

# 2017 **ANNUAL REPOR** SRI TRANG AGRO-INDUSTRY PUBLIC COMPANY LIMITED









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# MISSION 2017

Target 9.5

Passionately, we drive possibilities The green rubber company

# 2017: Target 9.5

Teamwork | Action | Renew | Grow | Excellent | Together

The implementation of the "standardization" in 2016 has inspired all employees of STA to increase the effectiveness and efficiency of their works towards "single cost" and "single technology". For the year 2017, STA encouraged all employees to further improve their performance to their self-perfection or "Target 9.5" in order to drive the Company to the ultimate common goal for a market share of 20% of global natural rubber consumption or "STA 20."





# Specialist

We are the best in what we do.

# TEAMWORK

We work with tireless determination together as a team.

# ACCOUNTABILITY

We value honesty and have a strong sense of responsibility.



# **GREEN RUBBER COMPANY**

For over 30 years, Sri Trang Group has been operating in a socially and environmentally responsible manner and the symbol "Green" signifies our commitment to sustainability and transparency.

# "Taking a Step Forward as the Green Rubber Company"



# Green Procurement

We source raw materials from ethical suppliers with sustainable practices and strive to guide rubber farmers toward the sustainable management of rubber plantations.

# Green Products

We produce high-quality products that are free of chemical substances that detrimentally affect the health and safety of end-users.

Rubber

# **Green Company**

set 10.00

sel 1988

SE 1995

11



In every aspect of our operations, we are guided by the belief that transparency is key to building trust and achieving long-term success. We also seek to make a positive difference to the local communities and foster long-lasting relationships through various forms of community engagement.

# Green Process

The production process for every one of our products is based on the concept of sustainability and energy efficiency. Our production facilities do not generate hazardous substances that cause adverse impact on the environment and the neighboring communities.

TSR

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RSS

LTX

# MESSAGE FROM CHAIRMAN



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We will continue to strengthen our operations throughout the supply chain to gain better market share and wider name recognition in the industry and reinforce our position as the world's leading fully integrated natural rubber company.

STA had an especially challenging year in 2017 as a turbulent natural rubber market was a real test of our mettle. While STA has been in the rubber industry for 30 years and has grown accustomed to volatility in rubber prices, the development of the market in 2017 had elements of surprise we had never before experienced. An excess of speculative activities in the futures market, particularly in Shanghai, had the effect of distorting prices, which no longer reflected the fundamentals of supply and demand and were prone to extreme volatility.

This was particularly evident in the first quarter of the year when rubber prices, which started out the year strong and reached a three-year high in February, fueling optimism and hope for a turnaround after years of downward cycle, started dropping precipitously. In response to this unexpected turn of events, we acted promptly to reevaluate our previously laid out plans and quickly came up with a turnaround strategy.

In addition to battling volatility, we also had to contend with another year of persistently low rubber prices. But because of our experience and expertise, we managed to record 1.3 million tons in sales volume despite the inhospitable industry climate.



A significant development for STA in 2017 is that we finally assumed full control of our glove business, Sri Trang Gloves (Thailand) Co., Ltd. (STGT), which has been operating for nearly 30 years and is currently Thailand's largest and a world-leading glove producer.

While we have always been closely involved in the operations of STGT, we strongly believe that having the ability to independently manage the operations and execute our expansion plan will further strengthen the "Sri Trang Gloves" brand. We also expect significant synergy between the operations of STGT and STA's midstream operations.

This is an opportune moment for us to expand the presence of STGT. The global glove industry is growing steadily as heightened awareness of hygiene fuels demand, particularly in emerging markets like China, India, Africa, etc. Prices of gloves are also not subject to volatility, a factor that should make our overall bottom line look more attractive.

We believe that we are well positioned to take steps to expand our STGT operations, having accumulated nearly 30 years of know-how and industry experience. We also have a strong sale and marketing team who will be instrumental in our strategy to increase market share and gain a foothold in new markets. In 2017, we managed to achieve a record sales volume of 16 billion pieces.

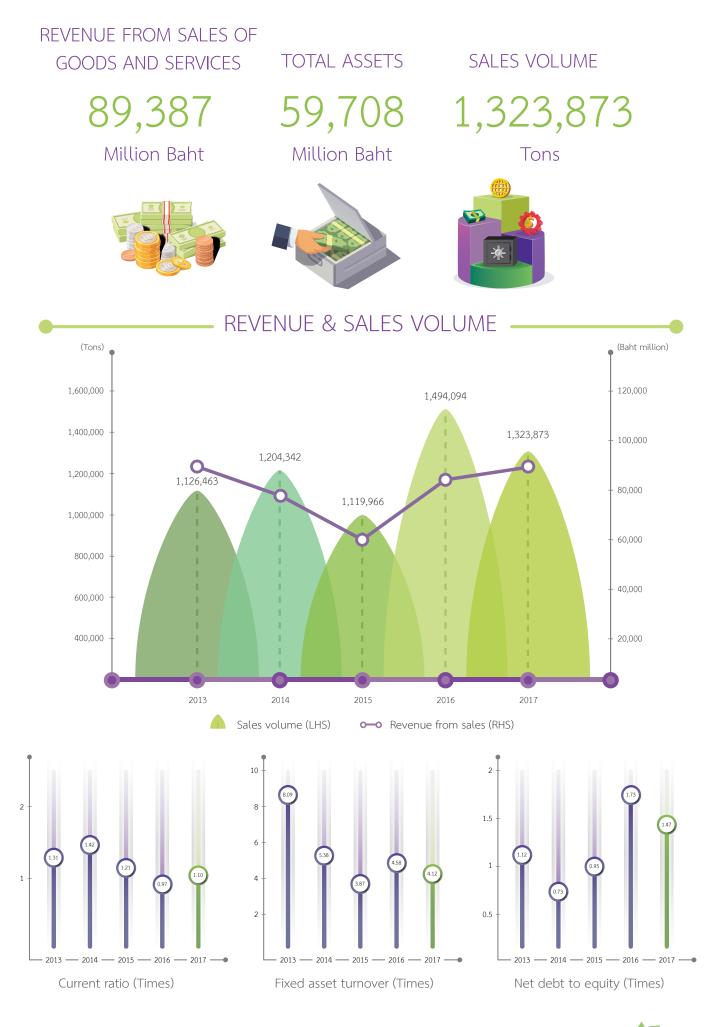
Going forward, we will continue to strengthen our operations throughout the supply chain to gain better market share and wider name recognition in the industry and reinforce our position as the world's leading fully integrated natural rubber company.



# **FINANCIAL HIGHLIGHTS**

| <ul> <li>Financial Statements</li> </ul>    |         |         |         |         |         |  |  |  |  |
|---|---------|---------|---------|---------|---------|--|--|--|--|
| (UNIT : Baht million)                       | FY 2017 | FY 2016 | FY 2015 | FY 2014 | FY 2013 |  |  |  |  |
| STATEMENT OF COMPREHENSIVE INCOME           |         |         |         |         |         |  |  |  |  |
| Revenue from sales of goods<br>and services | 89,387  | 77,266  | 61,292  | 75,530  | 92,185  |  |  |  |  |
| EBITDA                                      | 1,650   | 794     | 3,008   | 2,568   | 3,747   |  |  |  |  |
| Profit (loss) before tax                    | (1,398) | (1,073) | 1,143   | 1,076   | 1,987   |  |  |  |  |
| Net (loss) profit                           | (1,437) | (758)   | 1,118   | 1,038   | 1,820   |  |  |  |  |
| STATEMENT OF FINANCIAL POSITION             |         |         |         |         |         |  |  |  |  |
| Total assets                                | 59,708  | 55,959  | 43,879  | 37,791  | 44,237  |  |  |  |  |
| Total liabilities                           | 36,431  | 36,047  | 22,545  | 17,199  | 24,246  |  |  |  |  |
| Total equities                              | 23,277  | 19,912  | 21,334  | 20,592  | 19,991  |  |  |  |  |
| FINANCIAL RATIOS                            |         |         |         |         |         |  |  |  |  |
| Gross profit margin (%)                     | 4.2     | 7.0     | 5.7     | 4.4     | 5.6     |  |  |  |  |
| Net profit margin (%)                       | (1.6)   | (1.0)   | 1.8     | 1.4     | 2.0     |  |  |  |  |
| Current ratio (times)                       | 1.1     | 1.0     | 1.2     | 1.4     | 1.3     |  |  |  |  |
| Net debt to equity ratio (times)            | 1.5     | 1.7     | 1.0     | 0.7     | 1.1     |  |  |  |  |

Note : Financial statements for FY2014 – FY2017 have been prepared in accordance with the IFRS Accounting Standard, while Financial statements for FY2013 were prepared based on the early adoption of generally acceptable accounting standards.





# **TOTAL GREEN PROCESS**

# FROM UPSTREAM THROUGH DOWNSTREAM

Sri Trang Agro-Industry Public Company Limited ("STA") is the world's leading fully integrated natural rubber company with a market share of 10% of global consumption. STA offers a full range of Natural Rubber Products, including Technically Specified Rubber (TSR), Ribbed Smoked Sheets (RSS) and Concentrated Latex, with a total production capacity of 2.6 million tons per annum.





# THE WORLD'S LEADING FULLY INTEGRATED NATURAL RUBBER PROCESSING COMPANY



# UPSTREAM

Our rubber plantations are managed by a team of highly experienced managers. We currently have approximately 8,000 hectares of rubber plantations in 19 provinces of Thailand.



# **MIDSTREAM**

Our 36 processing facilities in Thailand, Indonesia and Myanmar have a total production capacity of 2.6 million tons of natural rubber products, including TSR, RSS and Concentrated Latex per annum.



# DOWNSTREAM

Our four glove production facilities in Thailand have a total production capacity of 14 billion pieces of natural rubber and nitrile gloves per annum.



# **SALES & DISTRIBUTION**

Our six trading and distribution centers are located key strategic locations, namely China, Singapore, Thailand, Indonesia, USA, and Vietnam.

# **MULTI- NATIONAL PLATFORM**



1,323,873 tons in sales volume of natural rubber products in 2017

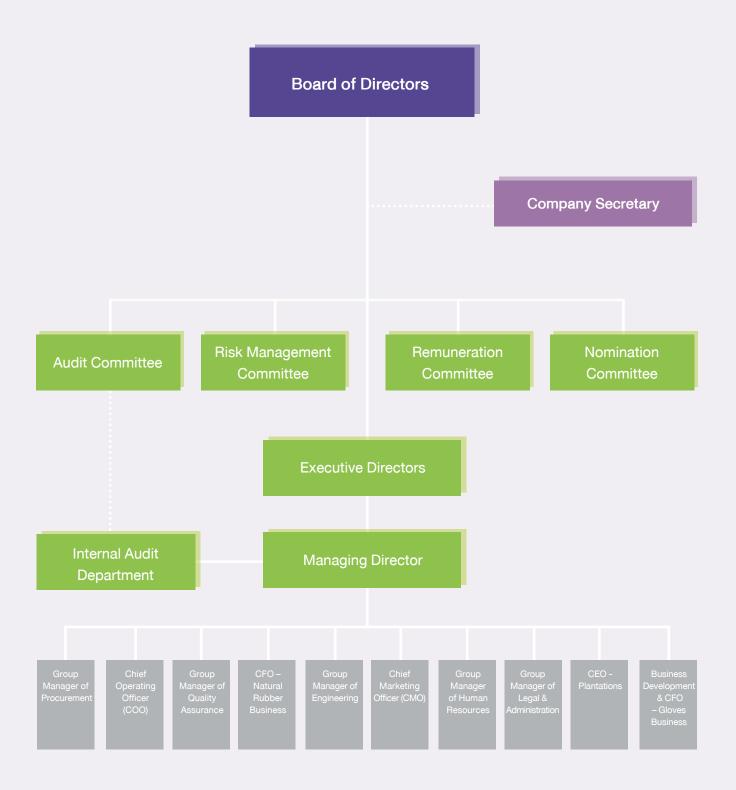
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# **CORPORATE STRUCTURE**

As of 31 December 2017



# **BUSINESS OVERVIEW**

Established in 1987, Sri Trang Agro-Industry Public Company Limited (STA) is the world's leading fully integrated natural rubber company with a market share of 10% of global natural rubber consumption. Our operations span all sectors of the natural rubber industry from rubber plantations and rubber processing to the manufacture of rubber-based finished products.

