of the Company are carried out according to the objectives of the internal control in an efficient and effective way. If a fault is detected, it will notify the relevant authorities to provide solutions or improvements in which will be further reported to the Audit Committee and the Board of Directors.

2. Risk Management

Sansiri's annual business plan sets forth clear and measurable targets conforming to the corporate vision. The analysis of various types of risks is utilised to draw up the annual plan as well as determine operational strategies, benchmarks, and monitoring tools. An accounting system measures costs of each business activity on a separate basis, enabling Sansiri to evaluate the gain or loss in each activity and make a judgment on competitiveness of each business activity. During implementation of the plan, moreover, the relevant risk factors are regularly monitored and assessed to determine

the likelihood of the risk. If any single factor changes or becomes more prominent than originally anticipated, Sansiri will be able to adjust strategies or institute measures to prevent or prepare for the risk in time.

3. Control of the Management’s Operations

The Board of Directors has appointed two committees, the Audit Committee and the Compensation Committee, both of which strictly adhere to the scope of authority, duty, and responsibility assigned to them.

Sansiri sets the scope of authority and responsibility for each function properly, in accordance with the decentralisation and high efficiency. Sansiri constantly monitors operations of subsidiaries, and has put in place means whereby to monitor their operations and ensure that both Sansiri and subsidiaries are in compliance with regulations and all relevant legislation. Sansiri has, furthermore, determined a clear vision that serves as a guideline directing the work of all units within the organisation, and propagated it throughout the Company on a consistent basis. Sansiri has, besides this, selected a corporate culture and promoted activities that reinforce the culture, thereby promoting the same, harmonious companywide values, procedures, and workplace environment. It is the corporate culture that will strengthen honesty, responsibility, and integrity of all employees and ensure Sansiri’s sustainable success.

4. Information and Communication Systems

In light of the importance of information and communication systems, Sansiri has upgraded its computerised database management system. The new process will facilitate the gathering and management of data as well as improve the accuracy and efficiency of operational reports. Sansiri currently possesses, moreover, an internal computer network that links outside agencies to the Company, thus making overall communications within and outside the Company more rapid and effective. These systems have been established with sufficiently elaborate information security safeguards.

5. Monitoring Systems

The Board of Directors met 12 times in 2014, and the Audit Committee reported on its findings to the Board of Directors every quarter. The Management is responsible for examining and monitoring operational results to do an analysis of financial impact on a continual basis. Sansiri holds a meeting of senior management from every department to report on progress according to the corporate plan at least once a year. This is in addition to the regular monitoring of Sansiri’s operational systems and conformity to the plan’s benchmarks at various levels of command within the organisation. These meetings facilitate, by other means, the flow of information across departmental boundaries. If any defect is found, a report of it is made to the Audit Committee or the Board of Directors for decision and resolution.

During the Board of Directors’ meeting No.3/2015 held on 27 February 2015, the Audit Committee had presented the assessment on Sansiri’s internal control system in accordance with an evaluation form provided by The Securities and Exchange Commission. Following an inquiry into details with the management, the Board of Directors had agreed upon the Audit committee that Sansiri Group has complied with generally accepted standards of accounting, guidelines by The Securities and Exchange Commission, and regulations of The Stock Exchange of Thailand in making quarterly financial reports, the yearly financial statements, and the consolidated financial statements of subsidiaries, correctly and consistently. It was agreed that the preparation and disclosure of these financial statements were accurate, adequate, and timely, and that Sansiri’s internal control system was sufficient, appropriate, and could be adjusted effectively to changing circumstances. It was agreed, moreover, that by these means Sansiri and subsidiaries would achieve objectives, and that they were in compliance with all relevant legislation and regulations. Neither body discovered any deficiencies that would damage Sansiri’s operations.

In addition, the Company’s financial statements in 2014, which was audited by a Certified Public Accountant of EY Office Limited, present no significant flaw of the internal control that have impact on the financial statements.

Internal Audit Manager

Mrs. Supanan Rueangjirapa acts as an internal audit manager of the Company. The Audit Committee has agreed that the person has knowledge, skills, work experiences and adequate trainings to perform her duties. During the past year, Mrs. Supanan Rueangjirapa had presented the procedure of the internal audit department to the Audit Committee in order to ensure the efficiency and effectiveness of the internal audit.

The details of the Internal Audit Manager are as follows:

Name - Surname	Mrs. Supanan Rueangjirapa
Position	Senior Section Manager - Internal Audit
Age	59 years
Education	Bachelor of Business Administration (Accounting), Thammasat University
Training	Internal Audit Role Internal Audit Conference 2010
Shareholding (%)	-None-
Relationship with executives	-None-
Work experience in the past 5 years	Senior Section Manager - Internal Audit Sansiri Public Company Limited

INTER-RELATED TRANSACTION

During the financial year ending 31 December 2014, the Company and its subsidiaries had no inter-related transaction with major shareholders, directors, and related persons.

Policies or Tendency for Inter-Related Transactions in the Future

The Company's policy is to engage in transactions to the extent that such transactions serve the best interests of the Company at the time. The conditions applicable to such transactions are those that obtained during normal periods of business, at normal market rates, for entities or businesses that are non-related.

For future inter-related transactions, the Audit Committee and the Company will jointly ensure that they comply with the laws and regulations pertaining to securities, guidelines set by The Stock Exchange of Thailand, as well as the requirement regarding the disclosure of such transactions and the acquisition or sale of assets belonging to the Company and its subsidiaries.

REPORT OF THE AUDIT COMMITTEE

Dear Shareholders,

The Audit Committee of Sansiri Public Company Limited composes of three independent directors, who have professional proficiency in the fields of management. They are Mr. Mana Noppun as a Chairman of the Audit Committee with other two members, Mr. Jesadavat Priebjrivat and Mr. Supanit Chaiyawat. In addition, Mr. Wirat Uanarumit has resigned from the position of a committee member, effective on 29 August 2014. Then the Board of Directors has resolved to appoint Mr. Supanit Chaiyawat as a member of the Audit Committee to fulfill the position vacated earlier, effective from 11 November 2014 onwards.

The Audit Committee performs the tasks assigned to it by the Board of Directors. It acts independently, however, and is unconstrained in its access to information and always receives good cooperation from the Company, in conformity to regulations of The Stock Exchange of Thailand. In 2014, the Audit Committee held five meetings; consisting of four regular meetings and one special meeting attended only by the committee members and the Company's external auditors without the presence of any management of the Company. Moreover, the Audit Committee also discussed and exchanged views with the management, the external auditors, as well as its internal audit officer as deemed appropriate.

The Audit Committee has not only supported the Board of Directors to perform its duties and responsibilities, but also closely monitored to ensure the good corporate governance. Its performance are summarised as follows:

1. Review of The 2014 Financial Statements

The Audit Committee reviewed the quarterly and annual financial statements of Sansiri Public Company Limited, as well as its consolidated quarterly and annual financial statements that were reviewed and audited by the independent auditors, who are certified public accountants to the Board of Directors for approval; the Audit Committee had reviewed these statements based on its queries and explanations provided by the management. The review shows that these financial reports were in conformity to generally accepted accounting principles, accurate, complete, and reliable with a sensible choice of accounting policies, as well as provided sufficient disclosure.

2. Review of Internal Control System

The Audit Committee, regularly in cooperation with the internal audit officer, and also has made suggestions on improving effectiveness of internal control. The review shows that the Company's internal control system is sufficient, appropriate and being regularly updated to cope with the changing environment, as well as comply with all applicable laws and relevant regulations affecting operations of the Company. In addition, the Audit Committee has emphasised that the management must continue improving the internal control system to be highly effective at all times.

3. Review of Disclosure of Connected Transactions and Potential Conflicts of Interest

The Audit Committee has examined and reviewed the disclosure of intercompany transactions that might have occurred between the Company, its subsidiaries and its associated companies which may represent conflicts of interest. The review showed full and sufficient disclosure that complied accordingly with requirements of The Stock Exchange of Thailand. The Audit Committee is of the opinion that such transactions were part of the normal course of business, on an arm's length basis and fair conditions, and in the best interests for the Company.

4. Review of Compliance with Laws and Regulations

The Audit Committee had regularly reviewed the processes and procedures to ensure compliance with regulations regarding securities and The Stock Exchange of Thailand, guidelines by The Stock Exchange of Thailand, and other related business acts. The Audit Committee is of the opinion that the Company has always acted in compliance with laws, regulations and relevant rules.

5. Overseeing and Monitoring the Internal Control Matters

The Audit Committee, in cooperation with the internal audit officer, has reviewed the report on internal control matters on quarterly basis. The information technology system was also continuously developed and fully utilised to support the auditing work. The Audit Committee is of the opinion that the internal control was conducted in the independent and effective manners with the sufficiently elaborate information security safeguards. Moreover, the summary of findings and the guidelines to prevent or mitigate any potential risks were sent to the involved parties for their further actions.

6. Good Corporate Governance

The Company realises the importance of good corporate governance and has focused our operations to ensure the efficiency, transparency, and good business ethics, resulting in our integrity known among shareholders, investors, and all parties involved.

In 2014, the Audit Committee had fully utilised its expertise and capabilities without any constraints in its access to information from the directors, the management, employees, and all involved parties, to independently perform its duties as appointed by the Board of Directors. The Audit Committee also expressed opinions and made recommendations for equitable benefits to all relevant stakeholders.

Considering the overall operations of the Company, the Audit Committee is convinced that the Company adheres to good business ethics, that the Board of Directors and the management have determined to professionally perform their duties to successfully run the Company and achieve corporate goal as planned, that the reports on financial information and operation are correct, that its internal control systems and internal audit systems are effective, that its corporate governance is based on the principles including transparency, integrity, accountability, competitiveness, and credibility, and that its financial reports are in conformity to generally accepted accounting principles with sufficient disclosure of accurate and reliable information. The Company has always acted in compliance with all related regulations.

On behalf of the Audit Committee,



Mr. Mana Noppun
Chairman of the Audit Committee

REPORT ON THE BOARD OF DIRECTORS' RESPONSIBILITY FOR FINANCIAL STATEMENTS

The Board of Directors of Sansiri Public Company Limited is responsible for the financial statements and the consolidated financial statements of the Company and its subsidiaries, including all other financial information stated in its annual report. The financial statements have been prepared in accordance with the generally accepted accounting principles and standard under appropriate accounting policies and regular adherence to them with prudence and rationality. All material information has been sufficiently disclosed in the notes to financial statements, which is useful to all shareholders and investors.

The Board of Directors has provided and maintained appropriate internal control system and risk management to ensure accurate and comprehensive financial records on a timely basis to maintain assets and prevent fraud or significantly unusual operation. In this connection, the Board of Directors has appointed the Audit Committee, which is comprised of independent directors, to oversee and review the financial statements to ensure the reliability and accuracy, as well as to assess the efficiency and effectiveness of internal control and internal audit. The Audit Committee has expressed an opinion regarding aforementioned matters in the report of the Audit Committee included in the annual report.

The Board of Directors has an opinion that Sansiri Public Company Limited has maintained effective internal control system to provide reasonable assurance that the financial statements and the consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2014 are reliable in accordance with generally accepted accounting principles and comply with all relevant and applicable rules and regulations.



Mr. Kovit Poshyananda
Chairman of the Board of Directors



Mr. Apichart Chutrakul
Chairman of the Executive Committee

TABLE OF KEY FINANCIAL RATIOS

Financial Ratio		2012	2013	2014
Liquidity Ratio				
Current Ratio	Times	2.26	2.73	2.37
Quick Ratio	Times	0.19	0.11	0.13
Operating Cash Flow to Total Debt	Times	(0.09)	(0.22)	(0.12)
Accounts Receivable Turnover	Times	672.09	667.23	587.42
Collection Period	Days	0.54	0.54	0.61
Inventory Turnover	Times	0.64	0.46	0.35
Inventory Turnover	Days	558.82	774.57	1,023.54
Accounts Payable Turnover	Times	11.17	9.51	8.88
Payment Period	Days	32.22	37.84	40.56
Cash Cycle	Days	527.14	737.27	983.59
Profitability Ratio				
Gross Profit Margin (of Core Revenue)	%	33.26	32.62	32.71
Gross Profit Margin (of Revenue from Project Sales)	%	33.38	33.04	33.56
Net Profit Margin	%	9.77	6.66	11.49
Return on Equity	%	21.71	11.95	16.20

Financial Ratio		2012	2013	2014
Efficiency Ratio				
Return on Total Assets	%	7.06	3.62	5.10
Return on Fixed Assets	%	77.15	40.35	59.27
Asset Turnover	Times	0.72	0.54	0.42
Financial Ratio				
Debt-to-Equity Ratio	Times	2.05	2.52	1.95
Gearing Ratio	Times	1.58	2.03	1.58
Net Gearing Ratio	Times	1.35	1.91	1.45
Interest Coverage	Times	3.58	1.98	2.54
Debt Service Coverage Ratio	Times	0.34	0.35	0.44
Payout Ratio	%	50.00	50.00	50.00
Per Share				
Book Value per Share	Baht	2.06	1.72	2.40
Earnings per Share	Baht	0.40	0.19	0.33
Dividend per Share	Baht	0.17	0.10	0.12
Growth Ratio				
Total Assets	%	26.67	29.13	21.83
Total Liabilities	%	25.79	37.42	12.47
Total Shareholders' Equity	%	28.52	12.11	45.40
Revenue from Sales and Services	%	45.17	(4.10)	(1.76)
Operating Expenses	%	44.83	12.83	(19.12)
Net Profit	%	45.82	(34.33)	75.84

MANAGEMENT DISCUSSION AND ANALYSIS

Summary of Market Condition for the Year 2014 and Economic Outlook for the Year 2015

In 2014, Thai economy grew by 0.7 percent (Source: Office of the National Economic and Social Development Board or NESDB), compared to a 2.9 percent growth of last year. The household consumption grew slightly while government spending, private investment, as well as industrial, construction and export sector contracted.

In 2014, the household consumption expanded by 0.3 percent, the same growth rate as last year. In the fourth quarter of 2014, the Consumer Confidence Index pertaining the overall economic situation rose from the first three quarters. Nevertheless, the private investment contracted by 1.9 percent as the direct investment in machinery and equipment as well as in construction decelerated. The export value was at USD 224,792 Million, a decrease of 0.3 percent compared to that of last year.

The slowdown in consumption and export sectors resulted in a decreasing growth rate of production in several sectors. The manufacturing sector and construction sector decreased by 1.1 percent and 3.8 percent respectively. The hotel and restaurant sector decreased by 2.1 percent, in line with a 6.7 percent decrease in the number of tourists, totaling 24.8 million visitors. Nevertheless, the agricultural sector and real estate sector grew by 1.1 percent and 0.4 percent respectively. In addition, both the inflation rate and the interest rate remained at low level, with the acceptable level of the employment rate and low unemployment rate of 0.8 percent.

The real estate sector in 2014 slowed down from the previous year, as can be seen from the 4 percent decrease in housing transfer value in Bangkok and its vicinities. Based on the report by the Real Estate Information Center (REIC), the number of new registration units in Bangkok and its vicinities in 2014 was 131,374 units, a slight decrease of 1 percent from that of last year. The new registration units of single-detached houses and condominiums increased by 9 percent and 2 percent while the new registration units of townhouses decreased by 17 percent from that of the previous year. The real estate sector in the first half of 2014 experienced a slowdown due to the political uncertainty. Nevertheless, the confidences of both consumers and developers recovered as the political situation had eased its tension. In addition, there were several supporting factors to the real estate market including the investment of the government's infrastructure projects as well as the low interest rate of mortgage loans.

As for the economic outlook for 2015, the NESDB forecasts that the economy will expand at the rate of 3.5 to 4.5 percent. The main driving factors for this growth include the gradual improvement in export sector following the global economic recovery, with the expected growth rate of 3.5 percent from that of last year. In addition, the increase in private investment, the growth of tourism sector, the increase in government spending and investment projects, the expansion of car sales and production, as well as the decline in crude oil price would help contribute to the growth of the real estate sector.

Financial Results

Total revenue in 2014 amounted to 29,527 Million Baht, increased by 2 percent from 28,987 Million Baht in 2013. The increase in total revenue was driven by the increase in revenue from business management and other revenues. The increase in other revenues came from the gain from the sale of property to the property fund amounting 768 Million Baht, and gain from the sale of land amounting 309 Million Baht. In this regard, revenue from project sales remained the core revenue representing 92 percent of total revenue. For the year 2014, Sansiri and its subsidiaries reported net profit of 3,393 Million Baht, a significant increase of 76 percent from net profit of 1,930 Million Baht in 2013 due to the increase in total revenue and the significant decrease in operating expense.

Revenue from Property Development for Sale

The breakdown of revenue from property for sale during 2012 – 2014 is as follows:

	2012		2013		2014	
	Million Baht	%	Million Baht	%	Million Baht	%
Single-detached houses	9,406	32.5	10,166	36.7	11,488	42.2
Townhouses / Home Office	4,635	16.0	2,367	8.5	1,622	6.0
Condominiums	14,804	51.1	15,157	54.7	14,045	51.7
Others	109	0.4	34	0.1	20	0.1
Total	28,954	100.0	27,724	100.0	27,174	100.0

In 2014, Sansiri and its subsidiaries reported a decrease in revenue from townhouse and condominium projects, resulting in a 2 percent decrease in revenue from project sales from 27,724 Million Baht in 2013 to 27,174 Million Baht in 2014. To the total revenue from project sales in 2014, 14,045 Million Baht revenue from condominium projects contributed 51.7 percent, 11,488 Million Baht revenue from single-detached house projects contributed 42.2 percent, and the revenue of 1,622 Million Baht from townhouse projects contributed 6.0 percent.

Revenue from single-detached house projects in 2014 amounted to 11,488 Million Baht, a 13 percent increase from 10,166 Million Baht in 2013. The main contributors were the nine single-detached house projects under the brand “Setthasiri” which contributed 4,347 Million Baht of revenue, and the five single-detached house projects under the brand “Narasiri” which contributed 2,341 Million Baht of revenue. Altogether, they contributed 24.6 percent of total revenue from project sales. In this regard, Narasiri Bangna had the highest contribution to the total revenue from single-detached house projects in 2014 amounted to 1,551 Million Baht.

Revenue from townhouse projects in 2014 amounted to 1,622 Million Baht, a decrease of 32 percent compared to the previous year. The declining revenue was in respect of the investment plan with

decreasing portion of townhouse projects in portfolio. In this regard, the main contributors were the 612-Million Baht revenue from seven townhouse projects under the brand “Town Avenue”, together with the 550-Million Baht revenue from three townhouse projects under the brand “Habitown”. Habitown Fold Tiwanon-Chaengwattana project contributed the biggest portion to the total revenue from townhouse projects in 2014.

In 2014, revenue from condominium projects accounted for 52 percent of the total revenue from project sales. The revenue decreased by 7 percent, from 15,157 Million Baht in 2013 to 14,045 Million Baht in 2014. Despite the higher number of new completed condominium project ready for the transfer of ownership in 2014, the lower project values made the revenue from condominium projects in 2014 decreased from that of last year. The revenue from condominium projects came from five major contributors including The BASE Rama 9 -Ramkamhaeng, HQ, dcondo Campus Resort Rangsit, Baan Sanngam, and dBURA Prannok, altogether contributed 6,143 Million Baht or 23 percent to the total revenue from project sales.

Revenue from Property Services

Revenue from projects for rent decreased by 40 percent from 126 Million Baht in 2013 to 76 Million Baht in 2014 due to the sale of Siripinyo Building in 1Q-2014 in which the revenue from office for rent was no longer recorded since 2Q-2014. Revenue from business management in 2014 amounted to 606 Million Baht, with an increase of 21 percent from last year. The increase was driven by an increase in revenue from property brokerage services and property management business with higher number of properties under management. Moreover, revenue from other services including revenue from hotel business and education business amounted to 237 Million Baht. It decreased by 4 percent from that of previous year as the operation of medical spa business was suspended since 3Q-2013. Nevertheless, revenue from hotel business increased from 2013 due to the operation of a newly-opened hotel named “Escape Sansiri Hotel Collection Khao Yai”.

Cost of Goods Sold and Operating Expenses

Cost of Project Sales and Other Costs

For the year 2014, cost of project sales amounted to 18,056 Million Baht, a 3 percent decrease from that of the year 2013, in accordance with a decrease in revenue from project sales. Gross profit margin of project sales increased from 33.0 percent in 2013 to 33.6 percent in 2014 due to the higher gross profit margin of townhouse and condominium projects. Cost of projects for rent amounted to 60 Million Baht, a decrease of 15 percent from that of last year, while cost of business management grew up by 49 percent corresponding to the increase in revenue from business management. It amounted to 504 Million Baht in 2014 from 339 Million Baht in 2013. In addition, cost of other services including hotel business and education business decreased by 2 percent. In this regard, the cost of hotel business was increased due to the operation of a newly-opened hotel named Escape Sansiri Hotel Collection Khao Yai.

Selling, General and Administrative Expenses

Sansiri and its subsidiaries recorded selling and administrative expense in 2014 at 5,506 Million Baht, accounted for 18.6 percent of total revenue, a decline from 23.5 percent from that of last year. Selling expenses in 2014 were at 2,633 Million Baht or 8.9 percent of total revenue, a decrease from 3,956 Million Baht or 13.6 percent of total revenue in 2013 due to the fewer number of new project launches together with the cost efficiency measures. The administrative expenses (including management benefit

expenses) amounted to 2,873 Million Baht, a slight increase from 2,852 Million Baht in 2013. The percentage of administrative expense to total revenue in 2014 remained unchanged at 9.7 percent.

Financial Expense

In 2014, financial expense increased from 616 Million Baht in 2013 to 646 Million Baht due to the interest expenses incurred by the undeveloped land plots, which were acquired and still in the design and marketing process. In addition, the interest expense of completed condominium projects that were ready for transfer of ownership was included in the financial expenses as well.

Net Profit

For the year 2014, Sansiri and its subsidiaries reported net profit of 3,393 Million Baht, a significant increase of 76 percent from 1,930 Million Baht in 2013. The net profit margin increased from 6.7 percent of total revenue in 2013 to 11.5 percent of total revenue in 2014 mainly due to the increase in total revenue and the significant decrease in operating expense. In addition, an effective corporate income tax in 2014 was at 21.6 percent of earnings before corporate income tax.

Assets

Total assets of Sansiri and its subsidiaries as of 31 December 2014 amounted to 73,147 Million Baht, an increase of 13,107 Million Baht from that of 31 December 2013. Following the successful business expansion and construction progress of housing units to be transferred to customers in the future, the property development for sale increased significantly by 11,428 Million Baht. As a result, total current assets as of 31 December 2014 was at 65,281 Million Baht, an increase of 12,324 Million Baht from that of 31 December 2013. Total non-current assets as of 31 December 2014 was at 7,867 Million Baht, increased by 784 Million Baht from that of 31 December 2013 due to an increase in land held for development and loans to BTS Sansiri Holding One Limited which was the joint venture company between Sansiri and BTS Group Holdings PLC.

Liabilities

Total liabilities of Sansiri Group amounted to 48,331 Million Baht as of 31 December 2014, an increase of 5,359 Million Baht from as of 31 December 2013. Total current liabilities amounted to 27,568 Million Baht or increased by 8,180 Million Baht while total non-current liabilities decreased by 2,821 Million Baht to 20,763 Million Baht. An increase in total liabilities was mainly from an increase in long-term loans in order to accommodate project development. In this regard, the interest-bearing debt increased from 34,669 Million Baht as of 31 December 2013 to 39,097 Million Baht as of 31 December 2014. The debt-to-equity ratio was 1.95 times with the interest-bearing debt-to-equity ratio (Gearing ratio) of 1.58 times. In this regard, Sansiri has been operating under restrictive financial covenants with gearing ratio less than 2.5 to 1.

Shareholders' Equity

Shareholders' Equity as of 31 December 2014 amounted to 24,816 Million Baht, an increase of 7,749 Million Baht from the previous year, mainly driven by the 2014 net profit of 3,393 Million Baht, together with payment received from the exercise of ESOP#5 and ESOP#6 allocating to directors and employees of Sansiri and its subsidiaries, and of SIRI-W1 amounted to 5,329 Million Baht. In addition, Sansiri paid out cash dividend of 956 Million Baht based on the 2013 financial result.

Cash Flow

For the year 2014, beginning cash balance was 2,120 Million Baht with net cash used in operating activities of 5,972 Million Baht and net cash provided by investing activities and financing activities of 95 Million Baht and 6,827 Million Baht respectively, resulting in the ending cash balance of 3,051 Million Baht, as of 31 December 2014. In this regard, profit from operating activities before changes in operating assets and liabilities was at 22,773 Million Baht, together with the advances received from customers and unearned income altogether amounted to 407 Million Baht. Cash outflow as development costs for property development for sale and deposits for land amounted to 30,202 Million Baht. For investing activities, cash inflow from net proceeds from sale of property to the fund amounted to 1,604 Million Baht. For financing activities, cash inflow from loans drawdown from banks amounted to 14,402 Million Baht while cash outflow for loan repayment including interest payment to financial institutions and dividend payment were 12,988 Million Baht and 956 Million Baht respectively.

Liquidity Ratio

The liquidity ratio of Sansiri Group decreased from 2.73 times as of 31 December 2013 to 2.37 times as of 31 December 2014. Total current assets increased by 23 percent, mainly from an increase in property development for sale which increased from 45,621 Million Baht as of 31 December 2013 to 57,049 Million Baht as of 31 December 2014. However, total current liabilities grew by 42 percent from 31 December 2013, due to an increase in current portion of long-term loans and repayment of debentures amounting to 4,223 Million Baht and 1,998 Million Baht respectively.

Return on Equity

As of 31 December 2014, return on equity was 16.20 percent, increased from 11.95 percent as of 31 December 2013. An increase in return on equity was mainly due to an increase in net profit margin from 6.7 percent in 2013 to 11.5 percent in 2014 in accordance with an increase in return on assets from 3.6 percent in 2013 to 5.1 percent in 2014. Furthermore, the debt-to-equity ratio decreased from 2.52 times as of 31 December 2013 to 1.95 times as of 31 December 2014 as well.

Summary of Factors Affecting the Future Operations

The external factors which will affect Sansiri's performance include higher construction cost, more severe labour shortage situation as well as political uncertainty affecting consumers' confidence and declining purchasing power due to the economic slowdown. Consequently, Sansiri may not achieve the target as forecasted or the performance may change significantly from the previous year. However, Sansiri realises the effect of these external factors and attempts to adapt the business strategies to cope with the changing situation consistently.

FINANCIAL STATEMENTS

Independent Auditor's Report

To the Shareholders of Sansiri Public Company Limited

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

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



Sophon Permsirivallop
Certified Public Accountant (Thailand) No. 3182

EY Office Limited
Bangkok: 27 February 2015

Sansiri Public Company Limited and its subsidiaries
Statement of financial position
As at 31 December 2014

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Assets					
Current assets					
Cash and cash equivalents	7	3,051,293,397	2,119,572,986	1,591,428,773	975,336,866
Current investments	8	556,519,003	36,144,303	500,000,000	-
Trade accounts receivable	10	51,125,792	44,524,815	118,685,801	415,587,644
Prepaid expenses		38,769,250	69,340,740	19,804,192	49,680,865
Current portion of loans to related parties	6.3	-	-	9,975,855,810	5,080,412,581
Property development for sale	11	57,049,290,504	45,621,390,263	27,052,435,811	24,246,394,199
Advance payment to contractors		2,016,827,944	3,414,015,719	955,769,278	1,342,634,921
Deposits for land and purchase of assets		2,380,028,277	1,358,218,438	2,116,677,277	859,061,100
Other current assets		136,663,379	294,037,270	124,160,550	440,257,329
Total current assets		<u>65,280,517,546</u>	<u>52,957,244,534</u>	<u>42,454,817,492</u>	<u>33,409,365,505</u>
Non-current assets					
Restricted bank deposits	9	-	6,660,030	-	-
Loans to related parties - net of current portion	6.3	700,000,000	-	9,366,338,947	9,898,919,741
Investments in subsidiaries	12	-	-	927,526,709	907,526,709
Investment in joint venture	13	49,854,599	-	50,000,000	-
Other investments		330,400	330,400	330,400	330,400
Investment properties	14	96,812,036	597,159,672	23,848,246	8,726,698
Land held for development	15	3,404,745,882	2,425,490,085	2,653,904,213	1,953,814,564
Land, building and equipment	16	2,434,259,351	2,699,542,962	1,160,977,904	1,197,116,401
Deferred tax asset	31	611,498,334	621,257,743	196,274,083	169,688,251
Goodwill	17	-	141,253,448	-	-
Other intangible assets	18	107,030,949	91,983,979	96,556,661	77,834,055
Leasehold rights	19	339,794,409	368,565,156	39,094,584	41,196,023
Other non-current assets		122,320,859	130,401,357	57,078,628	89,845,280
Total non-current assets		<u>7,866,646,819</u>	<u>7,082,644,832</u>	<u>14,571,930,375</u>	<u>14,344,998,122</u>
Total assets		<u><u>73,147,164,365</u></u>	<u><u>60,039,889,366</u></u>	<u><u>57,026,747,867</u></u>	<u><u>47,754,363,627</u></u>

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

Sansiri Public Company Limited and its subsidiaries
Statement of financial position (continued)
As at 31 December 2014

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from banks	20	3,600,000,000	3,550,000,000	3,600,000,000	3,550,000,000
Bills of exchange	20	3,475,925,595	2,483,284,900	3,475,925,595	2,483,284,900
Trade accounts payable	21	2,009,542,910	2,250,620,938	1,079,506,739	1,225,659,188
Current portion of long-term loans	22	10,043,346,263	5,820,287,286	4,383,619,207	3,133,365,571
Short-term loans from related party	6.3	-	-	140,942,296	-
Unsecured debentures - due within one year	25	1,997,845,342	-	1,997,845,342	-
Corporate income tax payable		495,391,491	184,412,224	91,678,078	54,740,315
Short-term provisions	24	110,318,985	98,314,109	50,228,225	63,296,872
Unearned income	11.5	3,409,034,608	3,001,588,011	1,180,923,317	1,212,793,919
Other current liabilities					
Advance received from customers		77,704,403	71,460,348	823,196	104,459
Construction retention		738,220,358	577,959,072	305,632,712	276,613,247
Accrued expenses		886,686,503	589,020,031	709,148,458	470,476,016
Accrued construction costs		504,571,425	463,476,441	241,052,415	236,334,397
Others		<u>219,874,643</u>	<u>297,903,976</u>	<u>130,875,081</u>	<u>159,813,137</u>
Total current liabilities		<u>27,568,462,526</u>	<u>19,388,327,336</u>	<u>17,388,200,661</u>	<u>12,866,482,021</u>
Non-current liabilities					
Deferred leasehold revenue		474,836,167	513,005,419	-	-
Long term loans - net of current portion	22	9,011,525,720	9,864,728,545	5,286,521,450	5,285,032,719
Unsecured debentures - net of current portion	25	10,968,017,405	12,950,877,311	10,968,017,405	12,950,877,311
Provision for long-term employee benefits	23	80,236,699	69,716,918	53,215,487	46,401,056
Long-term provisions	24	163,213,285	159,982,865	100,256,803	99,342,577
Provision for guarantee to property fund	14	51,489,006	-	-	-
Other non-current liabilities		<u>13,183,468</u>	<u>25,650,160</u>	<u>8,014,867</u>	<u>13,594,829</u>
Total non-current liabilities		<u>20,762,501,750</u>	<u>23,583,961,218</u>	<u>16,416,026,012</u>	<u>18,395,248,492</u>
Total liabilities		<u>48,330,964,276</u>	<u>42,972,288,554</u>	<u>33,804,226,673</u>	<u>31,261,730,513</u>

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

Sansiri Public Company Limited and its subsidiaries
Statement of financial position (continued)
As at 31 December 2014

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Shareholders' equity					
Share capital	26				
Registered					
18,526,761,251 ordinary shares of Baht 1.07 each (31 December 2013: 10,879,971,108 ordinary shares of Baht 1.07 each)		<u>19,823,634,539</u>	<u>11,641,569,086</u>	<u>19,823,634,539</u>	<u>11,641,569,086</u>
Issued and paid-up					
13,627,931,023 ordinary shares of Baht 1.07 each (31 December 2013: 9,533,536,605 ordinary shares of Baht 1.07 each)		14,581,886,194	10,200,884,167	14,581,886,194	10,200,884,167
Share premium	26	1,470,187,339	656,624,039	1,470,187,339	656,624,039
Calls in arrears	26	166,534,687	32,292,944	166,534,687	32,292,944
Retained earnings					
Appropriated - statutory reserve	27	943,654,062	774,006,508	943,654,062	774,006,508
Unappropriated		7,666,456,976	5,399,190,659	6,060,258,912	4,828,825,456
Other components of shareholders' equity		<u>(13,720,723)</u>	<u>4,414,887</u>	<u>-</u>	<u>-</u>
Equity attributable to owners of the Company		24,814,998,535	17,067,413,204	23,222,521,194	16,492,633,114
Non-controlling interest of subsidiaries		<u>1,201,554</u>	<u>187,608</u>	<u>-</u>	<u>-</u>
Total shareholders' equity		<u>24,816,200,089</u>	<u>17,067,600,812</u>	<u>23,222,521,194</u>	<u>16,492,633,114</u>
Total liabilities and shareholders' equity		<u>73,147,164,365</u>	<u>60,039,889,366</u>	<u>57,026,747,867</u>	<u>47,754,363,627</u>

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

Sansiri Public Company Limited and its subsidiaries
Statement of comprehensive income
For the year ended 31 December 2014

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Revenues					
Revenues from project sales		27,174,303,041	27,724,008,600	13,507,255,230	17,241,245,035
Revenues from sales of construction materials		-	-	79,750,096	430,683,964
Revenues from projects for rent		76,285,846	126,164,268	2,392,164	1,319,273
Revenues from business management		605,742,628	500,150,735	39,272,635	39,547,571
Revenues from other services	29	237,057,439	246,488,740	25,849,224	14,282,699
Other revenues					
Gain on sale of assets to property fund	14	767,504,771	-	-	-
Gain on sale of land		309,417,307	-	304,201,595	-
Interest income		14,810,129	20,704,664	548,445,837	441,747,806
Dividend income		33,040	19,824	914,993,040	609,379,824
Others		<u>341,996,965</u>	<u>369,146,598</u>	<u>167,263,950</u>	<u>226,114,196</u>
Total revenues		<u>29,527,151,166</u>	<u>28,986,683,429</u>	<u>15,589,423,771</u>	<u>19,004,320,368</u>
Expenses					
Cost of project sales		18,055,626,155	18,564,835,259	9,126,612,239	11,767,638,206
Cost of construction materials sales		-	-	54,668,863	319,425,304
Cost of projects for rent		59,963,539	70,870,595	3,469,764	1,184,492
Cost of business management		504,028,001	339,266,266	13,213,815	18,586,259
Cost of other services	29	285,539,687	292,582,791	28,494,772	21,303,236
Selling expenses		2,633,462,601	3,956,073,309	1,523,308,428	2,265,466,272
Administrative expenses		2,872,674,815	2,851,577,834	2,118,747,906	1,878,686,149
Other expenses					
Write-off of goodwill	17	141,253,448	-	-	-
Loss on diminution in value of property development for sale, investment properties and land held for development (reversal)	11.4	(1,567,450)	(17,654,384)	10,000,000	-
Reversal of allowance for doubtful accounts of loans to subsidiaries and interest receivables	6.3	-	-	(442,375,714)	-
Reversal of impairment of investments in subsidiary	12	<u>-</u>	<u>-</u>	<u>(20,000,000)</u>	<u>-</u>
Total expenses		<u>24,550,980,796</u>	<u>26,057,551,670</u>	<u>12,416,140,073</u>	<u>16,272,289,918</u>