In the midstream sector, our 36 processing facilities in Thailand, Indonesia and Myanmar produce a complete range of natural rubber products, from Technically Specified Rubber (TSR) and Ribbed Smoked Sheets (RSS) to Concentrated Latex and have a total production capacity of 2.6 million tons per annum. We have a market share of 10% of global natural rubber consumption.

In addition to rubber processing, we are Thailand's largest and a world-leading producer of examination gloves with a market share of 8% of global glove consumption. Our four production facilities in Thailand have a total production capacity of 14 billion pieces of gloves per annum. Our joint venture operation is also Thailand's largest manufacturer of high-pressure hydraulic hoses.

Furthermore, we have successfully established our presence within the upstream sector of rubber cultivation with approximately 8,000 hectares of rubber plantations that are located in many provinces of Thailand.

Additionally, we have various subsidiaries that provide operational support to the aforementioned core business.

STA is the first and the only Thai rubber company that is dually listed on both the Stock Exchange of Thailand (SET) and on the Singapore Exchange (SGX).

# **COMPANY MILESTONES**

## April

1987

1988

I

1989

1990

1991

1994

1995

2002

2004

2005

Commenced operation as producer of ribbed smoked sheets in Hat Yai, Thailand with Baht 31 million in registered capital.



#### October

Established Anvar Parawood to produce rubberwood used for making furniture, and to produce pallets to be used within Sri Trang Group.

#### March

Established Rubberland Products to produce concentrated latex, the Group's first production facility for concentrated latex.

#### January

Jointly established SSC (Presently called Sri Trang Gloves (Thailand Co., Ltd.)) with an Austria-based company to produce latex examination gloves.

#### March

Jointly established Thai Tech Rubber with Southland Rubber Co., Ltd and Itochu Corporation Limited to produce TSR block rubber.

#### August

Filed for an initial public offering (IPO) of shares in Thailand and listed the shares on the Stock Exchange of Thailand (SET).



#### January

Established Starlight Express Transport to provide logistics support for the Group.

### March

Established Premier System Engineering to provide support for research and development and to provide engineering services to the Group.



#### September

Established Startex Rubber to hold ownership of and manage rubber plantations in the southern region of Thailand.

### March

Jointly established Semperflex Asia with an Austria-based company to produce high-pressure hydraulic hoses.

### April

Established Sri Trang International in Singapore, the natural rubber purchasing hub, to manage global distribution of the Group's natural rubber products.



#### March

Established Sri Trang USA to manage distribution of the Group's natural rubber products in the US market.

#### July

Established sales teams in Qingdao and Shanghai to conduct direct sales of the Group's natural rubber products to customers in the PRC.



#### January

Established PT Sri Trang Lingga, the Group's first natural rubber procurement center and production facility outside of Thailand.

#### December

Established Sri Trang Rubber & Plantation to hold ownership of and manage rubber plantations.



2010

2011

2013

2016

2017

#### August

Acquired PT Star Rubber, the Group's second production facility for TSR block rubber in Indonesia.

## August



#### Januarv

Filed for a public offering of newly issued shares in Singapore and listed the shares on the SGX-ST, becoming the first dually listed rubber company in Thailand.

#### October

Jointly established Sri Trang Ayeyar with Ayeyar Hinthar Holdings Company Limited to expand the Group's natural rubber processing operations into Myanmar.



#### December

Established Sri Trang Indochina in Ho Chi Minh, the Group's first subsidiary in Vietnam, to manages sales and exports of natural rubber products in Vietnam.

#### April

STA increased its investment in Thai Tech Rubber from 33.5% to 42.5% via share purchase from Itochu Corporation to solidify its position as a leading company in the natural rubber industry.

#### September

Pattana Agro Futures reduced its registered capital from Baht 100.0 million to Baht 25.0 million due to excess liquidity after having had to stop operating as a commodity futures broker on the Agricultural Futures Exchange of Thailand (AFET) as a result of the AFET having been merged into the Thailand Futures Exchange (TFEX).

#### March

STA and Semperit Technische Produkte completed the demerger of the joint venture and associate companies\*. The demerger resulted in STA increasing its shares in Siam Sempermed Corporation which was subsequently renamed Sri Trang Gloves (Thailand) Co., Ltd to 90.2% of the total shares.

#### May

Startex Rubber established a subsidiary, Shidong Medical Equipment, in the PRC with USD 1,650,000 in registered capital to manage the sales and distribution of gloves in the PRC.

#### June

Sri Trang USA, Inc. increased its registered capital from USD 2,000,000 to USD 3,000,000 to expand the distribution of gloves and medical equipment in USA and other countries.

#### July

STA jointly established Thai Rubber Joint Venture Limited with the Rubber Authority of Thailand (RAOT) and four other natural rubber producers and exporters following the government policy to engage in the domestic and international trade of rubber with Baht 1,200 million in registered capital, with STA investing in the amount of Baht 200,000,000.

#### October

STA offered the allotment of newly-issued ordinary shares to existing shareholders in proportion to their respective shareholding (Rights Offering), with the ratio of 5 existing ordinary shares for 1 newly-issued ordinary share at the offering price Baht 10 per share. As the result of this, the paid-up capital was increased from Baht 1,280,000,000 to Baht 1,535,999,998.

Notice: \*with the exception of Semperflex Asia, which will continue to operate as a joint venture company until Semperit Technische Produkte exercises the call option to buy the shares from STA and other shareholders between 2019 and 2021.

# PRODUCTS AND SERVICES















# **PRODUCTS AND SERVICES**

As of 31 December 2017





# **UPSTREAM SECTOR**

## **Rubber Plantations**

As of 31 December 2017, Sri Trang Group had obtained approximately 50,000 rai (8,000 hectares) of land suitable for the cultivation of rubber trees in 19 provinces of Thailand. 89% of the lot had already been planted with rubber trees and a small area had been already started to provide yield since 2015. The majority of our rubber plantations are located in the northern and northeastern regions of Thailand. Our plantations are complementary to our midstream business both in terms of raw material procurement and NR production.



# **MIDSTREAM SECTOR**

### **Natural Rubber Processing**

As of 31 December 2017, Sri Trang Group had a total of 36 production facilities, of which 32 are located in Thailand, three in Indonesia, and one is in Myanmar. Altogether, the facilities provided a total production capacity of approximately 2.6 million tons per annum. In 2017, our utilization rate was at approximately 67% of total production capacity. Natural rubber processing is the core business of Sri Trang Group, accounting for about 89% of the Group's total revenues in 2017. We produce a complete range of natural rubber products, namely, Technically Specified Rubber (TSR), Ribbed Smoked Sheets (RSS) and Concentrated Latex to serve demand from all types of customers including tire manufacturers and glove producers from all over the world.



The raw materials used in the production of TSR, RSS and Concentrated Latex are cup lump, unsmoked rubber sheets and field latex, respectively. Because raw materials account for 90% of our production costs, we have established procurement centres in the vicinity of raw material sources to reduce costs, ensure access to the raw materials and expand our procurement network.

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With four production facilities in Thailand that provide a total production capacity of 14 billion pieces of gloves per annum, we are Thailand's largest and a world-leading glove producer. Our joint venture company is also Thailand's largest manufacturer of high-pressure hydraulic hoses.

# DOWNSTREAM SECTOR

Sri Trang Group produces two finished products, namely examination gloves and high-pressure hydraulic hoses.



## **Examination Gloves**

Sri Trang Gloves (Thailand) Co., Ltd. (STGT) produces a wide variety of medical examination gloves, industrial gloves, and general purpose gloves from both latex and nitrile rubber. The gloves are available powdered or powder-free to suit various uses and user preferences.

In addition to supplying products as an OEM (Original Equipment Manufacturer), we also market and distribute our products under our own "Sri Trang Gloves" brand, both in the domestic and overseas markets.

Our four production facilities in Thailand provide a total production capacity of approximately 14 billion pieces of gloves per annum. We are widely regarded as Thailand's largest and a world-leading glove producer.

## High-pressure Hydraulic Hoses

Semperflex Asia, jointly established by STA and an Austria-based company, is Thailand's largest producer of high-pressure hydraulic hoses, which are widely used in the heavy industry.

# SALES AND DISTRIBUTION

Our subsidiaries within this division provide operational support to our primary operations.



## Sales and Distribution

We have established four trading and distribution centres for natural rubber and gloves in Singapore, PRC, US and Vietnam, namely Sri Trang International, Sri Trang USA, Shi Dong Shanghai, Shi Dong Shanghai Medical Equipment and Sri Trang Indochina.

## Logistics

Starlight Express Transport provides transportation and logistical services in Thailand and also handles export/import customs and documentation.

## Parawood Processing

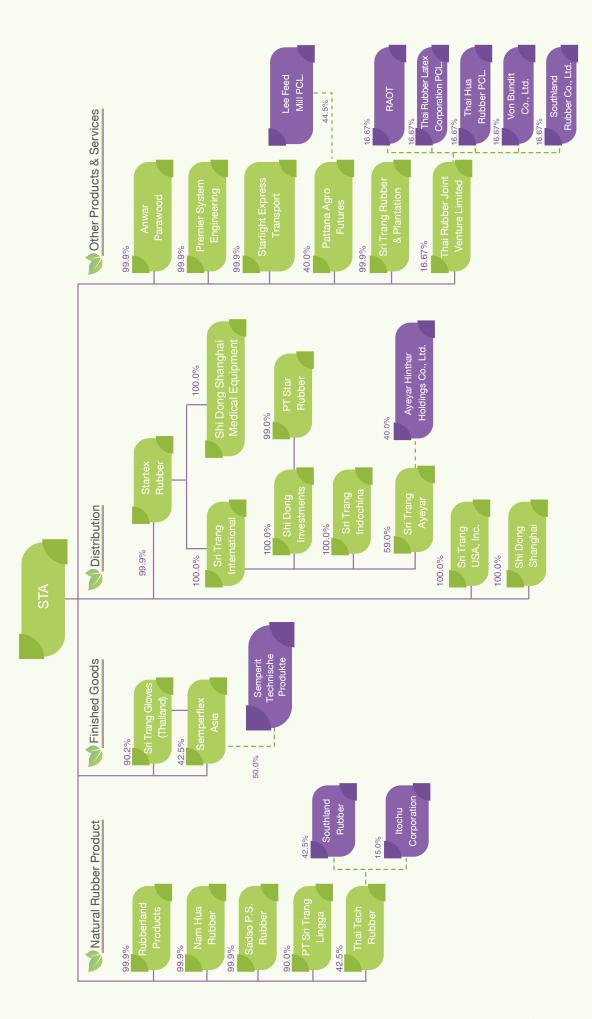
Anvar Parawood produces rubberwood as well as other types of wood, which are assembled into pallets for use within Sri Trang Group.

## **Engineering and Research & Development**

Premier System Engineering provides machinery and equipment maintenance services to all of Sri Trang Group's production facilities and also conducts research and development activities including devising new technologies and customising products to customers' specifications.



The group structure of the Company as of 31 December 2017 is shown in the diagram below.