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

Sansiri Public Company Limited and its subsidiaries
Statement of comprehensive income (continued)
For the year ended 31 December 2014

(Unit: Baht)					
	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Profit before share of loss from investment in joint venture, finance cost and income tax expenses		4,976,170,370	2,929,131,759	3,173,283,698	2,732,030,450
Share of loss from investment in joint venture	13.2	(145,401)	-	-	-
Profit before finance cost and income tax expenses		4,976,024,969	2,929,131,759	3,173,283,698	2,732,030,450
Finance cost		(645,785,898)	(616,114,985)	(558,389,142)	(514,929,968)
Profit before income tax expenses		4,330,239,071	2,313,016,774	2,614,894,556	2,217,100,482
Income tax expenses	31	(937,287,997)	(383,943,366)	(257,590,289)	(333,266,782)
Profit for the year		<u>3,392,951,074</u>	<u>1,929,073,408</u>	<u>2,357,304,267</u>	<u>1,883,833,700</u>
Other comprehensive income:					
Exchange differences on translation of financial statements in foreign currency		(18,135,610)	22,398,365	-	-
Actuarial losses		-	(44,616,786)	-	(29,516,509)
Income tax effect		-	8,923,357	-	5,903,302
Other comprehensive income for the year		<u>(18,135,610)</u>	<u>(13,295,064)</u>	<u>-</u>	<u>(23,613,207)</u>
Total comprehensive income for the year		<u>3,374,815,464</u>	<u>1,915,778,344</u>	<u>2,357,304,267</u>	<u>1,860,220,493</u>
Profit attributable to:					
Equity holders of the Company		3,393,137,128	1,929,666,375	<u>2,357,304,267</u>	<u>1,883,833,700</u>
Non-controlling interest of the subsidiaries		<u>(186,054)</u>	<u>(592,967)</u>		
		<u>3,392,951,074</u>	<u>1,929,073,408</u>		
Total comprehensive income attributable to:					
Equity holders of the Company		3,375,001,518	1,916,371,311	<u>2,357,304,267</u>	<u>1,860,220,493</u>
Non-controlling interest of the subsidiaries		<u>(186,054)</u>	<u>(592,967)</u>		
		<u>3,374,815,464</u>	<u>1,915,778,344</u>		
Earnings per share	28.2				
Basic earnings per share					
Profit attributable to equity holders of the Company		<u>0.33</u>	<u>0.19</u>	<u>0.23</u>	<u>0.19</u>
Diluted earnings per share					
Profit attributable to equity holders of the Company		<u>0.31</u>	<u>0.17</u>	<u>0.22</u>	<u>0.17</u>

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

Sansiri Public Company Limited and its subsidiaries
Cash flow statement
For the year ended 31 December 2014

(Unit: Baht)				
	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Cash flows from operating activities				
Profit before tax	4,330,239,071	2,313,016,774	2,614,894,556	2,217,100,482
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities				
Decrease in property development for sale from transferring to cost of project sales	18,055,626,155	18,564,835,259	9,126,612,239	11,767,638,206
Depreciation of investment properties	14,292,651	20,436,397	720,336	389,954
Depreciation of land, building and equipment	257,107,864	219,158,016	152,511,417	136,195,911
Write-off of building and equipment	13,439,506	-	-	-
Amortisation of intangible assets	16,861,275	14,008,299	13,002,618	7,853,438
Amortisation of leasehold rights	28,770,747	27,463,825	2,101,439	794,517
Gain on sales of investment properties	(784,414,965)	-	-	-
(Gain) loss on sales of equipment	(12,758,533)	(8,656,500)	(10,032,879)	128,904
Write-off of goodwill	141,253,448	-	-	-
Reversal of allowances for doubtful accounts of loans to subsidiaries and interest receivables	-	-	(442,375,714)	-
Reversal of loss on impairment of investments in subsidiaries	-	-	(20,000,000)	-
Allowance for doubtful accounts (reversal)	(3,695,270)	1,722,587	48,590	399,738
Leasehold revenue amortisation	(41,669,252)	(44,623,768)	-	-
Unrealised gain on exchanges	-	-	25,004,955	(25,308,095)
Loss on diminution in value of property development for sale, investment properties and land held for development (reversal)	(1,567,450)	(17,654,384)	10,000,000	-
Homecare warranty and housing estate juristic persons expenses	105,411,672	70,800,358	54,400,082	44,775,994
Loss on provision for law suits (reversal)	12,000,000	(556,500)	-	-
Long-term employee benefits expenses	10,519,781	3,528,131	6,814,431	2,063,446
Share of loss from investment in joint venture	145,401	-	-	-
Dividend income	(33,040)	(19,824)	(914,993,040)	(609,379,824)
Interest income	(14,810,129)	(20,704,664)	(548,445,837)	(441,747,806)
Interest expense	<u>645,785,898</u>	<u>616,114,985</u>	<u>558,389,142</u>	<u>514,929,968</u>
Profit from operating activities before changes in operating assets and liabilities	22,772,504,830	21,758,868,991	10,628,652,335	13,615,834,833

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

Sansiri Public Company Limited and its subsidiaries
Cash flow statement (continued)
For the year ended 31 December 2014

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
(Increase) decrease in operating assets				
Trade accounts receivable	(2,905,707)	(5,524,298)	296,853,253	(288,617,527)
Property development for sale	(29,180,666,498)	(29,649,878,807)	(11,779,951,346)	(14,494,314,507)
Deposits for land	(1,021,809,839)	51,917,495	(1,257,616,177)	(53,170,007)
Other current assets	1,909,190,828	(1,572,595,875)	894,046,192	(265,142,681)
Other non-current assets	2,485,797	(65,477,153)	27,171,951	(22,093,802)
Increase (decrease) in operating liabilities				
Trade accounts payable	(241,078,028)	450,572,535	(146,152,449)	122,409,483
Advances received from customers and unearned income	407,446,597	981,271,054	(31,870,602)	(215,435,680)
Other current liabilities	333,167,215	(325,747,490)	192,138,496	(555,747,591)
Other liabilities	(9,563,373)	(34,860,622)	(1,577,836)	(19,660,518)
Cash flows used in operating activities	(5,031,228,178)	(8,411,454,170)	(1,178,306,183)	(2,175,937,997)
Cash paid for corporate income tax	(940,606,993)	(1,177,601,049)	(406,758,838)	(775,765,446)
Net cash used in operating activities	<u>(5,971,835,171)</u>	<u>(9,589,055,219)</u>	<u>(1,585,065,021)</u>	<u>(2,951,703,443)</u>
Cash flows from investing activities				
Decrease (increase) in current investments	(520,374,700)	14,938,488	(500,000,000)	1,861,607
Decrease in restricted bank deposits	6,660,030	2,269,658	-	773,258
Increase in loans to related parties	(700,000,000)	-	(3,947,178,293)	(6,334,542,901)
Payment on purchase of investment properties	(542,824)	(81,434)	-	-
Payment on purchase of land, building and equipment	(258,926,078)	(829,112,156)	(131,169,341)	(330,658,342)
Payment on purchase of intangible assets	(25,356,878)	(49,593,005)	(22,793,839)	(38,737,519)
Proceeds from sales of equipment	24,502,720	26,075,043	16,043,194	28,037
Increase in investments in joint venture	(50,000,000)	-	(50,000,000)	-
Proceeds from sale of asset to property fund	1,604,145,495	-	-	-
Interest income	14,810,129	20,704,664	548,445,837	441,747,806
Dividend income	33,040	19,824	914,993,040	609,379,824
Net cash from (used in) investing activities	<u>94,950,934</u>	<u>(814,778,918)</u>	<u>(3,171,659,402)</u>	<u>(5,650,148,230)</u>

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

Sansiri Public Company Limited and its subsidiaries
Cash flow statement (continued)
For the year ended 31 December 2014

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Cash flows from financing activities				
Increase in bills of exchange	992,640,695	99,541,135	992,640,695	99,541,135
Increase in short-term loans from banks	50,000,000	1,722,000,000	50,000,000	1,722,000,000
Increase in short-term loans from related parties	-	-	140,942,296	-
Increase in long-term loans	14,401,783,700	10,941,190,001	6,327,863,999	4,983,360,000
Repayment of long-term loans	(11,031,927,548)	(8,080,217,954)	(5,076,121,632)	(4,393,221,759)
Proceeds from debentures issuance	-	6,966,830,000	-	6,966,830,000
Repayment of debentures	-	(1,000,000,000)	-	(1,000,000,000)
Payment of interest expenses	(1,955,897,799)	(1,480,706,216)	(1,431,450,238)	(1,138,552,629)
Dividend paid	(956,223,257)	(1,425,172,512)	(956,223,257)	(1,425,172,512)
Payment of finance lease payables	(3,642,603)	(3,333,867)	(3,642,603)	(3,333,867)
Proceeds from capital increase	5,328,807,070	1,352,421,222	5,328,807,070	1,352,421,222
Increase in non-controlling interests of the subsidiaries	1,200,000	-	-	-
Net cash from financing activities	<u>6,826,740,258</u>	<u>9,092,551,809</u>	<u>5,372,816,330</u>	<u>7,163,871,590</u>
Translation adjustment	<u>(18,135,610)</u>	<u>22,398,365</u>	<u>-</u>	<u>-</u>
Net increase (decrease) in cash and cash equivalents	931,720,411	(1,288,883,963)	616,091,907	(1,437,980,083)
Cash and cash equivalents at beginning of the year	<u>2,119,572,986</u>	<u>3,408,456,949</u>	<u>975,336,866</u>	<u>2,413,316,949</u>
Cash and cash equivalents at end of the year	<u><u>3,051,293,397</u></u>	<u><u>2,119,572,986</u></u>	<u><u>1,591,428,773</u></u>	<u><u>975,336,866</u></u>
Supplementary cash flows information				
Non-cash item:				
Interest recorded as cost of projects	1,313,760,790	915,349,112	872,629,913	675,362,418

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

Sansiri Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity
For the year ended 31 December 2014

(Unit: Baht)

	Consolidated financial statements							
	Equity attributable to the parent's shareholders							
	Note	Issued and paid-up share capital	Share premium	Calls in arrears	Retained earnings		Total equity attributable to shareholders of the Company	Equity attributable to non-controlling interest of the subsidiaries
					Appropriated	Unappropriated		
							Other components of equity - Other comprehensive income	
							Exchange differences on translation of financial statements in foreign currency	
Balance as at 1 January 2013		8,434,257,772	584,193,500	518,928,656	677,552,838	5,026,843,896	(17,983,478)	15,223,793,184
Profit for the year		-	-	-	-	1,929,666,375	-	780,575
Other comprehensive income for the year		-	-	-	-	(35,693,429)	22,398,365	(592,967)
Total comprehensive income for the year		-	-	-	-	1,893,972,946	22,398,365	-
Increase capital	26	1,766,626,395	72,430,539	(486,635,712)	-	-	-	1,915,778,344
Dividend paid	34	-	-	-	-	(1,425,172,513)	-	1,352,421,222
Statutory reserve		-	-	-	96,453,670	(96,453,670)	-	(1,425,172,513)
Balance as at 31 December 2013		10,200,884,167	656,624,039	32,292,944	774,006,508	5,399,190,659	4,414,887	17,067,600,812
Balance as at 1 January 2014		10,200,884,167	656,624,039	32,292,944	774,006,508	5,399,190,659	4,414,887	17,067,600,812
Profit for the year		-	-	-	-	3,393,137,128	-	187,608
Other comprehensive income for the year		-	-	-	-	-	(18,135,610)	(186,054)
Total comprehensive income for the year		-	-	-	-	3,393,137,128	(18,135,610)	-
Increase in investment in subsidiary		-	-	-	-	3,393,137,128	(18,135,610)	3,374,815,464
Increase capital	26	4,381,002,027	813,563,300	134,241,743	-	-	-	1,200,000
Dividend paid	34	-	-	-	-	(956,223,257)	-	5,328,807,070
Statutory reserve		-	-	-	169,647,554	(169,647,554)	-	(956,223,257)
Balance as at 31 December 2014		14,581,886,194	1,470,187,339	166,534,687	943,654,062	7,666,456,976	(13,720,723)	24,816,200,089

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

Sansiri Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity (continued)
For the year ended 31 December 2014

(Unit: Baht)

	Note	Separate financial statements					Total shareholders' equity
		Issued and paid-up share capital	Share premium	Calls in arrears	Retained earnings	Unappropriated	
Balance as at 1 January 2013		8,434,257,772	584,193,500	518,928,656	677,552,838	4,490,231,146	14,705,163,912
Profit for the year		-	-	-	-	1,883,833,700	1,883,833,700
Other comprehensive income for the year		-	-	-	-	(23,613,207)	(23,613,207)
Total comprehensive income for the year		-	-	-	-	1,860,220,493	1,860,220,493
Increase capital	26	1,766,626,395	72,430,539	(486,635,712)	-	-	1,352,421,222
Dividend paid	34	-	-	-	-	(1,425,172,513)	(1,425,172,513)
Statutory reserve		-	-	-	96,453,670	(96,453,670)	-
Balance as at 31 December 2013		10,200,884,167	656,624,039	32,292,944	774,006,508	4,828,825,456	16,492,633,114
Balance as at 1 January 2014		10,200,884,167	656,624,039	32,292,944	774,006,508	4,828,825,456	16,492,633,114
Profit for the year		-	-	-	-	2,357,304,267	2,357,304,267
Total comprehensive income for the year		-	-	-	-	2,357,304,267	2,357,304,267
Increase capital	26	4,381,002,027	813,563,300	134,241,743	-	-	5,328,807,070
Dividend paid	34	-	-	-	-	(956,223,257)	(956,223,257)
Statutory reserve		-	-	-	169,647,554	(169,647,554)	-
Balance as at 31 December 2014		14,581,886,194	1,470,187,339	166,534,687	943,654,062	6,060,258,912	23,222,521,194

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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

1. Corporate information

Sansiri Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company operates in Thailand and is principally engaged in property development.

The Company’s top 5 major shareholders as at 10 November 2014 the latest closing date of the shares register book, are as following:

	Percentage of shareholding (based on paid-up capital)
1. Thai NVDR Co., Ltd.	6.43
2. Thai Viriyah Insurance Co., Ltd.	6.35
3. UBS AG SINGAPORE BRANCH	3.95
4. CHASE NOMINEES LIMITED 47	2.60
5. Mr. Wanchak Buranasiri	2.54

The registered office of the Company is at 475, Siripinyo Building, Sri Ayutthaya Road, Phayathai, Rajthevi, Bangkok.

2. Basis of preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards 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 Sansiri Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”) :

Company's name	Nature of business	Country of Incorporation	Percentage of Shareholding	
			2014	2013
			Percent	Percent
<u>Directly owned</u>				
Chanachai Ltd.	Property development	Thailand	100	100
Plus Property Co., Ltd.	Property development	Thailand	100	100
Sansiri Venture Co., Ltd.	Property development	Thailand	100	100
S.U.N. Management Co., Ltd.	Property development	Thailand	100	100
Arnawat Ltd.	Property development	Thailand	100	100
Piwattana Ltd.	Property development	Thailand	100	100
Red Lotus Properties Ltd.	Property development	Thailand	100	100
Pacific Challenge Holding Co., Ltd.	Property development	Thailand	85	85
Sansiri Global Investment Pte. Ltd.	Property development	Singapore	100	100
Plus Property Space Co., Ltd.	Property development	Thailand	100	100
Papanan Ltd.	Property development	Thailand	100	100
NED Management Co., Ltd.	Property development and holder of Satit Pattana School's license	Thailand	100	100
Satit Pattana Personnel Center Ltd.	Provision of administrative services to Satit Pattana School	Thailand	100	100

Company's name	Nature of business	Country of Incorporation	Percentage of Shareholding	
			2014	2013
			Percent	Percent
<u>Indirectly owned</u>				
Plus Property Venture Co., Ltd.	Property development	Thailand	100	100
QT Lifestyle Co., Ltd. (formerly known as "Sansiri Land Ltd.")	Property development	Thailand	100	100
Touch Property Co., Ltd.	Property development	Thailand	100	100
Sansiri Guernsey (2009) Limited	Property development	Guernsey	100	100
Satit Pattana School	Education business	Thailand	100	100
QEW (Thailand) Co., Ltd.	Events management and full wedding planning services	Thailand	70	-

- b) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- c) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- d) The assets and liabilities in the financial statements of overseas subsidiary companies are 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 statement of changes in shareholders' equity.
- e) Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are 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.
- g) On 14 November 2014, the Company's Board of Directors meeting No. 11/2014 has approved that QT Lifestyle Co.,Ltd. (Formerly known as "Sansiri Land Co.,Ltd.") together with investing partner incorporated a new subsidiary, QEW (Thailand) Co.,Ltd., investing a total of Baht 4 million, for a 70 percent shareholding. This company engaged in Events management and full wedding planning services. This Company has registered its incorporation on 19 December 2014.

2.3 The separate financial statements, which present investments in subsidiaries under the cost method, have been prepared solely for the benefit of the public.

3. New financial reporting standards

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

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

Conceptual Framework for Financial Reporting (revised 2014)

Accounting Standards:	
TAS 1 (revised 2012)	Presentation of Financial Statements
TAS 7 (revised 2012)	Statement of Cash Flows
TAS 12 (revised 2012)	Income Taxes
TAS 17 (revised 2012)	Leases
TAS 18 (revised 2012)	Revenue
TAS 19 (revised 2012)	Employee Benefits
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates
TAS 24 (revised 2012)	Related Party Disclosures
TAS 28 (revised 2012)	Investments in Associates
TAS 31 (revised 2012)	Interests in Joint Ventures
TAS 34 (revised 2012)	Interim Financial Reporting
TAS 36 (revised 2012)	Impairment of Assets
TAS 38 (revised 2012)	Intangible Assets
Financial Reporting Standards:	
TFRS 2 (revised 2012)	Share-based Payment
TFRS 3 (revised 2012)	Business Combinations
TFRS 5 (revised 2012)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 8 (revised 2012)	Operating Segments
Accounting Standard Interpretations:	
TSIC 15	Operating Leases - Incentives
TSIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
TSIC 29	Service Concession Arrangements: Disclosures
TSIC 32	Intangible Assets - Web Site Costs

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

These financial reporting standards were amended primarily to align their content with the corresponding International Financial Reporting Standards. Most of the changes were directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of the accounting standards.

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

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

TAS 19 (revised 2014) Employee Benefits

This revised standard requires that the entity recognize actuarial gains and losses immediately in other comprehensive income while the existing standard allows the entity to recognise such gains and losses immediately in profit or loss, or in other comprehensive income, or to recognise them gradually in profit or loss.

This revised standard does not have any impact on the financial statements as the Company and its subsidiaries already recognised actuarial gains and losses immediately in other comprehensive income.

TFRS 10 Consolidated Financial Statements

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

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

TFRS 11 Joint Arrangements

TFRS 11 supersedes TAS 31 Interests in Joint Ventures. This standard requires an entity to account for an investment in a jointly controlled entity that meets the definition of a joint venture using the equity method, while TAS 31 allows the entity to apply either the proportionate consolidation method or the equity method to account for such an investment.

The management of the Company and its subsidiaries believes that this standard will not have any impact on the Company's and its subsidiaries' financial statements as the Company and its subsidiaries have already applied the equity method to an investment in a jointly controlled entity.

TFRS 12 Disclosure of Interests in Other Entities

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

TFRS 13 Fair Value Measurement

This standard provides guidance on how to measure fair value and stipulates disclosures related to fair value measurements. Entities are to apply the guidance under this standard if they are required by other financial reporting standards to measure their assets or liabilities at fair value. The effect of the change from the adoption of this standard is to be recognised prospectively.

Based on the preliminary analysis, the management of the Company and its subsidiaries believes that this standard will not have any significant impact on the Company's and its subsidiaries' financial statements.

4. Significant accounting policies

4.1 Revenue recognition

a) Revenue from property development for sales

Revenues from sales of land and houses and sales of residential condominium are recognised as income when the significant risks and rewards of ownership have been transferred to the buyer that the Company and the subsidiaries retains neither continuing managerial involvement nor effective control over the land and houses and the condominium sold, directly and indirectly. The recognised amount and cost incurred in respect of the transaction can be measured reliably.

b) Revenue from sales of goods

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

c) Rental income

Rental income is recognised in the statement of comprehensive income on an accrual basis over the term of the lease. Initial expenses are recorded as a part of total rental as lease agreement.

d) Revenue from hotel business

Room revenues are recognised on an accrual basis over the period of the guests stay. Food and beverage revenues are recognised after the food and beverages have been served. Recognised revenue does not include value added tax and state net of discounts.

e) School fees income

Tuition fees, transportation fees and canteen income are recognised as income of the school term to which they relate. Entrance fees are recognised as income at the time of acceptance of the pupil by the subsidiary.

f) Service income

Service income is recognised when service rendered by reference to the stage of completion.

g) Interest income

Interest income is recognised as interest accrues based on the effective rate method.

h) Dividends

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

4.2 Cost of property development for sale and cost of project sold

Property development for sale are stated at the lower of cost and net realisable value, consisting of the cost of land, design fees, utilities, construction costs, and directly related interest and expenses.

In determining the costs of land and houses sold and cost of residential condominium units sold, the anticipated total development costs (taking into account actual costs incurred to date)

are attributed to land and houses and residential condominium units on the basis of the saleable area.

Construction materials are valued at the lower of cost (under weighted average method) and net realisable value.

The Company and its subsidiaries recognise loss on diminution in value of projects (if any) in profit or loss.

4.3 Cash and cash equivalents

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

4.4 Trade accounts receivable and allowance for doubtful accounts

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

4.5 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction of the projects that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the costs of the respective assets. Capitalisation ceases when the projects are ready for their intended use or sale, when the physical construction of the projects is complete, or when construction is suspended and until active development resumes. 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.

To the extent that funds are borrowed specifically for the development of projects, interest costs are presented as the actual borrowing costs less any investment income from the temporary investment of those borrowings. To the extent that funds are borrowed and used for the general purposes, the interest costs are determined by applying a capitalisation rate to the expenditures on that project. The capitalisation rate is the weighted average of the borrowing costs applicable to the borrowings of the entity that are outstanding during the year, other than borrowings made for specific purposes.

4.6 Investments

a) Investments in securities held for trading are stated at fair value. Change in the fair value of these securities are recorded in profit or loss.

b) Investments in non-marketable equity securities, which the Company classifies as other investments, are stated at cost net of allowance for loss on diminution in value (if any).

c) Investments in subsidiaries and joint venture are accounted for in the separate financial statements using the cost method.

d) Investments in joint venture are accounted for in the consolidated financial statements using the equity method.

The fair value of unit trusts is determined from their net asset value.

The weighted average method is used for computation of the cost of investments.

In the event the Company reclassifies investments from one type to another, such investments will be readjusted to their fair value as at the reclassification date. The difference between the carrying amount of the investments and the fair value on the date of reclassification are recorded in profit or loss or recorded as surplus (deficit) from changes in the value of investments in shareholders' equity, depending on the type of investment that is reclassified.

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

4.7 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 useful lives of 10-40 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.

4.8 Land, building 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 building and equipment is calculated by reference to their costs on a straight-line basis over the following estimated useful lives:

Buildings and improvements	5 - 40 years
Buildings decoration	5 - 8 years
Fixtures and equipment	2 - 20 years
Motor vehicles	5 years
Temporary sales office	1 - 5 years

Depreciation of equipment (machinery operating in precast factory) is calculated by reference to their costs on a unit-of-production basis.

Depreciation is included in determining income.

No depreciation is provided for land and construction in progress.

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.

4.9 Leasehold rights and amortisation

Leasehold rights are stated at cost less accumulated amortisation. The Company and its subsidiaries amortise leasehold rights on a straight-line basis over the leasehold period.

The amortisation is included in determining income.

4.10 Intangible assets and amortisation

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.

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

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

	Useful lives
Computer software	3 - 10 years
Franchise fee	5 years

The amortisation is included in determining income.

4.11 Land held for development

Land held for development is stated at cost less allowance for loss on diminution in value of projects. It is consisted of cost of land, land fulfill, public utilities cost, project development cost and borrowing cost which occurred during the developed period in the past.

4.12 Goodwill

Goodwill is initially recorded at cost, which equals to the excess of cost of business combination over the fair value of the net assets acquired. If the fair value of the net assets acquired exceeds the cost of business combination, the excess is immediately recognised as gain in profit or loss.

Goodwill is carried at cost less any accumulated impairment losses. Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the Company's cash generating units (or group of cash-generating units) that are expected to benefit from the synergies of the combination. The Company estimates the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in profit or loss. Impairment losses relating to goodwill cannot be reversed in future periods.

4.13 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.

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

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

4.15 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 of each entity 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 rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

4.16 Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of the land, building and equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. The Company also carries out annual impairment reviews in respect of goodwill. 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 the 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.

4.17 Employee benefits

Short-term employee benefits

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

Post-employment benefits

Defined contribution plans

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

Defined benefit plans

The Company and its subsidiaries has 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 profit or loss.

For the first-time adoption of TAS 19 Employee Benefits in 2011, the Company and its subsidiaries elected to recognise the transitional liability, which exceeds the liability that would have been recognised at the same date under the previous accounting policy, through an adjustment to the beginning balance of retained earnings in the year 2011.

4.18 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.

4.19 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.

5. Significant accounting judgments and estimates

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

Leases

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

Allowance for doubtful accounts

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

Impairment of property development for sale, investment properties and land held for development

The Company and its subsidiaries treat property development for sale, investment properties and land held for development as impaired when the management judges that there has been a significant decline in the fair value below their cost. The management determines the devaluation of such properties and land held for development based on net realisable value. The determination of what is "significant" and such devaluation requires the management to exercise judgment.

Project development costs estimation

In calculating cost of land and houses and condominium sold, the Company and its subsidiaries have to estimate all project development costs, comprising land and land improvement costs, design and construction costs, public utility costs, borrowing costs and other related costs. The management estimates these costs based on their business experience and revisits the estimations on a periodical basis or when the actual costs incurred significantly vary from the estimated costs.

Land, building and equipment/Depreciation

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

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

Impairment of investment

The Company treats investment in subsidiaries and investment in joint venture as impaired when there has been a significant or prolonged decline in their fair value below their cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires judgement of the management.

Goodwill

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

Litigation

The Company and its subsidiaries have contingent liabilities as a result of litigation. The management has exercised judgment to assess of the results of the litigation and recorded certain contingent liabilities as at the end of reporting period.

Compensation for Housing Estate Juristic Persons

The Company and its subsidiaries estimate the compensation for Housing Estate Juristic Persons using the rate specified by the regulator and the budgeted public utilities costs as a basis for the calculation.

Provision for home care warrantee

In recording provision for home care warrantee, the management estimates the expenses expected to be incurred as a result of providing such warrantee based on past experiences of actual expenses claimed.

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

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

Details of subsidiaries are presented in Note 2.2 a) to the financial statements.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		Transfer Pricing Policy
	2014	2013	2014	2013	
Transactions with subsidiary companies					
(eliminated from the consolidated financial statements)					
Sales of precast concrete	-	-	79,750	430,684	Cost plus certain margin of 5%
Revenues from business management and project management	-	-	8,299	8,578	Based on agreement (1)
Interest income	-	-	539,575	429,490	3.25% p.a. (2013: 3.00 - 3.55% p.a.)
Commission income	-	-	27,077	29,690	Based on agreement (3)
Project management fee and other expenses	-	-	23,107	31,018	Based on agreement (2)
Commission expenses	-	-	37,183	101,804	Based on agreement (3)
Purchase of land	-	-	453,386	-	Cost plus certain margin
Interest expenses	-	-	611	-	3.25% p.a.
Transactions with jointly controlled entity					
Interest income	374	-	374	-	3.25% p.a.
Transactions with related persons					
Revenues from project sales	6,155	12,334	-	9,200	Cost plus certain margin at rates of 23% - 45%

Transactions, pricing policies and related contracts are as follows: -

(1) Revenue from business service and project management fees is charged based on costs plus certain margin. Those charges are allocated to subsidiaries based on revenue and investment costs, respectively.

(2) Project management fees are charged monthly, depended upon the size of the project.

(3) Commission from sales of projects are charged at a rate of 1% of selling price per the contract, with payments divided between the time the customer executes the agreement and when the properties are transferred.

6.2 Directors and management's benefits

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

(Unit: Thousand Baht)

	Consolidated / Separate financial statements	
	2014	2013
Short-term employee benefits	447,009	289,255
Post-employment benefits	2,777	1,297
Total	449,786	290,552

6.3 The balances of the accounts as at 31 December 2014 and 2013 between the Company and those related companies are as follows: -

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Accounts receivable				
Subsidiaries				
Chanachai Ltd.	-	-	1,028	2,804
Plus Property Co., Ltd.	-	-	256	483
Plus Property Space Co., Ltd.	-	-	-	25
Piwattana Ltd.	-	-	12,780	12,437
QT Lifestyle Co., Ltd. (formerly known as "Sansiri Land Ltd.")	-	-	-	50
Papanan Ltd.	-	-	8,214	51,112
Arnawat Ltd.	-	-	89,022	346,226
NED Management Co., Ltd.	-	-	521	295
S.U.N. Management Co., Ltd.	-	-	-	15

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Jointly controlled entity				
BTS Sansiri Holding One Ltd.	277	-	277	-
Total	<u>277</u>	<u>-</u>	<u>112,098</u>	<u>413,447</u>
<u>Prepaid rental expenses</u>				
Subsidiary				
QT Lifestyle Co., Ltd. (formerly known as "Sansiri Land Ltd.")	-	-	160	-
Papanan Ltd.	-	-	-	65,225
Satit Pattana School	-	-	-	62
Total	<u>-</u>	<u>-</u>	<u>160</u>	<u>65,287</u>
<u>Loans to related parties</u>				
Subsidiaries				
Arnawat Ltd.	-	-	7,746,934	5,648,794
Piwattana Ltd.	-	-	3,231,466	1,813,836
Red Lotus Properties Ltd.	-	-	2,269,020	2,081,689
Pacific Challenge Holding Co., Ltd.	-	-	500	-
Sansiri Global Investment Pte. Ltd.	-	-	905,488	239,214
Plus Property Space Co., Ltd.	-	-	652,731	726,450
Papanan Ltd.	-	-	-	1,802,290
NED Management Co., Ltd.	-	-	3,845,456	3,332,760
Sansiri Venture Co., Ltd.	-	-	5,600	5,600
Plus Property Co., Ltd.	-	-	218,000	-
Jointly controlled entity				
BTS Sansiri Holding One Ltd.	700,000	-	700,000	-
Related party				
Regency One Co., Ltd. (held by Chanachai Ltd.)	5,000	5,000	-	-
Total	<u>705,000</u>	<u>5,000</u>	<u>19,575,195</u>	<u>15,650,633</u>

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Current portion	-	-	9,975,856	5,080,413
Less: Allowance for doubtful accounts	-	-	-	-
Net	<u>-</u>	<u>-</u>	<u>9,975,856</u>	<u>5,080,413</u>
Long-term portion	705,000	5,000	9,599,339	10,570,220
Less: Allowance for doubtful accounts	(5,000)	(5,000)	(233,000)	(671,300)
Net	<u>700,000</u>	<u>-</u>	<u>9,366,339</u>	<u>9,898,920</u>
<u>Interest receivables</u>				
Subsidiaries				
Plus Property Ltd.	-	-	117	-
Arnawat Ltd.	-	-	21,469	14,895
Piwattana Ltd.	-	-	9,089	25,406
Red Lotus Properties Ltd.	-	-	6,390	94,518
Pacific Challenge Holding Co., Ltd.	-	-	9	-
Sansiri Global Investment Pte. Ltd.	-	-	45,627	40,096
Plus Property Space Co., Ltd.	-	-	1,751	16,013
Papanan Ltd.	-	-	-	98,524
NED Management Co., Ltd.	-	-	10,628	102,931
Sansiri Venture Co., Ltd.	-	-	282	100
Jointly controlled entity				
BTS Sansiri Holding One Ltd.	374	-	374	-
<u>Related party</u>				
Subsidiary				
Regency One Co., Ltd. (held by Chanachai Ltd.)	333	333	-	-
Total	<u>707</u>	<u>333</u>	<u>95,736</u>	<u>392,483</u>
Less: Allowance for doubtful accounts	(333)	(333)	-	(4,076)
Net	<u>374</u>	<u>-</u>	<u>95,736</u>	<u>388,407</u>

During the year 2014, the Company reversed allowance for doubtful accounts of loans to subsidiaries and interest receivable amounting to Baht 442.38 million (2013: Nil).