# **REVENUE STRUCTURE OF SRI TRANG GROUP**

| Type of Business /<br>Operated by           | %                      | % Year ended 31 December |      |                 |      |                 |      |  |  |
|---|------------------------|--------------------------|------|-----------------|------|-----------------|------|--|--|
|   | Shareholding<br>by STA | 2015                     |      | 2016            |      | 2017            |      |  |  |
|   |                        | Baht<br>million          | %    | Baht<br>million | %    | Baht<br>million | %    |  |  |
| Revenue from TSR products                   |                        | 44,482.7                 | 72.3 | 56,133.4        | 72.5 | 63,183.1        | 70.1 |  |  |
| STA   | -                      |                          |      |                 |      |                 |      |  |  |
| Sri Trang International                     | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Sri Trang USA, Inc.                         | 100.00                 |                          |      |                 |      |                 |      |  |  |
| Rubberland Products                         | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Nam Hua Rubber                              | 99.99                  |                          |      |                 |      |                 |      |  |  |
| PT Sri Trang Lingga                         | 90.00                  |                          |      |                 |      |                 |      |  |  |
| Shi Dong Shanghai                           | 100.00                 |                          |      |                 |      |                 |      |  |  |
| PT Star Rubber                              | 98.99                  |                          |      |                 |      |                 |      |  |  |
| Sri Trang Ayeyar                            | 58.99                  |                          |      |                 |      |                 |      |  |  |
| Revenue from RSS products                   |                        | 5,462.4                  | 8.9  | 7,305.3         | 9.4  | 9,653.1         | 10.7 |  |  |
| STA   | _                      |                          |      |                 |      |                 |      |  |  |
| Sri Trang International                     | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Sri Trang USA, Inc.                         | 100.00                 |                          |      |                 |      |                 |      |  |  |
| Nam Hua Rubber                              | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Shi Dong Shanghai                           | 100.00                 |                          |      |                 |      |                 |      |  |  |
| Sadao P.S. Rubber                           | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Revenue from Concentrated<br>Latex products |                        | 4,774.2                  | 7.8  | 6,088.0         | 7.9  | 6,285.5         | 7.0  |  |  |
| STA   | -                      |                          |      |                 |      |                 |      |  |  |
| Sri Trang International                     | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Shi Dong Shanghai                           | 100.00                 |                          |      |                 |      |                 |      |  |  |
| Sri Trang USA, Inc.                         | 100.00                 |                          |      |                 |      |                 |      |  |  |
| Rubberland Products                         | 99.99                  |                          |      |                 |      |                 |      |  |  |
| Nam Hua Rubber                              | 99.99                  |                          |      |                 |      |                 |      |  |  |

| Type of Business /<br>Operated by                                       | %                      | Year ended 31 December |       |                 |       |                 |       |  |
|---|------------------------|------------------------|-------|-----------------|-------|-----------------|-------|--|
|   | Shareholding<br>by STA | 2015                   |       | 2016            |       | 2017            |       |  |
|   |                        | Baht<br>million        | %     | Baht<br>million | %     | Baht<br>million | %     |  |
| Revenue from Examination<br>Glove products*                             |                        | -                      | -     | -               | -     | 9,858.7         | 10.9  |  |
| STA   | -                      |                        |       |                 |       |                 |       |  |
| Sri Trang Gloves (Thailand)   | 90.23                  |                        |       |                 |       |                 |       |  |
| Sri Trang International   | 99.99                  |                        |       |                 |       |                 |       |  |
| Sri Trang USA, Inc.   | 100.0                  |                        |       |                 |       |                 |       |  |
| Shi Dong Shanghai   | 100.00                 |                        |       |                 |       |                 |       |  |
| Shi Dong Shanghai<br>Medical Equipment                                  | 99.99                  |                        |       |                 |       |                 |       |  |
| Revenue from other<br>products and services**                           |                        | 6,572.5                | 10.7  | 7,738.8         | 10.0  | 406.6           | 0.!   |  |
| STA   | -                      |                        |       |                 |       |                 |       |  |
| Anvar Parawood  | 99.94                  |                        |       |                 |       |                 |       |  |
| Sri Trang International   | 99.99                  |                        |       |                 |       |                 |       |  |
| Premier System Engineering  | 99.99                  |                        |       |                 |       |                 |       |  |
| Starlight Express Transport   | 99.99                  |                        |       |                 |       |                 |       |  |
| Startex Rubber  | 99.99                  |                        |       |                 |       |                 |       |  |
| Rubberland Products   | 99.99                  |                        |       |                 |       |                 |       |  |
| Sri Trang USA, Inc.   | 100.00                 |                        |       |                 |       |                 |       |  |
| Shi Dong Shanghai   | 100.00                 |                        |       |                 |       |                 |       |  |
| Sri Trang Rubber &<br>Plantation  | 99.99                  |                        |       |                 |       |                 |       |  |
| Other income  |                        | 186.3                  | 0.3   | 197.5           | 0.2   | 685.5           | 0.8   |  |
| Total revenue   |                        | 61,478.1               | 100.0 | 77,463.0        | 100.0 | 90,072.5        | 100.0 |  |
| Share of profit from<br>investments in associates<br>and joint ventures |                        | 648.8                  |       | 402.8           |       | 129.8           |       |  |

Notice :

ce : In March 2017, Sri Trang Gloves (Thailand) became our subsidiary (previously it was a joint venture company). The revenues from examination glove products therefore have been recorded in the consolidated financial statement after 15 March 2017 onwards. Comprises (i) the sale of rubber wood and wood packing products and (ii) the provision of certain services (such as logistics, research and development and information technology services) to our associates and a joint venture entity as well as other external third parties. \*\*

# OUR BUSINESS STRATEGY AND FUTURE GROWTH PLAN

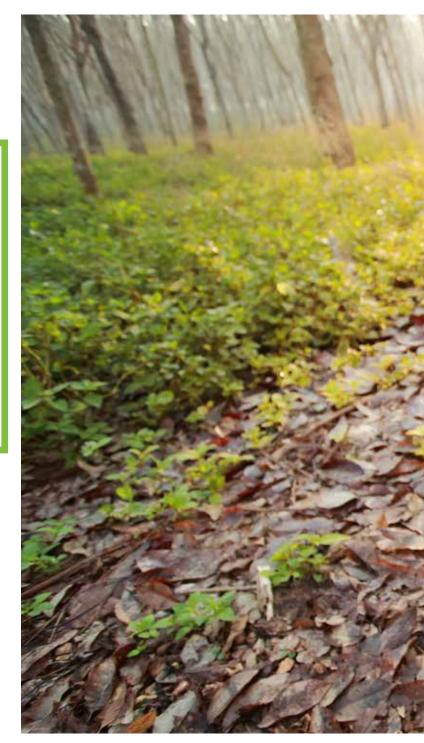
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With our strong commitment and united of our teams, we are confident that we will be able to achieve a new record in sales volume which will enable us to ultimately attain "STA 20".

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As an industry leader with the largest production capacity, STA is forging ahead with expansion plans in the northeast of Thailand, where rubber supply is plentiful with a high growth potential. The downturn in the NR market of the past six years has not derailed our plan to increase production capacity by building new processing facilities and increasing the capacity of our current facilities, resulting in a threefold increase in our production capacity over the past 10 years. This helped us to achieve a compound annual growth rate (CAGR) of sales volume of 9%, outstripping the CAGR of global NR consumption of 2% and enabling us to increase our market share to 10% of global NR consumption.

Going forward, we will continue with the expansion of our production capacity by setting up processing facilities with cutting-edge technology in new strategic locations, for example, in the north of Thailand. With our strong sales and marketing R&D, quality control and CSR teams who are committed to working collaboratively to ensure customers' satisfaction, we are confident that we will be able to achieve a new



record in sales volume. Ultimately, this will endle STA to attain "STA 20," that is, to capture a market share of 20% of global NR consumption.

As for the gloves business, STA intends to capitalize on its competitive advantage over competitors, which is access to high-quality concentrated latex, which is the main raw material for glove production. STA will also continue to produce nitrile gloves to satisfy customer demands from all over the world. To that end, STA



has increased its production capacity, which is expected to reach 18 billion pieces of gloves per annum within 2019.

In addition to rubber processing, we will also focus on our rubber plantations, the majority of which are located in the north of Thailand, an area to which we can potentially expand our production base. We will also pursue growth opportunities for our glove manufacturing business. All of this will help to reinforce our position as the world's largest fully integrated natural rubber company.



# NATURAL RUBBER INDUSTRY AND COMPETITION

### **Natural Rubber Industry**

In 2017, the Natural Rubber (NR) industry underwent a period of market volatility and had to contend with various external uncertainties, including the world political economy, the appreciation of Thai Baht, unfavorable weather conditions and higher speculation in the natural rubber future markets including TOCOM, Shanghai Future (SHFE) and SICOM. These affected natural rubber prices to continuously increase since the end-2016 and hit a three-year high in mid of February 2017 after that the natural rubber prices went down to level off in the mid of 3Q 2017 to the 4Q 2017. However, the average natural rubber prices in 2017 generally showed the higher trend comparing to the average in 2016.

#### Demand and Supply of Natural Rubber in 2017

According to the World Rubber Industry Outlook, Review and Prospects to 2026, published by the International Rubber Study Group (IRSG) in December 2017, the global demand for natural rubber (NR) in 2017 was 13,028,000 tons, up 3.5% YoY, in line with the growth of the tire industry, which accounted for approximately 70% of total NR demand. Meanwhile, the global NR supply in 2017 was 13,210,000 tons, up 6.5% or almost double from demand growth. The supply growth was mainly contributed by Thailand, Vietnam, India and Indonesia counted as 74% of total NR supply.

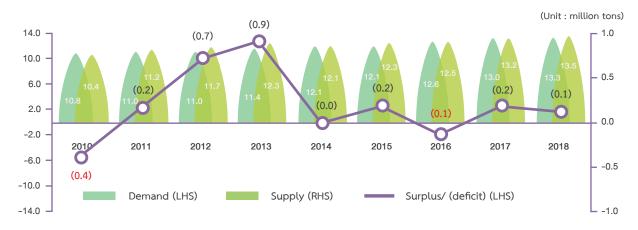
#### Natural Rubber Demand and Supply Trend in 2018

IRSG projected global NR demand in 2018 to be 13,336,000 tons, increasing 2.4% YoY. The growth will mainly be driven by China, the world's largest consumer of natural rubber. As for NR supply, IRSG forecasted that NR production will grow at the rate of 1.9%, reaching 13,462,000 tons in 2018. The largest sources of additional supply volumes will be the CAMAL\* countries, Thailand, India and Vietnam. While supply from Thailand, the world's largest NR producing country, will be curtailed by the decrease in new planting and replanting of natural rubber.

Note\*: the CAMAL countries include Cambodia, Myanmar and Lao PDR.

#### Balance of Demand and Supply

From 2018 onwards, NR supply from new rubber trees is expected to grow at a slower rate as there have been much fewer planting activities since 2011, when prices started to drop to lower levels. Moreover, the prolonged period of low NR prices has induced rubber farmers to switch to other more profitable crops, delay planting/re-planting activities and reduce the tapping frequency. The extended period of low prices has also dampened farmer interest in the rubber industry. Meanwhile, NR demand continues to be healthy, supported by the solid growth of the tire industry. The IRSG therefore anticipates that NR supply surplus in 2018 will hover around 126,000 tons, dropped from 182,000 tons in 2017.





Source: IRSG



#### **Rubber Glove Industry**

The Malaysian Rubber Glove Manufacturers Association (MARGMA) projects the rubber glove demand in 2017 at approximately 201,000 million pieces per annum, and expects such demand to grow at the rate of 6-8% YoY. The main rubber gloves consuming countries are US, Europe, Japan, and South America, whereby rubber glove consumption per capita is higher than that of emerging markets. Nevertheless, the growth rate of rubber glove consumption per capita in emerging market is thriving at a considerably higher rate. Generally, there are three types of gloves that are commonly used including natural rubber gloves, nitrile gloves and vinyl gloves. The demand for each type of gloves is attributed by the purpose of uses, its unique properties and prices of each type of gloves.

Not just only the increase in demand from medical industry, the demand for rubber gloves is also trending upward form the widely use of other segments such as food industry, electronics industry, and aesthetic industry etc.

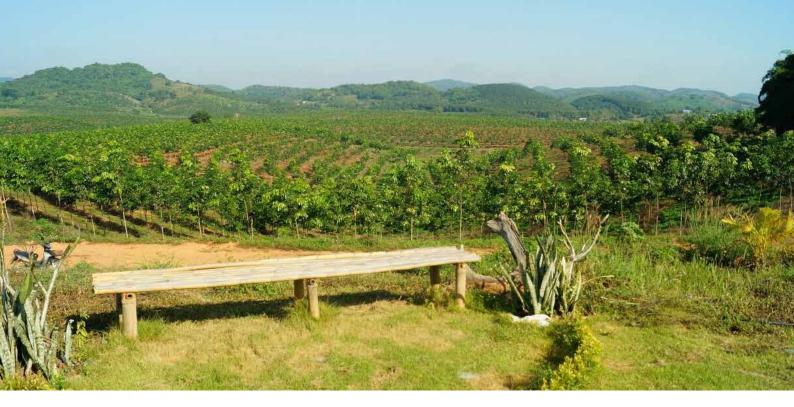
### Competition

It has been over half a decade that the natural rubber industry has had to contend with numerous challenges, including the slowdown of the global economy, the slowing economic growth in China, fluctuations of the USD and the volatility of commodity prices. Many of our competitors were unable to withstand this inhospitable industry climate and had

> With a market share of 10% of global NR consumption in 2017, we are widely regarded as the world's largest fully integrated natural rubber processing company. Our operations are based in the top three NR producing and exporting countries, namely Thailand, Indonesia and Vietnam. Our main competitors are Von Bundit Company Limited, Southland Group, and Thai Hua Rubber Public Company Limited, which are based in Thailand, and the Kirana Group, Halcyon Agri Corporation (Sinochem Group), and China Hainan Rubber Industry Group, which are based in other countries. For STGT, the Company's subsidiary, the rubber glove manufacturer under current production capacity at 14,000 million pieces per annum as of 31 December, 2017, accounting for 8<sup>2</sup> of market share based on consumption demand globally. Its main competitors are located in Malaysia, namely Top Glove, Hartalega, Supermax, and Kossan etc.

to cease operation. The important factors enable us to retain our competitive edge consisting of the quality of our products, the size of our production scale, excellent customer service, the geographical diversification of our operations, our experienced management and effective strategies for risk management.