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
<u>Unearned income</u>				
Subsidiary				
Touch Property Ltd.	-	-	3,180	-
Related parties				
Related persons	14,622	12,791	10,892	8,472
Total	<u>14,622</u>	<u>12,791</u>	<u>14,072</u>	<u>8,472</u>
<u>Trade accounts payable</u>				
Subsidiaries				
NED Management Ltd.	-	-	3	-
Plus Property Space Ltd.	-	-	55	-
Arnawat Ltd.	-	-	-	579
Plus Property Co., Ltd.	-	-	7,247	7,211
Piwattana Ltd.	-	-	357,119	1,954
Papanan Ltd.	-	-	-	5,460
QT Lifestyle Co., Ltd. (formerly known as "Sansiri Land Ltd.")	-	-	15	-
Total	<u>-</u>	<u>-</u>	<u>364,439</u>	<u>15,204</u>
<u>Short-term loans from related party</u>				
Subsidiary				
Papanan Ltd.	-	-	140,942	-
Total	<u>-</u>	<u>-</u>	<u>140,942</u>	<u>-</u>

6.4 During the year, movements of loans to and loan from related parties were as follow: -

(Unit: Million Baht)

Loans to	Consolidated financial statements			
	Balance as at 1 January 2014	During the year		Balance as at 31 December 2014
		Increase	Decrease	
Jointly controlled entity				
BTS Sansiri Holding One Ltd.	-	700.00	-	700.00
Related party				
Regency One Co., Ltd. (held by Chanachai Ltd.)	5.00	-	-	5.00
Total	<u>5.00</u>	<u>700.00</u>	<u>-</u>	<u>705.00</u>

(Unit: Million Baht)

Loans to	Separate financial statements			
	Balance as at 1 January 2014	During the year		Balance as at 31 December 2014
		Increase	Decrease	
Subsidiaries				
Plus Property Co., Ltd.	-	882.73	(664.73)	218.00
Arnawat Ltd.	5,648.79	4,527.79	(2,429.65)	7,746.93
Piwattana Ltd.	1,813.84	2,896.83	(1,479.21)	3,231.46
Red Lotus Properties Ltd.	2,081.69	2,140.90	(1,953.57)	2,269.02
Pacific Challenge Holding Co., Ltd.	-	0.80	(0.30)	0.50
Sansiri Global Investment Pte. Ltd.	239.21	688.89	(22.61)	905.49
Plus Property Space Co., Ltd.	726.45	604.72	(678.44)	652.73
Papanan Ltd.	1,802.29	735.03	(2,537.32)	-
NED Management Co., Ltd.	3,332.76	2,898.35	(2,385.65)	3,845.46
Sansiri Venture Co., Ltd.	5.60	93.50	(93.50)	5.60
Jointly controlled entity				
BTS Sansiri Holding One Ltd.	-	700.00	-	700.00
Total	<u>15,650.63</u>	<u>16,169.54</u>	<u>(12,244.98)</u>	<u>19,575.19</u>

(Unit: Million Baht)

Loans to	Separate financial statements			
	Balance as at 1 January 2014	During the year		Balance as at 31 December 2014
		Increase	Decrease	
Subsidiary				
Papanan Ltd.	-	140.94	-	140.94

As at 31 December 2014, loans to and loans from related parties are clean loans, due for repayment at call, and carried interest at rates of 3.25 percent per annum (2013: 3.00 - 3.55 percent per annum).

6.5 Guarantees to related companies

As at 31 December 2014 and 2013, the Company and its subsidiaries have the following obligations in respect of guarantees provided to banks for loans facilities: -

(Unit: Million Baht)

Guarantor	Guarantee	2014	2013
Sansiri Plc.	Arnawat Ltd.	395	395
Total		<u>395</u>	<u>395</u>

7. Cash and cash equivalents

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Cash	6.88	4.52	1.76	1.42
Bank deposits	3,043.93	2,089.93	1,589.67	973.92
Bills of exchange	0.48	25.13	-	-
Total	<u>3,051.29</u>	<u>2,119.58</u>	<u>1,591.43</u>	<u>975.34</u>

As at 31 December 2014, bank deposits in saving accounts, fixed deposits and bills of exchange carried interests between 0.13 - 2.65 percent per annum (2013: between 0.13 - 3.10 percent per annum).

8. Current investments

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Trading security - Investment in debt securities open - ended fund	500.00	-	500.00	-
Term deposits at financial institutions	56.52	36.14	-	-
Total current investments	<u>556.52</u>	<u>36.14</u>	<u>500.00</u>	<u>-</u>

9. Restricted bank deposits

As at 31 December 2013, restricted bank deposits of the Company and its subsidiaries have been pledged as collateral for guarantees facilities issued by banks on behalf of the Company and its subsidiaries (2014: Nil).

10. Trade accounts receivable

Trade accounts receivable as at 31 December 2014 and 2013 presented as follows: -

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Trade receivables - related parties				
Aged on the basis of due dates				
Past due				
Up to 3 months	-	-	41.48	57.75
3 - 6 months	-	-	3.02	90.92
6 - 12 months	-	-	0.10	216.26
Over 12 months	-	-	67.50	48.52
Total trade receivables - related parties	-	-	112.10	413.45
Trade receivables - unrelated parties				
Aged on the basis of due dates				
Not yet due	18.55	16.57	-	-
Past due				
Up to 3 months	27.15	24.11	6.53	2.14
3 - 6 months	5.45	1.42	0.16	0.09
6 - 12 months	5.10	6.32	0.96	0.24
Over 12 months	8.52	12.16	-	0.42
Total	64.77	60.58	7.65	2.89
Less: Allowance for doubtful debts	(13.64)	(16.06)	(1.07)	(0.75)
Total trade receivables - unrelated parties, net	51.13	44.52	6.58	2.14
Total trade receivables - net	51.13	44.52	118.68	415.59

11. Property development for sale

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Construction materials	24.05	38.82	21.72	36.43
Land	39,586.52	36,023.98	23,557.32	21,164.91
Construction cost and others	56,919.76	36,922.45	27,864.30	21,351.96
Utility costs	14,398.76	11,229.94	8,253.52	6,434.20
Capitalised financial costs	4,123.43	2,779.03	3,180.50	2,308.37
Total	115,052.52	86,994.22	62,877.36	51,295.87
Less: Accumulated transfer to cost of project	(57,974.63)	(41,341.08)	(35,814.92)	(27,049.48)
Allowance for loss on diminution in value of project	(28.60)	(31.75)	(10.00)	-
Balance	57,049.29	45,621.39	27,052.44	24,246.39

11.1 As at 31 December 2014 and 2013, land and construction thereon of projects of the Company and its subsidiaries amounting Baht 44,354.89 million and Baht 33,289.10 million, respectively (Separate financial statements: Baht 22,305.11 million and Baht 18,134.31 million, respectively) were pledged as collateral for loans obtained from banks.

11.2 As at 31 December 2014 and 2013, the estimated expense to the Company and its subsidiaries of development and construction for completion of the opened projects (excluding the costs of land and construction already recorded) is Baht 39,670.70 million and Baht 53,796.32 million, respectively (Separate financial statements: Baht 20,541.89 million and Baht 22,812.75 million, respectively).

11.3 During the year 2014 and 2013, the Company and its subsidiaries included borrowing costs in the cost of property development amounting to Baht 1,292.56 million and Baht 900.08 million, respectively (Separate financial statements: Baht 878.56 million and Baht 643.41 million, respectively). Capitalisation rates for the years 2014 and 2013 were 4.68% and 4.74%, respectively (Separate financial statements: 4.65% and 4.71%, respectively).

11.4 Reversal of loss on diminution in value of property development for sale and land held for development for the year 2014 and 2013 are as follow.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Property development for sale (Note 11)	(1.57)	16.73	10.00	-
Land held for development (Note 15)	-	(34.38)	-	-
Total	<u>(1.57)</u>	<u>(17.65)</u>	<u>10.00</u>	<u>-</u>

11.5 Additional information of the Company and its subsidiaries' projects are as follow.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Sales with signed agreements	125,665.66	116,185.38	70,044.59	58,622.07
Total estimated project value	190,937.03	171,624.48	98,799.38	82,185.91
The ratio of sales with signed agreements to total estimated project sales	65.82%	67.70%	70.90%	71.33%
Unearned income	3,409.03	3,001.59	1,180.92	1,212.79

12. Investments in subsidiaries

Investments in subsidiaries as stated in the separate financial statements as at 31 December 2014 and 2013 are as follows: -

(Unit: Million Baht)

	Paid-up capital		Percentage of shareholding		Investment at cost		Allowance for loss on diminution in value of investments		Net investment		Dividend received during the year	
	2014	2013	2014 Percent	2013 Percent	2014	2013	2014	2013	2014	2013	2014	2013
Subsidiaries - Directly owned												
Chanachai Ltd.	90.00	90.00	100	100	101.52	101.52	-	-	101.52	101.52	444.96	225.36
Plus Property Co., Ltd.	600.00	600.00	100	100	610.52	610.52	-	-	610.52	610.52	-	384.00
Sansiri Venture Co., Ltd.	3.00	3.00	100	100	4.52	4.52	-	-	4.52	4.52	-	-
S.U.N. Management Co., Ltd.	10.00	10.00	100	100	20.08	20.08	-	-	20.08	20.08	-	-
Arnawat Ltd.	2.50	2.50	100	100	2.50	2.50	-	-	2.50	2.50	-	-
Piwattana Ltd.	100.00	100.00	100	100	100.00	100.00	-	-	100.00	100.00	-	-
Red Lotus Properties Ltd.	20.00	20.00	100	100	20.00	20.00	-	-	20.00	20.00	-	-
Plus Propety Space Co., Ltd.	2.50	2.50	100	100	4.07	4.07	-	-	4.07	4.07	-	-
Pacific Challenge Holding Co., Ltd.	2.50	2.50	85	85	2.13	2.13	-	-	2.13	2.13	-	-
Papanan Ltd.	20.00	20.00	100	100	20.00	20.00	-	(20.00)	20.00	-	470.00	-
Satit Pattana Personnel Center Ltd.	1.00	1.00	100	100	1.00	1.00	-	-	1.00	1.00	-	-
NED Management Co., Ltd.	40.00	40.00	100	100	40.00	40.00	-	-	40.00	40.00	-	-
Sansiri Global Investment Pte. Ltd.	1.19	1.19	100	100	1.19	1.19	-	-	1.19	1.19	-	-
Total investment in subsidiaries					<u>927.53</u>	<u>927.53</u>	<u>-</u>	<u>(20.00)</u>	<u>927.53</u>	<u>907.53</u>	<u>914.96</u>	<u>609.36</u>

During the year 2014, the Company reversal impairment of investments in subsidiary of Baht 20 million (2013: Nil).

13. Investments in joint ventures

13.1 Details of investments in joint ventures:

Investments in joint ventures represent investments in entities which are jointly controlled by the Company and other companies. Details of these investments are as follows:

(Unit: Thousand Baht)

Jointly controlled entities	Nature of business	Consolidated financial statements					
		Shareholding percentage		Cost		Carrying amounts based on equity method	
		2014 (%)	2013 (%)	2014	2013	2014	2013
BTS Sansiri Holding One Limited	Property development	50	-	50,000	-	49,855	-

(Unit: Thousand Baht)

Jointly controlled entities	Nature of business	Separate financial statements			
		Shareholding percentage		Carrying amounts based on cost method-net	
		2014 (%)	2013 (%)	2014	2013
BTS Sansiri Holding One Limited	Property development	50	-	50,000	-

On 15 October 2014, a meeting of the Company's Board of Directors meeting passed resolutions approving the Company's entry into a strategic alliance framework agreement with BTS Group Holdings Public Company Limited ("BTS"), to exclusively partner together on the development of residential projects for sale located within a 500-meter radius of all rail mass transit stations (existing and future), and approving the establishment of a 50:50 joint venture company with BTS for the first project to be developed under this collaboration, i.e. the residential project for sale on approximately 5-rai (8,000 sq.m.) of land located near BTS Mo Chit Station, under the name "BTS Sansiri Holding One Ltd." with a registered share capital of Baht 100 million (1,000,000 ordinary shares with a par value of Baht 100 each). This company registered its incorporation on 19 December 2014.

13.2 Share of loss

During the years, the Company recognised its share of loss from investments in the joint venture in the consolidated financial statements as follows:

(Unit: Thousand Baht)

Jointly controlled entities	Consolidated financial statements	
	Share of loss from investments in joint ventures during the year	
	2014	2013
BTS Sansiri Holding One Limited	(145)	-

13.3 Summarised financial information of jointly controlled entities

a) BTS Sansiri Holding One Limited

The Company's proportionate shares of the assets, liabilities, revenue and expenses of BTS Sansiri Holding One Limited, according to proportion under joint venture agreement, is as follows:

(Unit: Million Baht)

	As at 31 December 2014
Current assets	1,500.37
	1,500.37
Current liabilities	0.67
Non-current liabilities	1,400.00
	1,400.67
Net assets	99.70

(Unit: Million Baht)

	For the period as from 19 December 2014 to 31 December 2014
Selling and administrative expenses	0.29
Loss for the period	(0.29)

14. Investments properties

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

(Unit: Million Baht)

	Consolidated financial statements				Separate financial statements
	House for rent	Condominium for rent	Office building for rent	Total	Condominium for rent
As at 31 December 2014					
Cost	130.98	46.55	-	177.53	24.96
Less: Accumulated depreciation	(43.50)	(2.75)	-	(46.25)	(1.11)
Less: Allowance for diminution in value	(34.47)	-	-	(34.47)	-
Net book value	<u>53.01</u>	<u>43.80</u>	<u>-</u>	<u>96.81</u>	<u>23.85</u>
As at 31 December 2013					
Cost	119.92	19.53	559.58	699.03	9.12
Less: Accumulated depreciation	(35.84)	(1.26)	(31.88)	(68.98)	(0.39)
Less: Allowance for diminution in value	(32.89)	-	-	(32.89)	-
Net book value	<u>51.19</u>	<u>18.27</u>	<u>527.70</u>	<u>597.16</u>	<u>8.73</u>

A reconciliation of the net book value of investment properties for the year 2014 and 2013 is presented below.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Net book value at beginning of year	597.16	636.34	8.73	-
Acquisition of assets	0.54	0.08	-	-
Transfer from property development for sale	35.97	9.12	15.84	9.12
Disposals - net book value	(522.57)	(27.94)	-	-
Depreciation charged	<u>(14.29)</u>	<u>(20.44)</u>	<u>(0.72)</u>	<u>(0.39)</u>
Net book value at end of year	<u>96.81</u>	<u>597.16</u>	<u>23.85</u>	<u>8.73</u>

The depreciation of investment properties has been charged to cost of project for rent.

On 28 March 2014, Papanan Limited (“the subsidiary”) entered into agreements to purchase and to sell, whereby it agreed to sell to Sansiri Prime Office Property Fund (“the Fund”) the assets of Siripinyo office building for a total consideration of Baht 1,699.44 million. These assets consisted of the land, building, related utility systems and equipment of that office building (“property”) and were recorded under investment property, and property, plant and equipment, with net book values of Baht 522.57 million and Baht 242.68 million, respectively. The Company registered the transfer of the ownership of the property to the Fund on 31 March 2014.

In addition, the subsidiary entered into an agreement to guarantee.

- (1) Tenants for vacant areas and rental of guaranteed areas for 3 years as from the date that transfer of the ownership of the property was registered.
- (2) An increase in capital expenditures, which are expenditures incurred to improve and develop the property and increase its value other than on normal repair or maintenance, for a period of 1 year as from the date that transfer of the ownership of the property was registered.
- (3) Payment of the difference in profit from operation of the properties in which the Fund initially invested, for a period of 1 year, if the Fund's total operating profit is less than Baht 114.2 million.

The subsidiary has estimated the expenses it expects to incur and pay to the Fund as a result of such guarantees at a total of Baht 71.40 million, and recorded this as a deduction from the gain from the sale of the property to the Fund.

The subsidiary recognised a gain from sale of the property to the Fund (net of related selling expenses and the guarantee expenses) of Baht 767.50 million in consolidated profit or loss for the year 2014.

During the current year, the subsidiary has paid a guarantee expenses to the Fund amounting to Baht 19.9 million.

The fair value of the investment properties as at 31 December 2014 and 2013 stated below:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
House for rent	73.40	73.40	-	-
Condominium for rent	45.39	30.42	19.92	14.71
Office building for rent	-	1,282.40	-	-
Total	<u>118.79</u>	<u>1,386.22</u>	<u>19.92</u>	<u>14.71</u>

The fair values of the above investment properties have been determined based on valuations performed by the management of the Company. The fair value of house and office building for rental has been determined based on income approach. The main assumptions used in the valuation are yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates. The fair value of condominium for rent has been determined based on market price.

As at 31 December 2013, the Company and its subsidiaries have pledged investment properties with the net book value amounting to approximately Baht 526.24 million (2014: Nil) as collateral against credit facilities received from financial institutions.

15. Land held for development

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Land held for development	3,457.24	2,477.98	2,653.90	1,953.81
Less: Allowance for loss on diminution in value of project	(52.49)	(52.49)	-	-
Net	<u>3,404.75</u>	<u>2,425.49</u>	<u>2,653.90</u>	<u>1,953.81</u>

As at 31 December 2014 and 2013, land held for development of the Company and its subsidiaries amounting Baht 3,037.02 million and 2,040.95 million were pledged as collateral for loans obtained from banks (Separate financial statements: Baht 2,639.63 million and Baht 1,939.54 million).

16. Land, buildings and equipment

(Unit: Million Baht)

	Consolidated financial statements							
	Land	Buildings decoration	Buildings and improvement	Fixtures and equipment	Motor vehicle	Temporary sales office	Construction in progress	Total
Cost								
Balance as at 1 January 2013	453.78	128.06	1,417.12	865.50	43.76	415.15	106.18	3,429.55
Purchases	62.24	-	79.45	167.56	-	47.40	472.46	829.11

(Unit: Million Baht)

	Consolidated financial statements							
	Land	Buildings decoration	Buildings and improvement	Fixtures and equipment	Motor vehicle	Temporary sales office	Construction in progress	Total
Disposals/Write off	-	(128.06)	(14.64)	(53.76)	-	(36.58)	-	(233.04)
Transfer in/Transfer out	7.85	-	53.92	11.95	0.03	(343.83)	(141.75)	(411.83)
Balance as at 31 December 2013	523.87	-	1,535.85	991.25	43.79	82.14	436.89	3,613.79
Purchases	-	-	16.72	51.28	9.50	8.04	173.39	258.93
Disposals/Write off	(126.52)	-	(90.00)	(54.56)	(23.47)	(51.03)	(19.24)	(364.82)
Transfer in/Transfer out	1.30	-	475.73	20.54	-	(3.25)	(513.38)	(19.06)
Balance as at 31 December 2014	<u>398.65</u>	-	<u>1,938.30</u>	<u>1,008.51</u>	<u>29.82</u>	<u>35.90</u>	<u>77.66</u>	<u>3,488.84</u>
Accumulated depreciation								
Balance as at 1 January 2013	-	84.86	265.35	404.38	29.60	190.57	-	974.76
Depreciation for the year	-	1.94	67.64	107.86	5.69	36.02	-	219.15
Disposals/Write off	-	(86.80)	(4.56)	(48.11)	-	(19.53)	-	(159.00)
Transfer in/Transfer out	-	-	(2.94)	(2.05)	0.03	(174.39)	-	(174.35)
Balance as at 31 December 2013	-	-	325.49	462.08	35.32	32.67	-	855.56
Depreciation for the year	-	-	91.92	119.95	5.11	40.13	-	257.11
Disposals/Write off	-	-	(3.00)	(21.71)	(22.48)	(45.54)	-	(92.73)
Transfer in/Transfer out	-	-	-	(20.80)	-	(3.25)	-	(24.05)
Balance as at 31 December 2014	-	-	<u>414.41</u>	<u>539.52</u>	<u>17.95</u>	<u>24.01</u>	-	<u>995.89</u>
Allowance for impairment loss								
Balance as at 1 January 2013 and 31 December 2013 and 2014	1.57	-	57.12	-	-	-	-	58.69
Net book value								
Balance as at 31 December 2013	<u>522.30</u>	-	<u>1,153.24</u>	<u>529.17</u>	<u>8.47</u>	<u>49.47</u>	<u>436.89</u>	<u>2,699.54</u>
Balance as at 31 December 2014	<u>397.08</u>	-	<u>1,466.77</u>	<u>468.99</u>	<u>11.87</u>	<u>11.89</u>	<u>77.66</u>	<u>2,434.26</u>
Depreciation for the year								
2013 (Baht 43.61 million included in cost of other services, Baht 36.41 million included in manufacturing cost of construction material, other than that included in administrative expenses)								<u>219.15</u>
2014 (Baht 52.75 million included in cost of other services, Baht 48.75 million included in manufacturing cost of construction materials, other than that included in administrative expenses)								<u>257.11</u>

(Unit: Million Baht)

	Separate financial statements						
	Land	Buildings and improvement	Fixtures and equipment	Motor vehicle	Temporary sales office	Construction in progress	Total
Cost							
Balance as at 1 January 2013	154.53	514.33	607.16	36.73	257.06	22.80	1,592.61
Purchases	3.53	77.53	121.90	-	44.67	83.03	330.66
Disposals/Write off	-	-	(0.36)	-	-	-	(0.36)
Transfer in/Transfer out	(1.32)	70.30	13.55	-	(265.38)	(99.03)	(281.88)
Balance as at 31 December 2013	156.74	662.16	742.25	36.73	36.35	6.80	1,641.03
Purchases	-	15.70	40.04	9.50	6.05	59.88	131.17
Disposals/Write off	(1.89)	(3.59)	(13.56)	(23.47)	(20.51)	(0.23)	(63.25)
Transfer in/Transfer out	-	0.38	(27.88)	-	-	-	(27.50)
Balance as at 31 December 2014	154.85	674.65	740.85	22.76	21.89	66.45	1,681.45
Accumulated depreciation							
Balance as at 1 January 2013	-	78.65	217.77	26.16	131.40	-	453.98
Depreciation for the year	-	27.30	79.42	4.59	24.89	-	136.20
Disposals/Write off	-	-	(0.17)	-	-	-	(0.17)
Transfer in / Transfer out	-	(0.39)	-	-	(147.13)	-	(147.52)
Balance as at 31 December 2013	-	105.56	297.02	30.75	9.16	-	442.49
Depreciation for the year	-	33.88	88.77	4.06	25.80	-	152.51
Disposals/Write off	-	(0.74)	(13.27)	(22.48)	(20.51)	-	(57.00)
Transfer in / Transfer out	-	-	(18.95)	-	-	-	(18.95)
Balance as at 31 December 2014	-	138.70	353.57	12.33	14.45	-	519.05
Allowance for impairment loss							
Balance as at 1 January 2013, 31 December 2013 and 2014	1.42	-	-	-	-	-	1.42
Net book value							
Balance as at 31 December 2013	155.32	556.60	445.23	5.98	27.19	6.80	1,197.12
Balance as at 31 December 2014	153.43	535.95	387.28	10.43	7.44	66.45	1,160.98
Depreciation for the year							
2013 (Baht 4.62 million included in cost of other services, Baht 36.41 million included in manufacturing cost of construction materials, other than that included in administrative expenses)							136.20
2014 (Baht 6.12 million included in cost of other services, Baht 48.75 million included in manufacturing cost of construction materials, other than that included in administrative expenses)							152.51

As at 31 December 2014 and 2013, certain plant and equipment items of the Company and its subsidiaries have been fully depreciated but are still in use. The gross carrying amount (before deducting accumulated depreciation and allowance for impairment loss) of those assets amounted to approximately Baht 344.41 million and Baht 331.64 million, respectively (Separate financial statement: Baht 195.51 million and Baht 181.84 million, respectively).

During the year 2014, the Company included borrowings costs in the costs of assets amounting to Baht 3.58 million with capitalisation rate of 4.91% (2013: Baht 0.62 million with capitalised rate of 5%).

As at 31 December 2014 and 2013, the Company and its subsidiaries had vehicles and equipment under finance lease agreements with net book values amounting to Baht 10.10 million and Baht 5.42 million, respectively (Separate financial statement: Baht 10.10 million and Baht 5.42 million, respectively).

As at 31 December 2014 and 2013, the Company's land and construction thereon which the net book value amounted Baht 1,061.99 million and Baht 973.71 million, respectively, were mortgaged to secure loans from banks (Separate financial statements: Baht 714.62 million and Baht 732.05 million, respectively).

17. Goodwill

As at 31 December 2013, the balance of goodwill is related to goodwill from business combination of NED Management Company Limited in 2009. During the year 2014, the Company has written off all balance of goodwill.

18. Intangible assets

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

(Unit: Million Baht)

	Consolidated financial statements			Separate financial statements		
	Patents and licenses	Computer software	Total	Patents and licenses	Computer software	Total
As at 31 December 2014						
Cost	22.99	246.80	269.79	-	206.53	206.53
Less: Accumulated amortisation	(22.26)	(140.50)	(162.76)	-	(109.98)	(109.98)
Net book value	0.73	106.03	107.03	-	96.55	96.55

(Unit: Million Baht)

	Consolidated financial statements			Separate financial statements		
	Patents and licenses	Computer software	Total	Patents and licenses	Computer software	Total
As at 31 December 2013						
Cost	21.58	195.51	217.09	-	155.86	155.86
Less: Accumulated amortisation	(20.88)	(104.23)	(125.11)	-	(78.03)	(78.03)
Net book value	<u>0.70</u>	<u>91.28</u>	<u>91.98</u>	<u>-</u>	<u>77.83</u>	<u>77.83</u>

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

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Net book value at beginning of year	91.98	53.88	77.83	46.95
Acquisition of computer software	25.36	49.59	22.79	38.74
Transfer in	6.55	2.51	8.93	-
Amortisation	(16.86)	(14.00)	(13.00)	(7.86)
Net book value at end of year	<u>107.03</u>	<u>91.98</u>	<u>96.55</u>	<u>77.83</u>

Franchise fee was fully amortised. However, the franchise fee has renewal annually and the Company intends to continue the renewal in the future.

As at 31 December 2014 and 2013, certain computer software of the Company and its subsidiaries have been fully depreciated but are still in use. The gross carrying amount (before deducting accumulated amortisation) of these assets amounted to approximately Baht 83.73 million and Baht 72.14 million, respectively (Separate financial statements: Baht 66.29 million and Baht 58.25 million, respectively).

19. Leasehold rights

(Unit: Million Baht)

Project	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Habito	41.99	41.99	41.99	41.99
Baan Sansiri Condominium	609.98	609.98	-	-
Sun Square Silom	<u>192.76</u>	<u>192.76</u>	<u>-</u>	<u>-</u>
Total	844.73	844.73	41.99	41.99
Less: Accumulated amortisation	(504.94)	(476.16)	(2.89)	(0.79)
Leasehold rights - net	<u>339.79</u>	<u>368.57</u>	<u>39.10</u>	<u>41.20</u>
Amortisation expenses for the year	<u>28.78</u>	<u>27.46</u>	<u>2.10</u>	<u>0.79</u>

The amortisation of leasehold rights has been charged to cost of project for rent.

20. Short-term loans from banks/Bill of exchange

(Unit: Million Baht)

	Consolidated / Separate financial statements	
	2014	2013
<u>Short-term loans from banks</u>		
Promissory notes	<u>3,600.00</u>	<u>3,550.00</u>
<u>Bills of exchange</u>		
Face value	3,500.00	2,500.00
Less: Prepaid interest expense	(24.07)	(16.72)
Net	<u>3,475.93</u>	<u>2,483.28</u>

As at 31 December 2014, short-term loans from banks carry interest at rates of 3.35 to 4.78 percent per annum and are secured by land and constructions of projects of the Company and its subsidiaries (2013: 3.60 - 4.05 percent per annum). Bills of exchange carry interest at rates of 3.10 to 3.17 percent per annum (2013: 3.15 - 3.25 percent per annum).

21. Trade accounts payable

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Trade payables - related parties	-	-	364.44	15.20
Trade payables - unrelated parties	<u>2,009.54</u>	<u>2,250.62</u>	<u>715.07</u>	<u>1,210.46</u>
Total	<u>2,009.54</u>	<u>2,250.62</u>	<u>1,079.51</u>	<u>1,225.66</u>

22. Long-term loans

As at 31 December 2014 and 2013, long-term loans presented below: -

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Loans from banks	19,054.87	15,685.02	9,670.14	8,418.40
Less: Current portion of long-term loans	<u>(10,043.35)</u>	<u>(5,820.29)</u>	<u>(4,383.62)</u>	<u>(3,133.37)</u>
Net	<u>9,011.52</u>	<u>9,864.73</u>	<u>5,286.52</u>	<u>5,285.03</u>

Movements in the long-term loans account during the years ended 31 December 2014 and 2013 are summarised below.

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
Balance as at 1 January 2013	12,824.04	7,828.26
Add: Additional borrowings	10,941.19	4,983.36
Less: Repayment	<u>(8,080.21)</u>	<u>(4,393.22)</u>
Balance as at 31 December 2013	15,685.02	8,418.40
Add: Additional borrowings	14,401.78	6,327.86
Less: Repayment	<u>(11,031.93)</u>	<u>(5,076.12)</u>
Balance as at 31 December 2014	<u>19,054.87</u>	<u>9,670.14</u>

The details of long-term loans classified by the Company and its subsidiaries are presented below.

Company's name	Balance of long-term loans		Interest rate per agreement		Condition of payment
	2014	2013	2014	2013	
	Million Baht	Million Baht	Percent per annum	Percent per annum	
Sansiri Plc.	9,670	8,418	MLR - 2.63% - MLR - 1.00%	MLR - 2.63% to MLR - 1.00%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2022
Red Lotus Properties Ltd.	1,193	653	MLR - 2.00%	MLR - 2.00%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2016
Arnawat Ltd.	3,054	2,675	MLR - 2.00% - MLR - 1.75%	MLR - 2.00% to MLR - 1.25%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2018

Company's name	Balance of long-term loans		Interest rate per agreement		Condition of payment
	2014	2013	2014	2013	
	Million Baht	Million Baht	Percent per annum	Percent per annum	
Piwattana Ltd.	1,976	807	MLR - 2.00% - MLR - 1.25%	MLR - 2.00% to MLR - 1.25%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2019
Papanan Ltd.	264	1,129	MLR - 2.00%	MLR - 2.50% to MLR - 1.75%	Quarterly installment repayment and payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2019
Plus Property Space Co., Ltd.	396	118	MLR - 2.00% - MLR - 1.75%	MLR - 2.00% to MLR - 1.75%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2018
NED Management Co., Ltd.	2,502	1,510	MLR - 2.00%	MLR - 2.00%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2017
Touch Property Co., Ltd.	-	375	-	MLR - 2.00%	Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2015
Total	<u>19,055</u>	<u>15,685</u>			

As at 31 December 2014 and 2013, the long-term credit facilities of the Company and its subsidiaries which have not yet been drawn down amounted to Baht 39,824 million and Baht 22,308 million, respectively (Separate financial statement: Baht 18,313 million and Baht 13,030 million, respectively).

Land and constructions of projects of the Company and its subsidiaries, and investment properties of the subsidiary are mortgaged as collaterals for loans obtained from banks.

Most of loans agreements contain certain covenants and restrictions, such as dividend payment, capital increase and decrease, loans guarantees, change in directors and maintenance of a debt to equity ratio.

23. Provision for long-term employee benefits

Provision for long-term employee benefits, which is compensations on employees' retirement, was as follows:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Balance at the beginning of the year	69.72	27.41	46.40	18.77
Current service cost	7.79	2.41	4.83	1.37
Interest cost	2.73	0.95	1.98	0.69
Benefits paid during the year	-	(5.67)	-	(3.95)
Actuarial loss	-	44.62	-	29.52
Balance at the end of the year	<u>80.24</u>	<u>69.72</u>	<u>53.21</u>	<u>46.40</u>

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Current service cost	7,794	2,408	4,834	1,375
Interest cost	<u>2,726</u>	<u>947</u>	<u>1,980</u>	<u>688</u>
Total expenses recognised in profit or loss	<u>10,520</u>	<u>3,355</u>	<u>6,814</u>	<u>2,063</u>
Line items under which such expenses are included in profit or loss				
Cost of sales	2,878	956	-	-
Selling and administrative expenses	7,642	2,399	6,814	2,063

The cumulative amount of actuarial gains or losses recognized in other comprehensive income and taken as part of retained earnings of the Company and its subsidiaries as at 31 December 2014 and 2013 amounted to Baht 44.62 million and Baht 44.62 million, respectively (Separate financial statements: Baht 29.52 million and Baht 29.52 million, respectively).

Principal actuarial assumptions at the valuation date were as follows:

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
	(% per annum)	(% per annum)	(% per annum)	(% per annum)
Discount rate	4.40	4.40	4.40	4.40
Future salary increase rate	5.00 - 12.00	5.00 - 12.00	5.00 - 12.00	5.00 - 12.00
Staff turnover rate (depending on age)	5.00 - 15.00	5.00 - 15.00	5.00 - 15.00	5.00 - 15.00

The amounts of defined benefit obligation and experience adjustments for the current year and the past four years are as follows:

(Unit: Thousand Baht)

	Defined benefit obligation		Experience adjustments arising on the plan liabilities	
	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements
Year 2014	80,237	53,215	-	-
Year 2013	69,717	46,401	19,045	11,866
Year 2012	27,411	18,772	-	-
Year 2011	24,957	16,784	-	-
Year 2010	22,646	15,545	-	-

24. Provisions

Provisions for liabilities on law suit, home care warranty and compensation for Housing Estate Juristic Persons for the years ended 31 December 2014 and 2013 had the following movements: -

Short-term provisions

(Unit: Million Baht)

	Consolidated financial statements			Separate financial statements		
	Provisions for law suits	Provisions for home care warranty	Total	Provisions for law suits	Provisions for home care warranty	Total
Beginning balance						
as at 1 January 2013	3.51	101.32	104.83	2.95	73.72	76.67
Increase during the year	-	95.36	95.36	-	60.34	60.34
Paid during the year	-	(78.17)	(78.17)	-	(58.15)	(58.15)
Reverse	(0.56)	(23.15)	(23.71)	-	(15.57)	(15.57)
Balance as at						
31 December 2013	2.95	95.36	98.31	2.95	60.34	63.29
Increase during the year	12.00	105.41	122.41	-	54.40	54.40
Paid during the year	-	(105.41)	(110.41)	-	(67.47)	(67.47)
Balance as at						
31 December 2014	14.95	95.36	110.31	2.95	47.27	50.22

Long-term provisions

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
	Compensation for Housing Estate Juristic Persons	Compensation for Housing Estate Juristic Persons
Beginning balance		
as at 1 January 2013	51.52	32.47
Increase during the year	122.30	78.58
Paid during the year	(13.36)	(11.55)
Reverse	(0.48)	(0.16)

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
	Compensation for Housing Estate Juristic Persons	Compensation for Housing Estate Juristic Persons
Balance as at		
31 December 2013	159.98	99.34
Increase during the year	27.75	18.51
Paid during the year	(12.50)	(6.02)
Reverse	<u>(12.02)</u>	<u>(11.58)</u>
Balance as at		
31 December 2014	<u>163.21</u>	<u>100.25</u>

25. Unsecured debentures

The Company's debentures which are unsecured, issued with a registered certificate and unsubordinated are summarised below:

(Unit: Million Baht)

Debentures	Interest rate	Terms	Due date	Consolidated / Separate financial statements	
				2014	2013
Debentures # 2/2010	5.60% p.a.	7 years	24 May 2017	2,000.00	2,000.00
Debentures # 1/2011	5.40% p.a. for 1 st - 3 rd year 6.00% p.a. for 4 th - 5 th year	5 years	21 July 2016	1,000.00	1,000.00
Debentures # 2/2011	5.40% p.a. for 1 st - 3 rd year 6.00% p.a. for 4 th - 5 th year	5 years	3 October 2016	1,000.00	1,000.00
Debentures # 1/2012	4.50% p.a. for 1 st year 5.00% p.a. for 2 nd year 5.50% p.a. for 3 rd year	3 years	31 May 2015	1,000.00	1,000.00
Debentures # 2/2012	4.80% p.a.	3 years	19 October 2015	1,000.00	1,000.00
Debentures # 1/2013	4.99% p.a.	5 years	24 January 2018	3,000.00	3,000.00
Debentures # 2/2013	4.75% p.a. for 1 st - 2 nd year 5.00% p.a. for 3 rd - 4 th year 5.30% p.a. for 5 th year	5 years	30 May 2018	1,000.00	1,000.00

(Unit: Million Baht)

Debentures	Interest rate	Terms	Due date	Consolidated / Separate financial statements	
				2014	2013
Debentures # 3/2013	4.95% p.a.	5 years	23 August 2018	2,000.00	2,000.00
Debentures # 4/2013	5.20% p.a.	5 years 6 months	4 April 2019	1,000.00	1,000.00
Total debentures, at face value				13,000.00	13,000.00
Less: Unamortised portion of deferred transaction costs				<u>(34.14)</u>	<u>(49.12)</u>
Total debentures				12,965.86	12,950.88
Less: Debentures due within one year				<u>(1,997.85)</u>	<u>-</u>
Debentures - due over one year				<u>10,968.01</u>	<u>12,950.88</u>

Under rights and responsibilities of debenture issuer, the Company has to comply with certain covenants and restrictions including maintenance of a debt to equity ratio of consolidated financial statements with no excess of 2.5:1 (2013: 2.5:1) along with debentures' periods (debts mean interest bearing loans).