Our large scale of production has allowed us to benefit from the economies of scale, afforded us bargaining power with both suppliers and customers, facilitated research and development, and increased the accessibility to sources of funds.

As a midstream player in the NR industry, it is crucial that we are able to effectively coordinate with our upstream and downstream counterparts. We have, therefore, strategically set up production bases in Thailand and Indonesia, the world's two largest NR producing countries, collectively contributing more than 60% of global NR production, as well as in Myanmar, where there is strong potential for growth in NR production. Crucially, we have established an extensive network of raw material procurement that covers various strategic areas. For sales and distribution, we have established subsidiaries in China, Singapore and Vietnam to carry out sales and marketing activities. With the quality of our products, we can count among our customers all of the world's leading tire manufacturers.

Having our sales and distribution centers based in various strategic locations has enabled us to provide

superior services to our customers as we are able to respond to customers from all over the world in a timely manner. Our ultimate goal is to achieve zero customer complaints.

Another key factor that has given us a competitive advantage over our competitors is that our management comprises industry veterans with nearly three decades of experience. In order to for a company to be able to successfully navigate this challenging industry landscape, it must be able to devise effective business strategies and successfully execute them. Management must also possess thorough understandings of all external factors, which include world macro-economic conditions, demandsupply situations, currency movements, oil price trend, government policy, etc., that can potentially have an impact on the company's operations in order to come up with effective risk management strategies. We believe that our management is possessed of all the knowledge and qualifications that are required to lead our operations to increased competitiveness and profitability and to reinforce our position as a dominant natural rubber player.

<sup>&</sup>lt;sup>1</sup> Based on our sales volume of Natural Rubber Products approximately 1,323,873 tons for the financial year ended 31 December 2017 and the total global demand for natural rubber products approximately 13,336,000 tons in 2017. (Source : International Rubber Study Group (IRSG), The World Rubber Industry Outlook, Review and Prospects to 2026, December 2017)

<sup>&</sup>lt;sup>2</sup> Based on our sales volume of Gloves, assuming STGT's performance consolidated since 2 January 2017, approximately 16,344 million pieces, resulting from our own manufacturing and outsourcing, for the financial year ended 31 December 2017 and the total global demand for natural rubber products approximately 201,000 million pieces in 2017. (Source : The Malaysian Rubber Glove Manufacturers Association)

# **CORE STRENGTHS**



#### The world's largest natural rubber processing company

With an engineering capacity of 2.6 million tons per year (as of December 2017), we can produce a complete range of natural rubber products that satisfy the demands of all types of customers from all over the world, enabling us to capture a market share of 10% of global natural rubber consumption. We are also able to achieve economies of scale and afforded bargaining power with both suppliers and customers thanks to our large production capacity.

#### Fully integrated supply chain business model



Having operations in every sector of the natural rubber industry, from rubber cultivation and rubber processing to the manufacture of finished products-- examination gloves --provides us with synergy and insights that enable us to effectively manage our operations and readily respond to changes in market conditions, resulting in competitive edge. Moreover, we are able to create value-added to our mid-stream products which is one of our main businesses. This strengths our aim to become "a fully integrated natural rubber company and emphasize our position as a leading player in the natural rubber business globally".

#### Extensive network of sales and distribution



We have an extensive network of sales and distribution that provides us with direct access to customers from all over the world and allows us to gauge demand flow and market sentiment as well as promptly respond to customers need in each country with appropriate strategies.



#### **Production bases in strategic locations**

With production facilities in the Northeast and South of Thailand, in Indonesia, and in Myanmar, we are not hindered by the seasonality of rubber tapping and are able to have year-round production. Locating our production facilities in Thailand and Indonesia also provides us with ample access to raw materials, as the two countries are the world's top natural rubber producers, collectively accounting for more than 35% of global production volume. Myanmar is also regarded as high growth potential of natural rubber production.





#### Cutting-edge technology and strong R&D capabilities

Our research and development team is constantly working on new technologies that enable us to continually improve our efficiency and productivity. The team can also work directly with customers to tailor our products to their specifications.



#### Commitment to sustainability and community engagement

Our strong relationships with the local communities, cultivated over the years through community improvement initiatives, help to strengthen brand awareness and contribute to the growth of our business.



#### Dual-listing on the Stock Exchange of Thailand (SET) and the Singapore Exchange Ltd (SGX)

Being dually listed on both the SET and the SGX provides us with access to different sources of funds and financial instruments to support our operations and is testament to our transparency and good corporate governance.



#### **Highly experienced management**

Over 3 decades of industry experience, our management is well versed in the minutiae of the natural rubber industry and is able to skillfully navigate any challenges facing our operations and steer the business to success.





# **BOARD OF DIRECTORS**

As of 31 December 2017

# 01

## Dr. Viyavood Sincharoenkul

Chairman/ Managing Director

# 02

# Mr. Prakob Visitkitjakarn

Vice Chairman/ Independent Director/ Chairman of Audit Committee/ Chairman of Remuneration Committee

## 03

Mr. Chaiyos Sincharoenkul Director/ Executive Director

# 04

Mr. Kitichai Sincharoenkul Director/ Executive Director/ Nomination Committee Member

# 05

# Mr. Veerasith Sinchareonkul Director / Executive Director / Chairman of Risk Management Committee

## 06

# Mr. Paul Sumade Lee Director/ Executive Director

# 07

Mr. Patrawut Panitkul Director/ Executive Director/ Risk Management Committee

Member

# **08**

**Mr. Li Shiqiang** Director

# 09

## Mr. Chalermpop Khanjan

Director/ Executive Director/ Risk Management Committee Member

# 10

# Mr. Kriang Yanyongdilok Independent Director/ Audit Committee Member/ Chairman of the Nomination Committee/

Remuneration Committee Member

# 11

## Mr. Samacha Potavorn

Independent Director/ Audit Committee Member/ Nomination Committee Member/ Remuneration Committee Member

# 12

## Miss Anusra Chittmittrapap

Independent Director

# Dr. Viyavood Sincharoenkul

lige: 62 years Date of Appointment 27 December 1993

### Chairman/ Managing Director

#### Academic Background

Ph.D. in Chemistry, Queen Elizabeth's College, University of London

Bachelor's Degree in Chemistry (First Class), Queen Elizabeth's College, University of London

# Training Program

## **Present Position**

Chairman, STA Managing Director, STA

## Work Experience

## 2010 – Present Chairman, STA

1993 – Present

Managing Director, STA

1989 – Present

Director, Sri Trang Gloves (Thailand)

#### 2013 – 2017

Director, Sri Trang Ayeyar

## 1999 – 2017

Director, T.R.I Global Co., Ltd.

#### 1987 – 1993

Managing Director,

Sri Trang Agro-Industry Co., Ltd.

#### 1985 – 1987

General Manager, Paktai Rubber Co., Ltd.

## Positions in Non-Listed Companies in Thailand

- Director, Thai Tech Rubber
- Director, Semperflex Asia
- Director, Pattana Agro Futures
- Director, STH
- Director, Sri Trang Gloves (Thailand)

### Positions in Non-Listed Companies in Foreign Countries

- Director, Sri Trang International
- Director, Shi Dong Investments
- Director, Shi Dong Shanghai
- Director, Shi Dong Shanghai Medical Equipment
- Director, Sri Trang Indochina

### Positions in Other Listed Companies

None

# Mr. Prakob Visitkitjakarn

Age: 77 years Date of Appointment 27 December 1993

Vice Chairman/ Independent Director/ Chairman of Audit Committee/ Chairman of Remuneration Committee

## Academic Background

Master of Business Administration, Indiana University, USA

Bachelor of Science in Business (Honors), Indiana University, USA

# **Present Position**

Vice Chairman, Independent Director, Chairman of Audit Committee, STA and Chairman of Remuneration Committee, STA

#### Work Experience

2016 – Present Vice Chairman, STA 2010 – Present Chairman of Remuneration Committee, STA 2008 – Present Chairman of Audit Committee, STA

#### 2009 – Present

Independent Director and Chairman of Audit Committee, ARIP PLC.

#### 2015 – Present

Independent Director and Chairman of Audit Committee, Lease It PLC.

#### 2008 – 2015

Independent Director and Audit Committee Member, Lease It PLC.

#### 1999 – 2011

Independent Director and Chairman of Audit Committee, Siam City Cement PLC.

1999 – 2008

Audit Committee, STA

1999 – 2002

Executive Vice President, Bank of Ayudhya PLC.



## Training Program

#### Thai Institute of Directors Association

Audit Committee Program (ACP) 27/2009 Monitoring the Quality of Financial Reporting (MFR) 8/2009 Monitoring Fraud Risk Management (MFM) 8/2009 Chartered Director Class (CDC) 3/2008 Director Certification Program (DCP) 33/2003 Role of the Chairman Program (RCP) 5/2001

### SGX Listed Companies Development Programme

Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

# Positions in Non-Listed Companies in Thailand None

Positions in Non-Listed Companies in Foreign Countries None

#### Positions in Other Listed Companies

• Independent Director and Chairman of Audit Committee, ARIP PLC.

• Independent Director and Chairman of Audit Committee, Lease It PLC.

# Mr. Chaiyos Sincharoenkul

Age: 67 years Date of Appointment 27 December 1993

#### Director/ Executive Director

# Academic Background

Executive Micro MBA, Thammasat University

## **Present Position**

Director, STA

#### Training Program

DAP 66/2007 by Thai Institute of Directors Association

#### Work Experience

1993 – Present

Director, STA

2014 – 2015

Member of Ad Hoc Subcommittee for Considering Rubber Organization under the Bill on Rubber of Thailand, under the Ad Hoc Committee for Considering the Bill on Rubber of Thailand, National Legislative Assembly

#### 2008 – 2014

Director, The Federations of Thai Industries

Chairman, The Federations of Thai Industries, Songkhla Province

#### 2008 – 2010

Co-Chairman,

IMT-GT Joint Business Council, Thailand

- Chairman, Working Group on Agriculture, Agro-Based Industry and Environment
- 1990 2004
- Director, Thai Tech Rubber

Co-Chairman, IMT-GT Joint Business Council, Thailand

2008 – 2010

Chairman, Working Group on Agriculture, Agro-Based Industry and Environment

1987 – 1993

Director, Sri Trang Agro-Industry Co., Ltd.

# Positions in Non-Listed Companies in Thailand

- Director, Rubberland Products
- Director, Nam Hua Rubber
- Director, Sadao P.S. Rubber
- Director, Anvar Parawood
- Director, Premier System Engineering
- Director, Startex Rubber
- Director, Starlight Express Transport
- Director, STH
- Chairman of Asian Rubber Business Council (ARBC)
- Director, International Rubber Consortium Ltd.(IRCo)
- Member of Sub-standing Committee for Considering and Studying Agricultural Productivity, under the Standing Committee on Agriculture and Co-operatives, National Legislative Assembly
- Director of Natural Rubber Policy Committee
- Director, The Federation of Thai Industries, Southern Provincial Chapter Board
- President of the Thai Rubber Association

#### Positions in Non-Listed Companies in Foreign Countries

- Director, Shi Dong Shanghai
- Director, Shi Dong Shanghai Medical Equipment

# Positions in Other Listed Companies

None

# Mr. Kitichai Sincharoenkul

Age: 58 years Date of Appointment 10 April 1995

Director/ Executive Director/ Nomination Committee Member

## Academic Background

Master of Business Administration, Indiana State University, United States

Bachelor in Economics, Thammasat University

## **Present Position**

Executive Director, STA Bangkok branch Director, STA Group Manager of Legal & Administration, STA Nomination Committee Member, STA

## Work Experience

# 2010 – Present Group Manager of Legal & Administration 2010 – Present Nomination Committee Member, STA 1995 – Present Director, STA 1988 – 2006 Branch Manager, STA 1984 – 1987

Credit Department of Citibank

# Positions in Non-Listed Companies in Thailand

- Director, Semperflex Asia
- Director, STH
- Director, Pattana Agro Futures
- Director, Sri Trang Gloves (Thailand)

# Positions in Non-Listed Companies in Foreign Countries

- Director, Sri Trang Indochina
- Director, Sri Trang International
- Director, Shi Dong Investments
- Director, Sri Trang Ayeyar

Positions in Other Listed Companies

#### Training Program

• Thai Institute of Directors Association DAP 67/2007

#### SGX Listed Companies Development Programme

Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

# Mr. Veerasith Sinchareonkul

Director / Executive Director / Chairman of Risk Management Committee

## Academic Background

Master of Business Administration (Finance and Marketing), Sasin Graduate Institute of Business Administration, Chulalongkorn University, Thailand

Bachelor of Computer Science and Cybernetics, University of Reading, United Kingdom

#### **Present Position**

Director, STA Chairman of Risk Management Committee, STA

# **Training Program**

• Thai Institute of Directors Association DAP 85/2010

FSD 26/2014

• Thai Listed Companies Association

TLCA Executive Development Program (EDP) class 10

#### Positions in Non-Listed Companies in Thailand

- Director, Sri Trang Gloves (Thailand)
- Director, Rubberland Products
- Director, Premier System Engineering
- Director, Starlight Express Transport
- Director, Sri Trang Rubber & Plantation
- Director, Semperflex Asia
- Director, Thai Tech Rubber

#### Positions in Non-Listed Companies in Foreign Countries

- Director, Sri Trang USA, Inc.
- Director, Sri Trang Ayeyar
- Director, PT Sri Trang Lingga

# Positions in Other Listed Companies None

# Work Experience

2013 – Present

Chairman of Risk Management Committee, STA

# 2010 – Present

Director,

STA

2008 – 2011

Kasikornbank Pcl.

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Corporate Credit Analyst,

# Mr. Paul Sumade Lee

Age: 63 years Date of Appointment 28 June 2010

#### Director/ Executive Director

### Academic Background

Master of Business Administration, International Institute for Management Development, Lausanne, Switzerland

Bachelor of Commerce University of New South Wales, (Sydney) Australia

#### Present Position

Director, STA Chief Marketing Officer, STA

#### Work Experience

#### 2010 – Present

Director/ Chief Marketing Officer, STA

# 1988 – 2003

Global Market Director, ELDERS Finance/ DRESDNER Bank

1983 – 1987

Programmer,

Macquarie Bank

(1982

Programmer,

Custom Credit Corporation

# 1979 – 1981

Programmer,

Computer Installation Development



#### Positions in Non-Listed Companies in Thailand

• Director, Thai Tech Rubber

#### Positions in Non-Listed Companies in Foreign Countries

- Chairman, Sri Trang International
- Chairman, PT Star Rubber
- Chairman, PT Sri Trang Lingga
- Director, Shi Dong Investments
- Director, Shi Dong Shanghai
- Director, Shi Dong Shanghai Medical Equipment
- Director, Sri Trang Indochina
- Director, Sri Trang Ayeyar

Positions in Other Listed Companies None

#### Training Program

#### SGX Listed Companies Development Programme

Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

# Mr. Patrawut Panitkul

Age: 49 years Date of Appointment 7 May 2014

Director/ Executive Director/ Risk Management Committee Member

#### Academic Background

Bachelor Degree of Business Administration Accounting, Prince of Songkhla University

## **Present Position**

Director, STA Risk Management Committee Member, STA CFO – Natural Rubber Business, STA

# Training Program

• Thai Institute of Directors Association DCP 195/2014 SFE 24/2015 Successful Formulation & Execution of Strategy

# Work Experience

#### 2014 – Present

Director,

STA

# 2013 – Present

Risk Management Committee, STA

# 2010 – Present

CFO – Natural Rubber Business, STA

#### 2016 – 2017

Director, Sri Trang Gloves (Thailand)

2001 – 2009

Accounting Manager of STA

1992 – 2000

Accounting Manager of Siam Sempermed Corp., Ltd.

# Positions in Non-Listed Companies in Thailand

- Director, Rubberland Products
- Director, Nam Hua Rubber
- Director, Sadao P.S. Rubber
- Director, Anvar Parawood
- Director, Startex Rubber
- Director, Starlight Express Transport

#### Positions in Non-Listed Companies in Foreign Countries

• Chairman, PT Sri Trang Lingga

# Positions in Other Listed Companies

None

# Mr. Li Shiqiang

Age: 45 years Date of Appointment 7 May 2014

#### Director

#### Academic Background

Master degree in Business Management, Shanghai University, China

Bachelor degree in Business English, Qingdao University, China

## **Present Position**

Director, STA



## Work Experience

2014 – Present

Director,

STA

2017 – Present

Director,

Shi Dong Shanghai Medical Equipment

# 2012 – Present

Vice Chairman of China rubber Association

## 2010 – Present

Director and General Manager, Shi Dong Shanghai

# 2004 - 2010

Consulting Representative of Sri Trang Group in China

#### 2002 – 2003

Import and Export Manager of Qingdao Sentaida Rubber Co., Ltd.

#### 2000 - 2002

Natural Rubber Manager of Sinochem International Corp. (Qingdao office)

#### 1997 – 2000

Assistance General Manager of Qingdao Tizong Rubber Tyre Co., Ltd. Positions in Non-Listed Companies in Thailand

None

#### Positions in Non-Listed Companies in Foreign Countries

- Director and General Manager, Shi Dong Shanghai
- Director, Sri Trang International
- Director, Shi Dong Shanghai
- Director, Shi Dong Shanghai Medical Equipment

#### Positions in Other Listed Companies

None

# Training Program

• Thai Institute of Directors Association DAP 125/2016

# Mr. Chalermpop Khanjan

Age: 47 years Date of Appointment 29 October 2015

Director/ Executive Director/ Risk Management Committee Member

#### Academic Background

Executive Micro MBA, Thammasat University

Diploma in General Management from Industrial and Community Education College

#### **Present Position**

Director, STA Risk Management Committee Member, STA Production Group Manager, STA

#### Positions in Non-Listed Companies in Thailand

- Director, Rubberland Products
- Director, Nam Hua Rubber
- Director, Sadao P.S. Rubber
- Director, Anvar Parawood
- Director, Starlight Express Transport

# Positions in Non-Listed Companies in Foreign Countries None

#### Positions in Other Listed Companies

None

#### Training Program

• Thai Institute of Directors Association DAP 132/2016

# Work Experience

2015 – Present

Director,

STA

#### 2013 – Present

Risk Management Committee Member, STA

2010 – Present

Production Group Manager, STA

#### 2006 – Present

Production Group Manager, Rubberland Products

#### 1998 – 2005

Factory Manager, Rubberland Products

1994 – 1997

Assistant LTX Factory Manager, STA

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# Mr. Kriang Yanyongdilok

Age: 79 years Date of Appointment 25 January 2000

Independent Director/ Audit Committee Member/ Chairman of the Nomination Committee/ Remuneration Committee Member

## Academic Background

Bachelor of Science in Business Administration (Major in Accounting), Thammasat University

# Present Position

Independent Director and Audit Committee, STA Chairman of the Nomination Committee, STA Remuneration Committee Member, STA Certified Public Accountant (Thailand) No. 4250



## Work Experience

2010 – Present Chairman of Nomination Committee, STA 2010 – Present Remuneration Committee Member, STA 2010 – Present Director, March Auto 2010 Co., Ltd. 2000 – Present Audit Committee Member, STA 1993 – Present Director, J M P Group (1993) Co., Ltd. 2004 – 2005 Audit Committee Member, Oishi Group PLC. 1985 – 1998 Provincial Revenue, Area Revenue Office, Regional Revenue Office 3, Revenue Office 1968 Ombudsman, third class, Revenue Office, Phuket 1965

Class-three auditor official, Office of the Auditor-General of Thailand

# Positions in Non-Listed Companies in Thailand

- Director, J M P Group (1993) Co., Ltd.
- Director, March Auto 2010 Co., Ltd.

Positions in Non-Listed Companies in Foreign Countries None

# Positions in Other Listed Companies

None

# Training Program

• Thai Institute of Directors Association DAP 11/2004

# Mr. Samacha Potavorn

Age: 74 years Date of Appointment 1 February 2008

Independent Director/ Audit Committee Member/ Nomination Committee Member/ Remuneration Committee Member

#### Academic Background

Master Degree in Governmental Administration, Thammasat University

Thai barrister-at-law

Bachelor of Laws, Thammasat University

## **Present Position**

Independent Director and Audit Committee Member, STA Nomination Committee Member, STA Remuneration Committee Member, STA

#### Work Experience

#### 2015 – Present

Aor.Kor.Por. SorAor.Bor.Tor., The Prime Minister's Office

2011 – Present

University Council, Rajamangala University of Technology Srivijaya

#### 2010 – Present

Remuneration Committee Member and Nomination Committee Member, STA

#### 2008 – Present

Independent Director and

Audit Committee Member, STA

# 2006 – 2008

Assistant Secretary to Minister of Interior

Governor, Phang-nga province

#### 2003 – 2004

Legal counsel, Ministry of Interior

# 2000 – 2002

Assistant Secretary, Vice-Director of Southern Border Provinces Administration Center, Ministry of Interior

# 1997 – 2000

Vice-Governor, Pattalung Province, Trang Province

1996 – 1997 Assistant Governor

1984 – 1996 Sheriff

1969 – 1983

Assistant District Officer

## Positions in Non-Listed Companies in Thailand

• University Council, Rajamangala University of Technology Srivijaya

Positions in Non-Listed Companies in Foreign Countries None

# Positions in Other Listed Companies None

Training Program

# Thai Institute of Directors Association

DAP 75/2008

• SGX Listed Companies Development Programme Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

# Miss Anusra Chittmittrapap

Age: 63 years Date of Appointment 21 September 2017

### Independent Director

# Academic Background

Bachelor of Communication Arts (Honors), Chulalongkorn University

Certified Degree by King Prajadhipok's Institute (2005)

## Present Position

Independent Director, STA

# Work Experience

2017 – Present Independent Director, STA

### 2017 – Present

Advisor, Berli Jucker Plc.

2016 – Present Independent Director and Audit Committee Member, CMO Plc.

# 2015 – 2016

Director, The Queen Sirikit Botanic Garden

#### 2015

Chairman, Thailandpost Distribution Co., Ltd.

# 2014 – 2015

Vice Chairman,

Thailandpost Co., Ltd.

## 2011 - 2014

Managing Director, Thailandpost Co., Ltd.



Positions in Non-Listed Companies in Thailand None

Positions in Non-Listed Companies in Foreign Countries None

# Positions in Other Listed Companies

- Independent Director and Audit Committee Member, CMO Plc.
- Advisor, Berli Jucker Plc.

# Training Program

# • Thai Institute of Directors Association

Chartered Director Class 2014 Role of the Compensation Committee (RCC) 2014 Director Certification Program (DCP) 2011

# **EXECUTIVE MANAGEMENT**



#### Academic Background

Vocational Certificate in Accountancy from the Polytechnic Bangkok College

Training Program Executive Micro MBA, Thammasat University Director Position in Other Companies None

#### Work Experience

#### 2005 – Present

Procurement Manager, STA

#### 1997 – 2004

Head of Accounting, Raw Materials Verification Division, STA

#### 1993 – 1996

Accountant, STA Mr. Arsom Aksornnam Group Manager of Production Age: 50 years

Academic Background Bachelor of Science (General Science), Prince of Songkhla University

## Training Program Executive Micro MBA, Thammasat University Director Position in Other Companies Director, Sri Trang Gloves (Thailand)

#### Work Experience

Present Group Manager of Production, STA

2017 – Present

Director,

Sri Trang Gloves (Thailand) 2017 – Present

Factory Manager, Sri Trang Gloves (Thailand)

#### 2004 – 2008

Factory Manager, Shanghai Sempermed

# 1998 – 2003

Factory Manager, Sri Trang Gloves (Thailand)

1995 – 1997

Production Manager, Sri Trang Gloves (Thailand)

# 1989 – 1994

Line Chemist, Siam Sempermed



# Age: 49 years

#### Academic Background

Diploma in Finance and Banking, Bangkok Commercial College

#### Training Program

Executive Micro MBA, Thammasat University Director Position in Other Companies

Director, Prueksa Rubber Co., Ltd.