26. Share capital

During the years 2014 and 2013, the Company received payment for the exercise of ESOP#5 and ESOP#6 allocated to directors and employees of the Company and its subsidiaries, and of SIRI-W1. The detail is below.

Date of exercise	Quantity of exercised warrants	Ordinary shares issued for exercised warrants	Exercise price	Date of registration with the Ministry of Commerce	Date that the Stock Exchange of Thailand approved ordinary shares as listed securities
	(Units)	(Shares)	(Baht)		
ESOP#5					
31 January 2013	2,301,548	2,685,904	1.072	1 February 2013	6 February 2013
28 February 2013	<u>993,793</u>	<u>1,159,755</u>	1.072	1 March 2013	6 March 2013
Total exercise in 2013	<u>3,295,341</u>	<u>3,845,659</u>			
30 June 2014	<u>1,428,961</u>	<u>1,667,597</u>	1.072	1 July 2014	7 July 2014
Total exercise in 2014	<u>1,428,961</u>	<u>1,667,597</u>			

Date of exercise	Quantity of exercised warrants	Ordinary shares issued for exercised warrants	Exercise price	Date of registration with the Ministry of Commerce	Date that the Stock Exchange of Thailand approved ordinary shares as listed securities
	(Units)	(Shares)	(Baht)		
ESOP#6					
31 January 2013	11,492,382	13,411,607	1.114	1 February 2013	6 February 2013
28 February 2013	16,132,406	18,826,515	1.114	1 March 2013	6 March 2013
29 March 2013	11,106,899	12,961,751	1.114	2 April 2013	5 April 2013
30 April 2013	1,510,000	1,762,170	1.114	2 May 2013	8 May 2013
31 May 2013	4,628,450	5,401,400	1.114	3 June 2013	6 June 2013
28 June 2013	1,370,000	1,598,790	1.114	1 July 2013	5 July 2013
31 July 2013	200,000	233,400	1.114	31 July 2013	5 August 2013
30 September 2013	171,380	200,000	1.114	2 October 2013	7 October 2013
27 December 2013	630,000	735,210	1.114	3 January 2014	8 January 2014
Total exercise in 2013	47,241,517	55,130,843			
30 June 2014	200,000	233,400	1.114	1 July 2014	7 July 2014
31 July 2014	100,000	116,700	1.114	31 July 2014	5 August 2014
30 September 2014	15,681,210	18,299,971	1.114	1 October 2014	6 October 2014
28 November 2014	1,340,000	1,744,680	1.07	1 December 2014	4 December 2014
30 December 2014	200,000	260,400	1.07	6 January 2015	12 January 2015
Total exercise in 2014	17,521,210	20,655,151			
SIRI-W1					
29 March 2013	601,330,208	701,752,333	1.114	2 April 2013	5 April 2013
28 June 2013	362,572,764	423,122,104	1.114	1 July 2013	5 July 2013
30 September 2013	1,768,060	2,063,325	1.114	2 October 2013	7 October 2013
27 December 2013	24,210,000	28,253,070	1.114	3 January 2014	8 January 2014
Total exercise in 2013	989,881,032	1,155,191,129			
31 March 2014	28,619,841	33,399,350	1.114	2 April 2014	8 April 2014
30 June 2014	42,475,704	49,569,143	1.114	1 July 2014	7 July 2014
30 September 2014	474,855,384	554,156,209	1.114	1 October 2014	6 October 2014
30 December 2014	119,339,095	155,379,494	1.07	6 January 2015	12 January 2015
Total exercise in 2014	665,290,024	792,504,196			

The exercise of the warrants above resulting in increasing the registered and paid up share capital of the Company. The details are summarised below.

Reconciliation of number of ordinary shares

	Number of shares	Par value	Paid up capital
	(Shares)	(Baht)	(Baht)
Registered ordinary shares			
Number of ordinary shares as at 1 January 2013	<u>10,879,971,108</u>	<u>1.07</u>	<u>11,641,569,086</u>
Number of ordinary shares as at 31 December 2013	10,879,971,108	1.07	11,641,569,086
Decrease during the period ⁽¹⁾	(25,207,449)	1.07	(26,971,970)
Increase during the period ⁽¹⁾	<u>7,671,997,592</u>	<u>1.07</u>	<u>8,209,037,423</u>
Number of ordinary shares as at 31 December 2014	<u>18,526,761,251</u>	<u>1.07</u>	<u>19,823,634,539</u>

	Number of shares	Par value	Paid up capital	Share premium
	(Shares)	(Baht)	(Baht)	(Baht)
Issued and paid-up ordinary shares				
Number of ordinary shares as at 1 January 2013	7,882,483,899	1.07	8,434,257,772	584,193,500
Increase due to exercise of warrants	<u>1,651,052,706</u>	<u>1.07</u>	<u>1,766,626,395</u>	<u>72,430,539</u>
Number of ordinary shares as at 31 December 2013	9,533,536,605	1.07	10,200,884,167	656,624,039
Increase in ordinary shares ⁽²⁾	3,406,219,088	1.07	3,644,654,424	783,430,390
Increase due to exercise of warrants	<u>688,175,330</u>	<u>1.07</u>	<u>736,347,603</u>	<u>30,132,910</u>
Number of ordinary shares as at 31 December 2014	<u>13,627,931,023</u>	<u>1.07</u>	<u>14,581,886,194</u>	<u>1,470,187,339</u>

⁽¹⁾Decrease and Increase registered share capital during the current period

On 12 September 2014, the Extraordinary General Meeting of the Company's shareholders No. 1/2014 approved the following matters:

1. Approved the decrease of the registered capital of the Company from the existing registered capital of 11,641,569,085.56 Baht to be the registered capital of 11,614,597,115.13 Baht by canceling its registered but un-issued share in the number of 25,207,449 shares.
2. Approved the increase of the registered capital of the Company which would be increased up to 8,209,037,423.44 Baht, from the existing registered capital of 11,614,597,115.13 Baht to be the new registered capital of 19,823,634,538.57 Baht by issuing new ordinary shares in the number of not exceeding 7,671,997,592 shares with the par value of 1.07 Baht per share.

The Company registered the above changes in the registered share capital with the Ministry of Commerce on 23 September 2014 and 24 September 2014 respectively.

(2)Increase in ordinary shares

As the Extraordinary General Meeting of Shareholders of the Company No. 1/2014 held on 12 September 2014 which has approved the allotment of newly issued ordinary shares in the number of not exceeding 3,614,411,191 shares with the par value of 1.07 Baht per share for offering to the existing shareholders in proportion of their shareholdings (the Right Offering), at an offering ratio of 3 existing ordinary shares to 1 new ordinary share, at an offering price of 1.30 Baht. The Company will also allot the Ordinary Share-Purchase Warrants of Sansiri Public Company Limited # 2 (SIRI-W2) to its existing shareholders who subscribe for the new ordinary shares being allotted in this time on a pro rata basis at the ratio of 1 new ordinary share allotted and subscribed to 1 unit of Warrant for free.

It has carried out the offering process with respect to the newly issued ordinary shares for the existing shareholders during 27 October 2014 to 31 October 2014, whereby the result of sale of the Company's newly issued ordinary shares is in an amount of 3,406,219,088 shares, equivalent to 100% of the total number of the newly issued ordinary shares being offered (totally sold out). The Company has received proceeds from this offering of the newly issued ordinary shares in the total amount of Baht 4,428,084,814. The Company has registered the change of the paid-up capital with the Ministry of Commerce on 10 November 2014.

Cash receipt amounting to Baht 166,534,687 from the exercise of right to purchase the Company's share on 31 December 2014 was recorded as calls in arrears in shareholders' equity because the Company registered its paid-up capital increase with the Ministry of Commerce on 6 January 2015.

27. Statutory reserve

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

28. Warrants to purchase ordinary shares of the Company/Earnings per share

28.1 Warrants to purchase ordinary shares of the Company

The Company's warrants are as follows: -

Type of warrant	Exercise price per share	Exercise ratio per 1 warrant	Number of warrants outstanding as at 1 January 2014	Number of warrants exercised during the year	Number of warrants outstanding as at 31 December 2014
ESOP# 5 ⁽¹⁾	1.072	1:1.167	23,029,131	(1,428,961)	-
ESOP# 6 ⁽²⁾	1.070	1:1.302	59,141,621	(17,521,210)	41,620,411
SIRI-W1 ⁽²⁾	1.070	1:1.302	1,046,746,178	(665,290,024)	381,456,154
SIRI-W2 ⁽³⁾	2.500	1:1.000	-	-	3,406,219,088

- (1) ESOP#5 was expired on 30 June 2014.
- (2) On 7 October 2014, the Company informed the adjustment of exercise price and exercise ratio under the condition of the Warrants to purchase ordinary shares of the Company (ESOP#6 and SIRI-W1) as follows

ESOP # 6	Existing	New
Exercise Price (Baht/share)	1.114	1.070
Exercise Ratio (per 1 unit of warrant)	1 : 1.167	1 : 1.302
SIRI-W1	Existing	New
Exercise Price (Baht/share)	1.114	1.070
Exercise Ratio (per 1 unit of warrant)	1 : 1.167	1 : 1.302

The adjustment of exercise price and exercise ratio are effective on the first date which the purchaser of shares shall not be entitled to the rights to subscribe the newly issued shares (the first date that the SET post XR sign) in accordance with a resolution of the Extraordinary General Meeting of the Company's shareholders No. 1/2014, on 12 September 2014, which is the 7 October 2014.

- (3) On 25 November 2014, the Company issued warrants representing rights to purchase ordinary shares of the Company No.2 (SIRI-W2) which is in name certificated form and transferable and approved by the Extraordinary Meeting of the Company's shareholders No. 1/2014 dated 12 September 2014. The details of the Warrants are summarized below.

The number of the Warrants allocated : 3,406,219,088 units

Allocated to : The existing shareholders in proportion of their shareholdings (the Right Offering), who subscribe for the new ordinary shares during 27 October to 31 October 2014, being allotted in this time on a pro rata basis at the ratio of 1 new ordinary share allotted and subscribed to 1 unit of Warrant

Price per unit : Baht 0 per unit

Rights of the Warrants : 1 unit of Warrant per 1 share, at a price of Baht 2.50 per share

Term of the Warrants : 3 years from the issuance date

Exercise date : The last business day of every quarter, the first exercise date is scheduled or 30 December 2015

28.2 Earnings per share

Basic earnings per share is determined by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year after adjusting after adjusting the number of ordinary shares in proportion to the change in the number of shares as a result of the offer for sale of the newly issued ordinary shares to existing shareholders (the Right Offering) in accordance with the resolutions of the Extraordinary General Meeting of the Company's shareholders held on 12 September 2014, as discussed in Note 26. The number of ordinary shares of the prior year used for the calculation, as presented for comparative purposes, has been adjusted in proportion to the change in the number of shares, as if the shares had been issued at the beginning of the earliest period reported.

Diluted 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, plus the weighted average number of ordinary shares which might need to be issued for the conversion of all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the period or on the date the potential ordinary shares were issued.

The following table sets forth the computation of basic earnings per share and diluted earnings per share.

	Consolidated financial statements					
	For the year ended 31 December 2014 and 2013					
	Profit for the year		Weighted average number of ordinary shares		Earnings per share	
	2014	2013	2014	2013	2014	2013
	(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares) (Restated)	(Baht)	(Baht) (Restated)
Basic earnings per share						
Profit attributable to equity holders of the parent	3,393,137	1,929,666	10,339,382	9,931,265	0.33	0.19
Effect of dilutive potential ordinary shares						
ESOP#5	-	-	5,868	19,749		
ESOP#6	-	-	28,282	55,952		
SIRI-W1	-	-	450,384	1,147,784		
SIRI-W2	-	-	-	-		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of warrant to ordinary shares	<u>3,393,137</u>	<u>1,929,666</u>	<u>10,823,916</u>	<u>11,154,750</u>	0.31	0.17

	Separate financial statements					
	For the year ended 31 December 2014 and 2013					
	Profit for the year		Weighted average number of ordinary shares		Earnings per share	
	2014	2013	2014	2013	2014	2013
	(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares) (Restated)	(Baht)	(Baht) (Restated)
Basic earnings per share						
Profit attributable to equity holders of the parent	2,357,304	1,883,834	10,339,382	9,931,265	0.23	0.19
Effect of dilutive potential ordinary shares						
ESOP#5	-	-	5,868	19,749		
ESOP#6	-	-	28,282	55,952		
SIRI-W1	-	-	450,384	1,147,784		
SIRI-W2	-	-	-	-		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of warrant to ordinary shares	<u>2,357,304</u>	<u>1,883,834</u>	<u>10,823,916</u>	<u>11,154,750</u>	0.22	0.17

29. Revenues from other services/Cost of other services

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Revenues from other services				
Revenues from medical spa business	-	48.69	-	-
Revenues from hotel business	52.80	14.28	25.85	14.28
Revenues from education business	184.26	183.52	-	-
Total	<u>237.06</u>	<u>246.49</u>	<u>25.85</u>	<u>14.28</u>
Cost of other services				
Cost of medical spa business	-	31.15	-	-
Cost of hotel business	52.24	12.79	28.49	21.30
Cost of education business	233.30	248.64	-	-
Total	<u>285.54</u>	<u>292.58</u>	<u>28.49</u>	<u>21.30</u>

30. Expenses by nature

Significant expenses by nature are as follows:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Purchase of land and payments of construction costs	28,150.75	29,905.20	11,064.23	14,485.30
Changes in property development for sale	(11,424.75)	(18,533.61)	(2,816.05)	(11,777.34)
Salary and wages and other employee benefits	1,624.39	1,288.80	1,398.98	1,083.56
Depreciation of investments properties	14.29	20.44	0.72	0.39
Depreciation of land, buildings and equipment	257.11	219.15	152.51	136.20

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Amortisation of intangible assets	16.86	14.00	13.00	7.86
Amortisation of leasehold rights	28.78	27.46	2.10	0.79
Provision for home care warrantee	105.41	95.36	54.40	60.34
Rental expenses from operating lease agreements	123.83	78.70	115.94	73.07

31. Income tax

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Current income tax:				
Current income tax charge	927,528	607,651	284,176	317,429
Deferred tax:				
Relating to origination and reversal of temporary differences	9,760	(223,708)	(26,586)	15,838
Income tax expense reported in the statement of comprehensive income	937,288	383,943	257,590	333,267

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Deferred tax relating to actuarial loss arising from defined benefit plan of employees	-	8,923	-	5,903
	<u>-</u>	<u>8,923</u>	<u>-</u>	<u>5,903</u>

Reconciliation between income tax expenses and the product of accounting profit multiplied by the applicable tax rates for the years ended 31 December 2014 and 2013

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Accounting profit before tax	<u>4,330,239</u>	<u>2,313,017</u>	<u>2,614,895</u>	<u>2,217,100</u>
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by applicable tax rate	866,048	462,603	522,979	443,420
Effects of:				
Promotional privileges (Note 32)	-	(2,493)	-	(2,493)
Tax exempted income and non-deductible expenses	68,487	(75,562)	(265,389)	(107,660)
Unused tax losses	2,753	-	-	-
Others	-	(605)	-	-
Total	<u>71,240</u>	<u>(78,660)</u>	<u>(265,389)</u>	<u>(110,153)</u>
Income tax expenses reported in the statement of comprehensive income	<u>937,288</u>	<u>383,943</u>	<u>257,590</u>	<u>333,267</u>

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

(Unit: Thousand Baht)

	Statement of financial position			
	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Deferred tax assets				
Allowance for doubtful accounts	2,621	3,222	214	216
Property development for sale	564,585	505,117	182,199	157,357
Short-term provisions	22,064	19,663	10,046	12,659
Provision for guarantee to property fund	10,298	-	-	-
Provision for long-term employee benefits	16,047	13,943	10,643	9,280
Rental fees received in advance	-	18,809	-	-
Unused tax loss	2,711	70,328	-	-
Total	<u>618,326</u>	<u>631,082</u>	<u>203,102</u>	<u>179,512</u>
Deferred tax liabilities				
Unamortised portion of deferred transaction costs	6,828	9,824	6,828	9,824
Total	<u>6,828</u>	<u>9,824</u>	<u>6,828</u>	<u>9,824</u>
Deferred tax assets - net	<u>611,498</u>	<u>621,258</u>	<u>196,274</u>	<u>169,688</u>

32. Promotional privileges

By virtue of the provisions of the Investment Promotion Act of B.E. 2520, the Company have been granted privileges by the Board of Investment relating to developing any apartment building project for persons who have low or middle income including 1 residential condominium project and 1 land and housing project. The usable area in each unit of the residential condominium projects shall not be less than 28 square meters and the contracted sale amount is less than Baht 1,000,000 included land price. The usable area in each unit of the land and housing project shall not be less than 70 square meters and the contracted sale amount is less than Baht 1,200,000 included land price.