#### Work Experience

2009 – Present

Group Manager of Quality Assurance

2000 – Present

Director, Prueksa Rubber Co., Ltd.

# 2007 – 2008

Coordinated Officer, STA

1999 – 2006 Factory Manager,

STA

#### Academic Background

Bachelor of Civil Engineering Technology, University of Southern Colorado at Pueblo, United States

1

Mr. Rattapong Laparojkit

Group Manager of Engineering

Age: 44 years

Training Program

**Director Position in Other Companies** Director, Premier System Engineering

#### Work Experience

## Present

Group Manager of Engineering, STA

2015 – Present

Director, Premier System Engineering

#### 2009 – Present

Group Manager of Engineering, Premier System Engineering

#### 2003 – 2009

Technical Factory Manager, Premier System Engineering

#### 2001 – 2003

Factory Manager, Premier System Engineering

2000 – 2001

Assistant to Factory Manager, Premier System Engineering



# Mr. Phanlert Wangsuphadilok

Group Manager of Engineering Age: 46 years

#### Academic Background

Master of Engineering,

King Mongkut's University of Technology Thonburi Bachelor of Engineering, Kasem Bundit University

#### Training Program

None

Director Position in Other Companies Director, Premier System Engineering

Director, Sri Trang Gloves (Thailand)

#### Work Experience

#### Present

Group Manager of Engineering, STA

#### 2017 – Present

Director, Sri Trang Gloves (Thailand)

# 2015 – Present

Director, Premier System Engineering

# 2009 – Presen

Factory Manager of Technical, Premier System Engineering

#### 2006 – 2009

Factory Manager, Semperflex Asia

#### 1998 – 2006

Production Manager, Semperflex Asia Mr. Udom Pruksanusak

**CEO - Plantation** Age: 56 years

#### Academic Background

Master of Agriculture, Kasetsart University Bachelor of Plant Science, Prince of Songkhla University Training Program

#### None

#### Director Position in Other Companies

Director, Startex Rubber Director, Sri Trang Rubber & Plantation Director, Prueksa Rubber Co., Ltd. / Director, Prueksa Isarn Co., Ltd.

# Work Experience

2013 – Present CEO – Plantation, STA 2015 – Present

Director, Sri Trang Rubber & Plantation

2015 – Present

Director, Startex Rubber

# 2008 – Present

Director, Prueksa Isarn Co., Ltd.

# 2003 – Present

Director, Prueksa Rubber Co., Ltd.

# 2010 – 2015

Group Manager of Human Resources, STA

#### 2000 – 2012

Human Resources Manager, Siam Sempermed

#### 1998 – 1999

Factory Manager, Semperflex Asia

# 1997 – 1998

Production Manager, Siam Sempermed

# Miss Nuchanart Chaiyarat

Group Manager of Human Resources

Age: 50 years

#### Academic Background

Bachelor of Marketing Science, Prince of Songkhla University Training Program

None

Director Position in Other Companies Director, STH

#### Work Experience

#### 2008 – Present

- Group Manager of Human Resources, STA
- 2015 Present
   Director,
   STH

#### 2000 – 2007

Purchasing Manager, Sri Trang Gloves (Thailand)

# Miss Thanawan Sa-ngiamsak, CFA

Business Development and CFO – Gloves Business Age: 39 years

#### Academic Background

Master of Science in Finance, the University of Strathclyde, UK, with Distinction Bachelor of Science in Accounting, Thammasat University, 1st Class Honor **Training Program** 

None

Director Position in Other Companies Director, Sri Trang Gloves (Thailand)

#### Work Experience

# 2017 – Present

Director, Sri Trang Gloves (Thailand)

2017 – Present

Business Development and

CFO – Gloves Business, STA

## 2011 – 2017

Vice President - Business Development & Investor Relations, STA

#### 2005 – 2011

Vice President - Investment Banking, Kasikorn Securities PCL

### 2004

Assist Manager - Investment Banking, Kasikorn Bank PCL.

2001 – 2002

#### Excise Tax & Duty Planner,

The Shell Company of Thailand Limited

### 2000 – 2001

Auditor, Ernst & Young Office Limited

# Auditor,

Sri Trang Agro-Industry PLC. 💋 51

# **MANAGEMENT STRUCTURE**

# **Committees of STA**

As of 31 December 2017, the corporate structure of STA consists of six committees which are the Board of Directors of STA, the Audit Committee, the Executive Committee, the Nomination Committee, the Remuneration Committee, and the Risk Management Committee.

# The Board of Directors of STA

As of 31 December 2017, the Board of Directors of STA consists of 12 directors as follows:

| Name   | Position   | Remarks                |
|--|--|------------------------|
| 1. Mr. Viyavood Sincharoenkul                | Chairman /Managing Director/ Executive<br>Committee member   | Executive Director     |
| 2. Mr. Prakob Visitkitjakarn                 | Vice Chairman/Independent Director/<br>Chairman of the Audit Committee/<br>Chairman of the Remuneration Committee          | Non-Executive Director |
| 3. Mr. Chaiyos Sincharoenkul                 | Director/ Executive Committee member   | Executive Director     |
| 4. Mr. Kitichai Sincharoenkul                | Director/ Executive Committee member /<br>Nominating Committee member  | Executive Director     |
| 5. Mr. Paul Sumade Lee                       | Director/ Executive Committee member   | Executive Director     |
| 6. Mr. Veerasith Sinchareonkul               | Director/ Executive Committee member /<br>Chairman of the Risk Management<br>Committee                                     | Executive Director     |
| 7. Mr. Patrawut Panitkul                     | Director/ Executive Committee member /<br>Risk Management Committee member   | Executive Director     |
| 8. Mr. Li Shiqiang                           | Director   | Executive Director     |
| 9. Mr. Chalermpop Khanjan                    | Director/ Executive Committee member /<br>Risk Management Committee member   | Executive Director     |
| 10. Mr. Kriang Yanyongdilok                  | Independent Director/<br>Audit Committee member/ Chairman of<br>the Nomination Committee/ Remuneration<br>Committee member | Non-Executive Director |
| 11. Mr. Samacha Potavorn                     | Independent Director/<br>Audit Committee member/ Nomination<br>Committee member/ Remuneration<br>Committee member          | Non-Executive Director |
| 12. Ms. Anusra Chittmittrapap <sup>(1)</sup> | Independent Director   | Non-Executive Director |

#### Note :

(1) Ms. Anusra Chittmittrapap was appointed as an Independent Director regarding to the resolution of the Board of Directors' meeting no. 6/2017, held on 21 September 2017, in replacement of Mr. Neo Ah Chap who resigned from this position on 24 August, 2017.

Mrs. Pacharin Anuwongwattanachai is a secretary to the Board of Directors of the Company.

## **Authorized Directors of STA**

Any two of the seven following directors of STA, namely, Mr. Viyavood Sincharoenkul, Mr. Chaiyos Sincharoenkul, Mr. Kitichai Sincharoenkul, Mr. Veerasith Sinchareonkul, Mr. Paul Sumade Lee, Mr. Patrawut Panitkul and Mr. Chalermpop Khanjan shall affix their signatures and STA's seal.

# Engagement of Mr. Somwang Sincharoenkul as Honorary Adviser

The Board of Directors Meeting No. 2/2018, held on 9 March 2018, resolved to approve the continuance of the engagement of Mr. Somwang Sincharoenkul as Honorary Adviser of STA for another 2 years. Such advisory services are as follows:

- 1. Advise on the formulation of the Company's goals and vision.
- 2. Advise on the business plans, investment plans and policies of the Company, both domestically and internationally.
- Advise on strategies in relation to the use of raw materials, procurement, prices and quantities in each period and taking into account the local conditions.
- 4. Advise on dealings with the media, local authorities and government agencies in the south of Thailand.

Mr. Somwang Sincharoenkul does not have any participation in the Company's operations. His remuneration starting from 6 May 2018 to 6 May 2020 is Baht 428,000 per month or Baht 5,136,000 per year. This transaction is considered as a connected transaction.

# Scope of Duties and Responsibilities of the Board of Directors of STA

The Board of Directors of STA has determined the scope of duties and responsibilities of the Board of Directors of STA as follows:

 The Board of Directors have power and duties and responsibilities in the management of the Company in accordance with the law, the Company's objectives, Articles of Association, the resolutions of Board and the resolutions of the general meeting of shareholders. The Board of Directors shall make prudent business decisions. They shall perform their duty responsibly with care and honesty for the best interests of the Company.

- 2. Response to propose, review and approve the policy of the Company
- 3. Appoint, remove and assign duties to advisors to the Board of Directors, various committees, and the Managing Director.
- Authorize the Executive Directors management officers or any person to act on behalf of the Board of Directors.
- 5. Approve investments in securities or debt instruments.
- 6. Approve the entering into guarantee for credit facility, for the benefit of companies having business connection with the company as the shareholder.
- 7. Approve the establishment, merger or dissolution of subsidiary companies.
- Seek advice from specialists or company consultants (if any), or retain the services of outside specialists or consultants at the company's expenses.
- Propose the capital increase or capital decrease, or the change in par value, or amendment to the memorandum of association, the articles of association, and/or the objectives of the company to the shareholders for consideration.
- 10. Appoint and remove the Company Secretary.
- 11. Consider and approve the connected transactions, except if such transactions require approval of the shareholder meeting. Such approval will be in accordance with notifications, rules and/or regulations related to the Stock Exchange.
- 12. Provide the efficiency internal audit system especially the transactions which are the Interest of Directors which is within the scope of Stock Exchange of Thailand's regulation.

However, in the granting of powers, duties and responsibilities, the Board of Directors shall not grant or sub-grant power to a grantee that causes the Board of Directors or the grantee to approve transactions in which the Board of Directors or the grantee, or any person who may have any conflict of interest (as defined in the notification of the SEC), may have a vested interest, or any other conflict of interest with the Company or its subsidiaries. Approval of such transaction is recurred to be presented to the Board of Directors Meeting and/or the Shareholders.

# Composition and Appointment of the Board of Directors of STA

The following is a summary of the composition, appointment, removal or retirement from the Board of Directors of STA set forth in the Articles of Association of STA:

- 1. The number of members of the Board of Directors of STA shall be determined by a shareholders meeting but shall be not less than five persons and not less than one-half of the total number of Directors must reside in the Kingdom of Thailand.
- Of the total number of Board members, at least one-third and no fewer than three persons must be independent directors;
- Directors shall be elected at a shareholders meeting in accordance with the following criteria and procedures:
  - (1) Each shareholder shall have one vote for one share.
  - (2) A shareholder must use all of his/her votes in (1) to elect one or several persons as Director or Directors, however, he or she may not split his/her votes unequally between any person in any number.
  - (3) The persons who receive the most votes shall be elected as Directors, in the number of Directors required or to be elected on the relevant occasion. In the event that votes of two or more nominees are equal in number,

causing the number of Directors required or to be elected on such relevant occasion to be exceeded, the chairman of the meeting shall have a casting vote.

 At every annual general meeting, one-third of the Directors, or, if the number of Directors is not a multiple of three, then the number nearest to one-third, shall retire from office.

The Directors who are to retire from office in the first and the second years after registration of the Company shall be drawn by lots. In subsequent years, the Directors who have been holding office for the longest time shall retire.

- 5. Any Director wishing to resign from office shall submit his or her resignation letter to STA. The resignation shall be effective from the date on which STA receives the resignation letter.
- 6. The shareholders meeting may pass a resolution to remove any Director from office prior to rotation, by a vote of not less than three-fourths of the number of the shareholders attending the meeting and having the right to vote, and whose shares represent a total of not less than one half of the number of shares held by the shareholders attending the meeting and having the right to vote.

The Board currently comprises twelve Directors, four of whom are Independent Directors. The Company has eight Executive Directors and four Non-executive Directors.

The composition of the Board takes into consideration the nature and scope of the Group's operations to allow constructive discussion on the basis of board diversity in terms of knowledge, skills, experiences, ages, and genders of directors bringing about the reasonable decision making. In this regard, STA's directors have invaluable experience in accounting, finance, business management, strategic planning, marketing, law and the rubber industry in order to perform their duties effectively.

#### **Selection of Independent Directors**

Independent Directors Qualifications

- 1. Holding shares not exceeding one percent of the total number of shares with voting rights of STA, its parent company, subsidiary company, associate company, or a major shareholder or controlling person of STA, including shares held by related persons of such independent director.
- 2. Not having any relationship with (a) STA; (b) STA's holding company, subsidiary or a subsidiary of a subsidiary of STA; (c) any person who has an interest who holds not less than ten percent of the total voting shares in STA; and/or (d) any officers of STA who can interfere with the exercise of any Director's independent judgment.
- 3. Neither being nor having an immediate family member who is or was, in the current or immediate past financial year, a 10% shareholder of, or a partner in (with 10% or more stake), or an executive officer of, or a director of, any organisation to which STA or any of its subsidiaries made, or from which STA or any of its subsidiaries received, significant payments or material services (which may include auditing, banking, consulting and legal services), in the current or immediate past financial year.
- 4. Not being or having been directly associated with a shareholder who holds more than 10% of the shares of STA in the current or immediately preceding financial year.
- 5. Not being or having been an executive director, employee, staff, advisor who receives salary, or a controlling person of STA, its parent company, subsidiary company, associate company, samelevel subsidiary company, major shareholder or controlling person of STA, unless the foregoing status ended not less than three financial years prior to the appointment as independent director. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit that was a major shareholder or controlling person of STA.

- 6. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, of a director, executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of STA or its subsidiary company.
- 7. Not having an immediate family member including spouse, child, adopted child, stepchild, sibling and parent, who is, or has been in any of the past three financial years, employed by STA or any of its related companies and whose remuneration is or was determined by the remuneration committee.
- 8. Not being a director or having an immediate family member including spouse, child, adopted child, stepchild, child of spouse, sibling, and parent who accepts or has accepted compensation from STA or any of its related companies for the provision of services, other than services as director, for the current or immediately preceding financial year.
- 9. Not having or having had a business relationship with STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, in a manner which might interfere with his independent judgement, and not being or having been a significant shareholder or controlling person of any person having a business relationship with STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship ended not less than two years prior to the appointment as independent director.
- 10. Not being or having been an auditor of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs an auditor of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship ended not less than two years prior to the appointment as independent director.

- 11. Not being or having been a provider of any professional services including those as legal advisor or financial advisor who receives or received service fees exceeding two million baht per year from STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of such professional services, unless the foregoing relationship ended not less than two years prior to the appointment as independent director.
- 12. Not being a director appointed as representative of directors of STA, a major shareholder or a shareholder who is related to a major shareholder of STA, or a director who is or has been directly associated with a shareholder who holds 10% or more of the shares of STA, in the current or immediately preceding financial year. A director will be considered "directly associated" with a shareholder who holds 10% or more of the share of STA when the director is accustomed to or under obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of STA.
- 13. Not undertaking any business that is of the same nature as and in competition to the business of STA or its subsidiary company, and not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holds shares exceeding one percent of the total number of shares with voting rights of any other company that engages in business that is of the same nature as and in competition to the business of STA or its subsidiary company.
- 14. Not having any other characteristic that could cause the inability to express independent opinions with regard to the business operations of STA.

The qualifications of the Independent Director of STA are more stringent than the definitions as specified in the notification of the Capital Market Supervisory Board. Additionally, The Board of Directors is of the opinion that Mr. Prakob Visitkitjakarn, Mr. Kriang Yanyongdilok and Mr. Samacha Potavorn, who have served as Independent Directors for STA beyond nine years, should continue to serve as Independent Directors of STA as they have the qualifications required by the Capital Market Supervisory Board and do not have any characteristics which would cause them to be unable to express their independent opinions with regard to STA's business operations. During their respective terms of appointment, Mr. Prakob Visitkitjakarn, Mr. Kriang Yanyongdilok and Mr. Samacha Potavorn have performed their duty as Audit Committee and Remuneration Directors for the benefit and the good governance of STA.

## **EXECUTIVE COMMITTEE**

As of 31 December 2017, the list of Executives of STA is as follows:

| Name                           | Position                          |
|--------------------------------|-----------------------------------|
| 1. Mr. Viyavood Sincharoenkul  | Chairman of<br>Executive Director |
| 2. Mr. Chaiyos Sincharoenkul   | Executive Director                |
| 3. Mr. Kitichai Sincharoenkul  | Executive Director                |
| 4. Mr. Paul Sumade Lee         | Executive Director                |
| 5. Mr. Veerasith Sinchareonkul | Executive Director                |
| 6. Mr. Patrawut Panitkul       | Executive Director                |
| 7. Mr. Chalermpop Khanjan      | Executive Director                |

# Scope of Duties and Responsibilities of the Executive Committee

STA has specified scope of duties and responsibilities of the Executive Committee as follows:

- To order, plan, and operate the business of STA to be in accordance with the policies set out by the Board of Directors of STA.
- 2. To appoint STA's management to efficiently and transparently manage STA's businesses.
- 3. Any two of the Executive Committee members jointly signing and affixing the company seal are eligible to grant proxies to any person to perform on behalf of STA in respect of any business that will benefit STA.

- To determine the appropriate employees' benefits and welfare in compliance with corporate culture and applicable laws.
- 5. To approve the credit limits of the normal business transactions or other transactions that bind STA.

In any case, the assignment of duties and responsibilities of the Executive Committee shall not constitute an authorization or sub-authorization which may cause the Executive Committee or its assignee to be able to approve any transaction in which such person or other related party (as defined in the Notification of the SEC or the Capital Market Supervisory Board) may have a conflict of interest or may benefit in any manner or any other conflict of interest with STA or its subsidiaries. Such approval must be proposed at a meeting of the Board of Directors and/or the meeting of shareholders, as the case may be, for approval, as stipulated in the Articles of Association of STA or subsidiaries, or any applicable laws.

## **AUDIT COMMITTEE**

The Audit Committee consists of three independent directors and all have the qualifications required by the Capital Market Supervisory Board and the SET. As of 31 December 2017, the Audit Committee consists of the following directors:

| Name                         | Position                           |
|------------------------------|------------------------------------|
| 1. Mr. Prakob Visitkitjakarn | Chairman of the Audit<br>Committee |
| 2. Mr. Kriang Yanyongdilok   | Audit Committee<br>Member          |
| 3. Mr. Samacha Potavorn      | Audit Committee<br>Member          |

Mr. Prakob Visitkitjakarn and Mr. Kriang Yanyongdilok are the Audit Committee members who have sufficient knowledge and experience to review the reliability of financial statements of STA.

Mr. Wittawas Grungtanmuang is a secretary to the Audit Committee.

# Scope of Duties and Responsibilities of the Audit Committee

- To assist the Board of Directors in the discharge of its responsibilities on financial and accounting matters (including reviewing STA's financial reporting process and our Company's consolidated financial statements to ensure accuracy and adequacy).
- 2. To review our Company's internal control system and internal audit system to ensure that they are suitable and efficient, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit or any other unit in charge of an internal audit.
- 3. To review our Company's compliance with the law on securities and exchange, the regulations of the SET, and the laws relating to business of STA.
- 4. To consider the election, the nomination, and the removal of persons with independence, reliability, acceptable qualification and are auditors approved by SEC to act as an auditor of STA and to determine the remuneration of such person as well as to attend a non-management meeting with an auditor at least once a year.
- 5. To review the connected transactions, interested person transactions or the transactions that may lead to conflicts of interest, to ensure that they are in compliance with the laws and the regulations of the SET, and are reasonable and in the best interests of STA.
- 6. To prepare, and to disclose in our 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:
  - an opinion on the accuracy, completeness and credibility of the company's financial report;
  - (2) an opinion on the adequacy of the company's internal control system;

- (3) an opinion on the compliance with the law on securities and exchange, the regulations of the SET, or the laws relating to the STA's business;
- (4) an opinion on the suitability of the auditor of STA;
- (5) an opinion on the transactions that may lead to conflicts of interests;
- (6) the number of the Audit Committee meetings, and the attendance at such meetings by each committee member;
- (7) an opinion or overview of comments received by the Audit Committee from its performance of duties in accordance with the charter; and
- (8) other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, within the scope of duties and responsibilities assigned by the company's board of directors.
- 7. To commission and review the findings of significant internal investigations and/or consult with the auditor in relation to such findings and report the findings to the Board of Directors of STA in the event that there is any suspected fraud or irregularity or infringement of any law or regulations of Thailand, the rules of the SET, or other relevant regulations which has or is likely to have a material impact on the results of operations and/or financial position of STA.
- 8. To review the audit plans, scope of work and results of our audits compiled by our internal and external auditors.
- 9. To review the co-operation given by our officers to the external auditors.
- 10. To review our risk management structure (including all hedging policies) and any oversight of our risk management processes and activities to mitigate and manage risk at acceptable levels determined by our Directors.
- 11. To perform any other act as delegated by the Board of Directors and approved by the Audit Committee.

Apart from the duties listed above, the Audit Committee is required to commission and review the findings of internal investigations into matters where there is any suspected fraud or irregularity, or failure of internal controls or infringement of any law, rule or regulation which has or is likely to have a material impact on the results of operations and/or financial position of STA.

#### NOMINATION COMMITTEE

As of 31 December 2017, the Nomination Committee of STA consists of 3 Directors as follows:

| Name                          | Position                                |
|-------------------------------|---|
| 1. Mr. Kriang Yanyongdilok    | Chairman of the<br>Nomination Committee |
| 2. Mr. Samacha Potavorn       | Nomination<br>Committee Member          |
| 3. Mr. Kitichai Sincharoenkul | Nomination<br>Committee Member          |

# Scope of Duties and Responsibilities of the Nomination Committee

- Reviewing and assessing candidates for directorships (including executive directorships) before making recommendations to the Board of Directors of STA for the appointment of Directors.
- Reviewing and recommending nominations for appointment, re-appointment or re-election or renewal of appointment of the Directors having regard to the Director's contribution and performance.
- 3. Determining annually whether or not a Director is independent.
- Deciding whether or not a Director is able to and has been adequately carrying out his duties as a director.

Certain factors considered by the Nominating Committee in order to carry out their responsibilities above include:

- independence of mind;
- capability of the individual and how it meets the needs of the Company and simultaneously complements the skill set of the other Board members;
- experience and track record as directors in other companies; and
- ability to commit time and effort toward discharging his responsibilities as a Director.

# **REMUNERATION COMMITTEE**

As of 31 December 2017, the Remuneration Committee consists of three Directors as follows:

| Name                         | Position                               |
|------------------------------|--|
| 1. Mr. Prakob Visitkitjakarn | Chairman of the Remuneration Committee |
| 2. Mr. Kriang Yanyongdilok   | Remuneration Committee Member          |
| 3. Mr. Samacha Potavorn      | Remuneration Committee Member          |

# Scope of Duties and Responsibilities of the Remuneration Committee

Our Remuneration Committee is responsible, among other things, for recommending to the Board of Directors a framework and criteria of remuneration for the Directors and executive officers, and for recommending specific remuneration packages for each Director and the Managing Director and to perform any other acts as delegated by the Board of Directors.

## **RISK MANAGEMENT COMMITTEE**

As of 31 December 2017, the Remuneration Committee consists of five Directors as follows:

| Name                           | Position                                  |
|--------------------------------|---|
| 1. Mr. Veerasith Sinchareonkul | Chairman of the Risk Management Committee |
| 2. Mr. Chaidet Pruksanusak     | Risk Management Committee Member          |
| 3. Mr. Chalermpop Khanjan      | Risk Management Committee Member          |
| 4. Mr. Patrawut Panitkul       | Risk Management Committee Member          |
| 5. Mr. Nattee Thiraputhbhokin  | Risk Management Committee Member          |

Mr. Kitipong Phetkul is a Secretary of Risk Management Committee.

# Scope of Duties and Responsibilities of the Risk Management Committee

- 1. Scrutinize the risk management policy that is consistent with the Company's strategy and propose to the Board of Directors regularly at least once a year to ensure that that it conforms to and is line with the current business circumstances.
- 2. Review and amend the charter of the Risk Management Committee to keep it conforms to the current circumstances and environment, and propose to the Board of Directors to approve.