The principal privilege is the exemption from corporate income tax for a period of 5 years from the start of business operations related to these privileges.

As promoted companies, the Company must comply with certain terms and conditions prescribed in the promotional certificate.

33. Provident fund

The Company, subsidiaries and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The Company, subsidiaries and their employees contributed to the fund monthly at the rate of 5-12 percent of basic salary. The fund, which is managed by Kasikorn Asset Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. During the year 2014 and 2013, the Company and its subsidiaries contributed Baht 83.59 million and Baht 71.91 million, respectively, to the fund (Separate financial statements: Baht 56.72 million and Baht 48.62 million, respectively).

34. Dividend paid

(Unit: Baht)

Dividends	Approved by	Total dividends	Dividend per share	Date of dividends payment
Final dividend from 2013 earnings	The Annual General Meeting of the Shareholders on 30 April 2014	956,252,489 ⁽¹⁾	0.10	27 May 2014
Final dividend from 2012 earnings	The Annual General Meeting of the Shareholders on 30 April 2013	1,425,354,975 ⁽²⁾	0.17	17 May 2013

(1) Actual dividend paid amounted to Baht 956,223,257 because some shareholders were not entitled to receive dividend

(2) Actual dividend paid amounted to Baht 1,425,172,513 because some shareholders were not entitled to receive dividend

35. Commitments and contingent liabilities

35.1 Capital commitments

As at 31 December 2014 and 2013, the Company and its subsidiaries have the following capital commitments: -

- a) The Company and its subsidiaries had commitments of Baht 18,353.82 million and Baht 20,549.71 million, respectively, under project construction agreements, decoration agreements, advisory service agreements and system development agreements (Separate financial statements: Baht 5,729.06 million and Baht 8,825.60 million, respectively).
- b) The Company and its subsidiaries has commitments of Baht 7,538.1 million and Baht 4,509.16 million, respectively, under land and condominium units purchase agreements (Separate financial statements: Baht 4,962.58 million and Baht 1,421.38 million, respectively).

35.2 Operating lease and service commitments

- a) The Company and its subsidiaries have entered into several lease agreements in respect of the lease of office building space, motor vehicles and equipment. The terms of the agreements are generally between 3 and 4 years.

As at 31 December 2014 and 2013, future minimum lease payments required under non-cancellable operating leases contracts were as follows.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Payable:				
In up to 1 year	98.45	4.80	81.28	0.63
In over 1 and up to 5 years	326.49	26.50	303.21	22.05
Total	424.94	31.30	384.49	22.68

- b) As at 31 December 2014 and 2013, the Company and its subsidiaries had commitments of Baht 56.40 million and Baht 72.08 million, respectively in relation to advertising and public relations for the projects (Separate financial statements: Baht 26.63 million and Baht 32.04 million, respectively).
- c) As at 31 December 2014 and 2013, the Company and subsidiaries have servitude over land of approximately 23 rai and 19 rai, respectively, of which the cost is included in the cost of projects.
- d) The significant long-term lease agreements are as follow: -
 - Sansiri Public Company Limited entered into a 30-year land rental agreement at Sukhumvit 77 alley for construction of a community mall for the Habito Project, covering the period from 16 August 2013 to 15 August 2043. Total amounts to Baht 42.11 million are to be paid, divided into by 3 installments. In August 2013, the Company made an initial payment of Baht 21.05 million and the remainder is to be paid Baht 10.53 million each over the period of 10 and 20 years of rental agreement.

- Chanachai Limited entered into a 30-year land rental agreement with the Office of The Privy Purse for construction of a condominium for the Baan Sansiri Project, covering the period from 1 November 1993 to 31 October 2023. Total amounts to Baht 117.70 million. On the agreement date, Chanachai Limited made an initial payment of Baht 30 million and the remainder is to be paid over the period of 30 years as stipulated in the agreement.
- S.U.N. Management Company Limited entered into a land rental agreement with the Crown Property Bureau in order to construct buildings and structures on such land. The agreement is for 30 years, from 16 September 2002, and the total rental payable is approximately Baht 88.04 million. The subsidiary paid this rental in full in July 2004.

35.3 Bank guarantees

As at 31 December 2014 and 2013, there were the outstanding bank guarantees for Baht 2,060.65 million and Baht 2,121.91 million, respectively, issued by the banks in respect of requirements of the Company and its subsidiaries arising in the normal course of business. These included letters of guarantee to guarantee contractual performance regarding preparation and maintenance of public utilities, public services and land improvement and to guarantee electricity use (Separate financial statements: Baht 1,411.62 million and Baht 1,356.47 million, respectively).

35.4 Litigations

As at 31 December 2014 and 2013, the Company and its subsidiaries have various outstanding litigation cases, relating to allegations of breaches of agreements to purchase and to sell and torts. Total damages claimed amount to Baht 93.31 million and Baht 280.27 million, respectively (Separate financial statements: Baht 39.16 million and Baht 241.14 million, respectively). However, the Company and its subsidiaries are defending the lawsuits, and since the Company's lawyers and management believe that the Company and its subsidiaries will not incur any losses from the litigation, no addition entries have been made in respect of these cases beyond provision already recorded (Note 24).

35.5 Other commitments

The Company has commitments regarding contribution to the United Nations International Emergency Children's Fund (UNICEF) at a minimum of USD 1 million per year for the three-year period between 2011 and 2013. This is in accordance with memorandum of understanding between the Company and UNICEF dated 28 December 2010. However, the board of director considered and approved extension for the commitments to 3 years from 2014 to 2016.

36. Segment information

Operating segment information is reported in a manner consistent with the internal reporting the chief operating decision maker has received and regularly reviewed to make decisions about resources to be allocated to the segment and assess its performance.

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

- Property development business segment consists of land and housing projects, residential condominium projects, serviced apartments for rent, and office buildings for rent.
- Building management and real estate brokerage business segment consists of the provision of building management service and real estate brokerage.
- Other business segment consists of hotel, medical spa and education business.

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

Chief operating decision maker monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured consistently with operating profit or loss in the financial statements.

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

The following tables present revenue and profit information regarding the Company and its subsidiaries' operating segments for the year ended 31 December 2014 and 2013, respectively.

(Unit: Million Baht)

Year ended 31 December 2014	Real estate	Building management and real estate brokerage	Other business	Total reportable segments	Adjustments and eliminations	Consolidated
Revenue from external customers	27,250.59	605.74	237.06	28,093.39	-	28,093.39
Inter-segment revenue	184.12	200.15	68.51	452.78	(452.78)	-
Interest revenue	553.64	26.92	6.47	587.03	(572.22)	14.81
Interest expense	(760.71)	(25.74)	(53.45)	(839.90)	194.12	(645.78)
Depreciation and amortisation	(131.63)	(12.80)	(12.56)	(156.99)	-	(156.99)
Reversal of loss on diminution in value of property development for sale	1.56	-	-	1.56	-	1.56
Segment profit (loss)	6,808.38	290.24	(39.51)	7,059.11	(830.88)	6,228.23
Other income						1,418.95
Common expense						(3,175.54)
Write off of goodwill						(141.25)
Share of loss from investment in joint venture						(0.15)
Income tax expense						(937.29)
Profit for the year						<u>3,392.95</u>

(Unit: Million Baht)

Year ended 31 December 2013	Real estate	Building management and real estate brokerage	Other business	Total reportable segments	Adjustments and eliminations	Consolidated
Revenue from external customers	27,850.22	500.15	246.49	28,596.86	-	28,596.86
Inter-segment revenue	512.71	353.08	-	865.79	(865.79)	-
Interest revenue	448.16	14.24	6.30	468.70	(447.99)	20.71
Interest expense	(668.19)	(3.37)	(40.37)	(711.93)	95.82	(616.11)
Depreciation and amortisation	(127.47)	(14.09)	(0.24)	(141.80)	1.39	(140.41)
Reversal of loss on diminution in value of property development for sale	17.65	-	-	-	-	17.65
Segment profit (loss)	6,866.21	510.74	(80.40)	7,296.55	(1,216.57)	6,079.98
Other income						369.17
Common expense						(4,136.14)
Income tax expense						(383.94)
Profit for the year						<u>1,927.07</u>

Geographic information

Revenue from external customers is based on locations of the customers.

(Unit: Million Baht)

	2014	2013
Revenue from external customers		
Thailand	28,093	28,225
Others	-	372
Total	<u>28,093</u>	<u>28,597</u>
Non-current assets (other than financial instruments, deferred tax assets)		
Thailand	6,505	6,454

Major customers

For the year 2014 and 2013, the Company and its subsidiaries have no major customer with revenue of 10% or more of an entity's revenues.

37. Financial instruments

37.1 Financial risk management

The Company and its subsidiaries's financial instruments, as defined under Thai Accounting Standard No. 107 “Financial Instruments: Disclosure and Presentations”, principally comprise cash and cash equivalents, trade accounts receivable, loans, investments, trade accounts payable and loans. 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 accounts receivable and loans. The Company manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, the Company and its subsidiaries do not have high concentration of credit risk since it has a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of trade accounts receivable and loans as stated in the statement of financial position.

Interest rate risk

The Company and its subsidiaries' exposure to interest rate risk relates primarily to its cash at banks, short-term loans, debentures and long-term borrowings. However, since most of the Company and its subsidiaries' financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

Significant financial assets and liabilities as at 31 December 2014 and 2013 classified by type of interest rates are summarized in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

	Consolidated financial statements							
	As at 31 December 2014							
	Fixed interest rate				Floating interest rate	Non-interest bearing	Total	Effective interest rate (% p.a.)
	Within one year	1-5 years	Over 5 years	At call				
Financial Assets								
- Cash equivalents (excluding cash)	-	-	-	-	2,812.37	232.04	3,044.41	0.13 - 2.65
- Current investments	56.52	-	-	-	-	500.00	556.52	2.65
- Trade accounts receivables	-	-	-	-	-	51.13	51.13	-
- Loans to related parties	-	-	-	700.00	-	-	700.00	3.25
	56.52	-	-	700.00	2,812.37	783.17	4,352.06	
Financial liabilities								
- Short - term loans from banks	3,600.00	-	-	-	-	-	3,600.00	3.35 - 4.78
- Bill of exchange	3,475.93	-	-	-	-	-	3,475.93	3.10 - 3.17
- Trade accounts payable	-	-	-	-	-	2,009.54	2,009.54	-
- Long-term loans	-	-	-	-	19,054.87	-	19,054.87	Note 22
- Unsecured debentures	1,997.85	10,968.01	-	-	-	-	12,965.86	Note 25
	9,073.78	10,968.01	-	-	19,054.87	2,009.54	41,106.21	

(Unit: Million Baht)

	Consolidated financial statements							
	As at 31 December 2013							
	Fixed interest rate				Floating interest rate	Non-interest bearing	Total	Effective interest rate (% p.a.)
	Within one year	1-5 years	Over 5 years	At call				
Financial Assets								
- Cash equivalents (excluding cash)	-	-	-	-	1,921.48	193.58	2,115.06	0.13 - 3.10
- Current investments	36.14	-	-	-	-	-	36.14	1.60 - 2.85
- Trade accounts receivables	-	-	-	-	-	44.52	44.52	-
- Restricted bank deposits	6.66	-	-	-	-	-	6.66	1.45 - 2.00
	42.80	-	-	-	1,921.48	238.10	2,202.38	
Financial liabilities								
- Short-term loans from banks	3,550.00	-	-	-	-	-	3,550.00	3.60 - 4.05
- Bill of exchange	2,483.28	-	-	-	-	-	2,483.28	3.15 - 3.25
- Trade accounts payable	-	-	-	-	-	2,250.62	2,250.62	-
- Long-term loans	-	-	-	-	15,685.02	-	15,685.02	Note 22
- Unsecured debentures	-	12,950.88	-	-	-	-	12,950.88	Note 25
	6,033.28	12,950.88	-	-	15,685.02	2,250.62	36,919.80	

(Unit: Million Baht)

	Separate financial statements							
	As at 31 December 2014							
	Fixed interest rate				Floating interest rate	Non-interest bearing	Total	Effective interest rate (% p.a.)
	Within one year	1-5 years	Over 5 years	At call				
Financial Assets								
- Cash equivalents (excluding cash)	-	-	-	-	1,376.64	213.03	1,589.67	0.13 - 1.25
- Current investment	-	-	-	-	-	500.00	500.00	-
- Trade accounts receivables	-	-	-	-	-	118.68	118.68	-
- Short-term loans to related parties	-	-	-	19,342.19	-	-	19,342.19	3.25
	-	-	-	19,342.19	1,376.64	831.71	21,550.54	
Financial liabilities								
- Short-term loans from banks	3,600.00	-	-	-	-	-	3,600.00	3.35 - 4.78
- Bills of exchange	3,475.93	-	-	-	-	-	3,475.93	3.10 - 3.17
- Trade accounts payable	-	-	-	-	-	1,079.51	1,079.51	-
- Short-term loans to related parties	-	-	-	140.94	-	-	140.94	3.25
- Long-term loans	-	-	-	-	9,670.14	-	9,670.14	Note 22
- Unsecured debentures	1,997.85	10,968.01	-	-	-	-	12,965.86	Note 25
	9,073.78	10,968.01	-	140.94	9,670.14	1,079.51	30,932.38	

(Unit: Million Baht)

	Separate financial statements							
	As at 31 December 2013							
	Fixed interest rate				Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
	Within one year	1-5 years	Over 5 years	At call				
Financial Assets								
- Cash equivalents (excluding cash)	-	-	-	-	853.34	120.58	973.92	0.13 - 3.10
- Trade accounts receivables	-	-	-	-	-	415.59	415.59	-
- Short-term loans to related parties	-	-	-	14,979.33	-	-	14,979.33	3.00 - 3.55
	-	-	-	14,979.33	853.34	536.17	16,368.84	
Financial liabilities								
- Short-term loans from banks	3,550.00	-	-	-	-	-	3,550.00	3.60 - 4.05
- Trade accounts payable	-	-	-	-	-	1,225.66	1,225.66	-
- Bills of exchange	2,483.28	-	-	-	-	-	2,483.28	3.15 - 3.25
- Long-term loans	-	-	-	-	8,418.40	-	8,418.40	Note 22
- Unsecured debentures	-	12,950.88	-	-	-	-	12,950.88	Note 25
	6,033.28	12,950.88	-	-	8,418.40	1,225.66	28,628.22	

Foreign currency risk

The Company and its subsidiaries' exposure to foreign currency risk arise mainly from loans denominated in foreign currencies. Since liabilities denominated in foreign currencies are not significant and due in short period, the Company and its subsidiaries do not use any derivatives to manage such risk.

37.2 Fair values of financial instruments

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

- For financial assets and liabilities which have short-term maturity, including cash and cash at banks, accounts receivable and accounts payable, their carrying amounts in the statement of financial position approximate their fair value.
- For debt securities, their fair value is generally derived from quoted market prices.
- 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.

- For short-term and long-term loans carrying interest approximate to the market rate, their carrying amounts in the statement of financial position approximates their fair value.

The fair values of the Company and its subsidiaries' financial instruments are estimated to approximately the amounts presented in the statements of financial position, except for the following:

(Unit: Million Baht)

	Consolidated / Separate financial statements			
	Carrying amount		Fair value	
	2014	2013	2014	2013
<u>Financial liabilities</u>				
Unsecured debentures	12,965.86	12,950.88	12,266.84	11,877.96

38. Capital management

The primary objective of the Company's capital management is to ensure that it has an appropriate financial structure and preserves the ability to continue its business as a going concern.

The Company manages its capital position with reference to its debt-to-equity ratio in order to comply with a condition in loan agreements with banks and debenture issuance, which requires the Company to maintain a debt-to-equity ratio of not more than 2.5:1 (2013: 2.5:1). Debt means to interest bearing debts.

The Company's capital used to calculate above financial ratio includes ordinary shares, and retained earnings less the net unrealised gains reserve.

As at 31 December 2014, the Group's debt-to-equity ratio was 1.95:1.00 (2013: 2.03: 1.00) and the Company's was 1.46:1.00 (2013: 1.66:1.00).

No changes were made in the objectives, policies or processes during the years end 31 December 2014 and 2013.

39. Events after the reporting period

The Company's Board of Directors Meeting No. 3/2015 held on 27 February 2015 has approved to pay annual dividend for the operational results from 1 January 2014 to 31 December 2014 at the rate of 0.12 Baht (Twelve Stang) per share.

40. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 27 February 2015.