# Details of Meeting Attendance of the Board of Directors and Board Committees in 2017

|  | No. of At                 | tendances | No. of Att          | endances | No. of Att      | endances |
|--|---------------------------|-----------|---------------------|----------|-----------------|----------|
| Name   | Board of Directors of STA |           | Executive Committee |          | Audit Committee |          |
|  | 2017                      | (%)       | 2017                | (%)      | 2017            | (%)      |
| 1. Mr. Viyavood Sincharoenkul                | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 2. Mr. Chaiyos Sincharoenkul                 | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 3. Mr. Kitichai Sincharoenkul                | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 4. Mr. Paul Sumade Lee                       | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 5. Mr. Veerasith Sinchareonkul               | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 6. Mr. Patrawut Panitkul                     | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 7. Mr. Li Shiqiang                           | 7/7                       | 100       | -                   | -        | -               | -        |
| 8. Mr. Chalermpop Khanjan                    | 7/7                       | 100       | 7/7                 | 100      | -               | -        |
| 9. Mr. Prakob Visitkitjakarn                 | 7/7                       | 100       | -                   | -        | 10/10           | 100      |
| 10. Mr. Kriang Yanyongdilok                  | 7/7                       | 100       | -                   | -        | 9/10            | 90       |
| 11. Mr. Samacha Potavorn                     | 7/7                       | 100       | -                   | -        | 10/10           | 100      |
| 12. Mr. Neo Ah Chap <sup>(1)</sup>           | 3/5                       | 60        | -                   | -        | -               | -        |
| 13. Ms. Anusra Chittmittrapap <sup>(2)</sup> | 1/1                       | 100       | -                   | -        | -               | -        |
| Percentage of attendance of each committee   |                           | 98.33     |                     | 100      |                 | 96.67    |

#### Note :

(1) Mr. Neo Ah Chap resigned the position as an Independent Director on 24 August, 2017.

(2) Ms. Anusra Chittmittrapap was appointed as an Independent Director regarding to the resolution of the Board of Directors' meeting no. 6/2017, on 21 September 2017.

# Details of the meeting attendance for the meetings of the Nominating Committee, the Remuneration Committee, and the Risk Management Committee in 2017 are as follows:

|                                | No. of Attendances<br>Board of Directors of STA |     | No. of Attendances  |     | No. of Attendances |     |
|--------------------------------|---|-----|---------------------|-----|--------------------|-----|
| Name                           |   |     | Executive Committee |     | Audit Committee    |     |
|                                | 2017  | (%) | 2017                | (%) | 2017               | (%) |
| 1. Mr. Viyavood Sincharoenkul  | -   | -   | -                   | -   | -                  | -   |
| 2. Mr. Chaiyos Sincharoenkul   | -   | -   | -                   | -   | -                  | -   |
| 3. Mr. Kitichai Sincharoenkul  | 2/2   | 100 | -                   | -   | -                  | -   |
| 4. Mr. Paul Sumade Lee         | -   | -   | -                   | -   | -                  | -   |
| 5. Mr. Veerasith Sinchareonkul | -   | -   | -                   | -   | 4/4                | 100 |
| 6. Mr. Patrawut Panitkul       | -   | -   | -                   | -   | 3/4                | 75  |
| 7. Mr. Li Shiqiang             | -   | -   | -                   | -   | -                  | -   |
| 8. Mr. Chalermpop Khanjan      | -   | -   | -                   | -   | 4/4                | 100 |

|   | No. of Attendances |              | No. of Attendances  |     | No. of Attendances |       |
|---|--------------------|--------------|---------------------|-----|--------------------|-------|
| Name  | Board of Dire      | ctors of STA | Executive Committee |     | Audit Committee    |       |
|   | 2017               | (%)          | 2017                | (%) | 2017               | (%)   |
| 9. Mr. Prakob Visitkitjakarn                          | -                  | -            | 2/2                 | 100 | -                  | -     |
| 10. Mr. Kriang Yanyongdilok                           | 2/2                | 100          | 2/2                 | 100 | -                  | -     |
| 11. Mr. Samacha Potavorn                              | 2/2                | 100          | 2/2                 | 100 | -                  | -     |
| 12. Mr. Neo Ah Chap                                   | -                  | -            | -                   | -   | -                  | -     |
| 13. Ms. Anusra Chittmittrapap                         | -                  | -            | -                   | -   | -                  | -     |
| Percentage of meeting<br>attendance of each committee |                    | 100          |                     | 100 |                    | 91.67 |

# Executives (pursuant to the definition of "Executive<sup>(1)</sup>" in the SEC's notification no. GorJor. 17/2008 re: Definitions under Notifications relating to the Issuance and Offering of Securities)

| Name   | Position  |
|--|---|
| 1. Mr. Viyavood Sincharoenkul                | Chairman and Managing Director  |
| 2. Mr. Chaiyos Sincharoenkul                 | Director  |
| 3. Mr. Kitichai Sincharoenkul                | Director and Group Manager of Legal and Administration                      |
| 4. Mr. Paul Sumade Lee                       | Director and Chief Marketing Officer  |
| 5. Mr. Veerasith Sinchareonkul               | Director and Chairman of the Risk Management Committee                      |
| 6. Mr. Patrawut Panitkul                     | Director and CFO – Natural Rubber Business                                  |
| 7. Mr. Li Shiqiang                           | Director  |
| 8. Mr. Chalermpop Khanjan                    | Director and Chief Operating Officer  |
| 9. Mr. Prakob Visitkitjakarn                 | Vice Chairman, Independent Director, and<br>Chairman of the Audit Committee |
| 10. Mr. Kriang Yanyongdilok                  | Independent Director and Member of the Audit Committee                      |
| 11. Mr. Samacha Potavorn                     | Independent Director and Member of the Audit Committee                      |
| 12. Ms. Anusra Chittmittrapap <sup>(2)</sup> | Independent Director  |
| 13. Mrs. Prapai Srisuttiphong                | Group Manager of Procurement  |
| 14. Mr. Arsom Aksornnam                      | Group Manager of Production   |
| 15. Mr. Chaidet Pruksanusak                  | Group Manager of Quality Assurance  |
| 16. Mr. Rattapong Laparojkit                 | Group Manager of Engineering  |
| 17. Mr. Phanlert Wangsuphadilok              | Group Manager of Engineering  |
| 18. Mr. Udom Pruksanusak                     | CEO - Plantations   |
| 19. Ms. Nuchanart Chaiyarat                  | Group Manager of Human Resources  |
| 20. Ms. Thanawan Sa-ngiamsak                 | Business Development & CFO – Gloves Business                                |

As of 31 December 2017, the list of Executives of STA is as follows:

#### Note :

(1) "Executive" means a director, manager or the next four executives succeeding the manager, a person holding an equivalent position to the fourth executive, including a person holding the position of manager or equivalent in the accounting or finance departments.

(2) Ms. Anusra Chittmittrapap was appointed as an Independent Director regarding to the resolution of the Board of Directors' meeting no. 6/2017, on 21 September 2017.

# Scope of Authorities and Responsibilities of the Managing Director

- Approve any juristic act binding the company for the normal business operation of STA in an amount not exceeding Baht 200,000,000.
- 2. Issue and amend the rules, orders, and work rules of STA, for example, the acceptance, appointment, removal and disciplining of staff and employees, and the determination of salary and other monies, including compensation and other welfare.
- Determine the salary rate and other remuneration, including expenses rate and facilities of the manager or equivalent for proposing to the Executive Committee for further approval.
- 4. Administer STA pursuant to the resolutions and policies of the Board of Directors of STA.
- 5. Propose significant matters to the Board of Directors of STA or the meeting of shareholders for further approval or other appropriate action.
- Study the feasibility of new projects and consider and approve the projects as delegated by the Board of Directors of STA and the Executive Committee.
- Perform other matters as delegated by the Board of Directors of STA and/or the Executive Committee from time to time.

However, the abovementioned approvals shall not be given in a way that may cause the Managing Director or his authorized representative to be able to approve any transaction in which he himself or any related person has or may have a conflict of interest with STA or its subsidiaries as defined in the Notification of the SEC or the Capital Market Supervisory Board.

#### **Company Secretary**

The Board of Directors of STA resolved to appoint Mrs. Pacharin Anuwongwattanachai, who meets the appropriate qualifications, graduated in accounting, has completed company secretary training and other related training programs, and possesses the skills, knowledge, understandings relating to business and the laws and other related regulations, as Company Secretary (the "Company Secretary"), having the duties and responsibilities as provided in the Securities and Exchange Act, including providing advice on compliance with the relevant laws and regulations to the Board of Directors, organizing Board of Directors activities and ensuring compliance with the resolutions of the Board of Directors. The Company Secretary has to attend and safeguard all meeting documents and ensures procedural compliance with regards to the Board of Directors. The appointment and removal of the Company Secretary is subject to the approval of the Board of Directors.

Note: The profile of the Company Secretary is in the attachment 1.

#### **Remuneration of Directors and Executive Officers**

#### Financial Remuneration

(A) Directors' Fees

For the fiscal year ending 31 December 2017, STA paid the directors' fees to the Directors in the amount of Baht 7,993,000 in compensation for the services rendered. The details are as follows:

|                                | Amount of Directors'<br>Fees (Baht)*   |
|--------------------------------|--|
| Name                           | Fiscal year ending<br>31 December 2017 |
| 1. Mr. Viyavood Sincharoenkul  | 804,000                                |
| 2. Mr. Chaiyos Sincharoenkul   | 600,000                                |
| 3. Mr. Kitichai Sincharoenkul  | 600,000                                |
| 4. Mr. Paul Sumade Lee         | 600,000                                |
| 5. Mr. Veerasith Sinchareonkul | 600,000                                |
| 6. Mr. Patrawut Panitkul       | 600,000                                |
| 7. Mr. Li Shiqiang             | 600,000                                |
| 8. Mr. Chalermpop Khanjan      | 600,000                                |
| 9. Mr. Prakob Visitkitjakarn   | 936,000                                |
| 10. Mr. Kriang Yanyongdilok    | 744,000                                |
| 11. Mr. Samacha Potavorn       | 744,000                                |
| 12. Mr. Neo Ah Chap            | 400,000                                |
| 13. Ms. Anusra Chittmittrapap  | 165,000                                |

**Note\*:** This remuneration is compensation only for the services rendered as directors and members of the Audit Committee of STA and does include compensation for services rendered as members of the other committees of STA.

(B) Remuneration of the Directors and Executive Officers

For the fiscal year ending 31 December 2017, STA paid the remuneration to the Executive Directors and Executive Officers, totaling 21 persons, in the amount Baht 134.16 million. Such remuneration was in the form of salary, bonus and other compensation comprising benefits in kind and compensation that has already been paid, which includes any deferred compensation accrued for the financial year in question and payable at a later date including bonus or profit-sharing scheme or any other profit-linked agreements or arrangements.

Sri Trang International Pte. Ltd. has entered into employment agreements with Dr. Viyavood Sincharoenkul and Mr. Paul Sumade Lee. Each of these employment agreements does not have a fixed term of employment.

Pursuant to their respective employment agreements, Dr. Viyavood Sincharoenkul and Mr. Paul Sumade Lee will be entitled to the following:

- a monthly salary and a variable bonus, as determined by the Profit Incentive Scheme (as defined below); and
- reimbursements of all reasonable business expenses incurred or paid for during the term of employment, in connection with the performance of their duties to Sri Trang Group.

# **Profit Incentive Scheme**

Each of our Directors, Dr. Viyavood Sincharoenkul and Mr. Paul Sumade Lee are entitled to participate in a profit incentive scheme (the "Profit Incentive Scheme") in respect of each financial year of our subsidiary, Sri Trang International.

Under the Profit Incentive Scheme, in respect of each financial year, if the board of directors of Sri Trang International determines that there is a surplus ("Surplus") after deducting (i) 10% of Sri Trang International's issued and paid-up capital, or such other amount as may be determined by the board of directors of Sri Trang International, at their sole discretion, from time to time; (ii) 5% of any retained profits as at the beginning of the relevant financial year; and (iii) accumulated losses as at the beginning of the relevant financial year, from Sri Trang International's profit after tax (as reflected in its audited accounts), 20% of such Surplus will be payable under the Profit Incentive Scheme ("Profit Incentive").

# **Other Remuneration**

In 2017, the Company has paid contributions to the employee provident fund for the Board of Directors and Executive Officers in the following amount:

|  | Total list | Amount (Baht) |
|--|------------|---------------|
| Contributions to employee provident fund | 13         | 2,567,526     |

# **Employees' Retirement Benefits**

STA provides employees' retirement benefits to employees in accordance with Thai labor laws. Such benefits that each employee is entitled to depend on the salary base and the number of years that the employee has been working for STA until the termination date.

# **Re-election of Directors**

A retiring Director shall be eligible for re-election. The Directors to retire in every year shall be those, subject to retirement by rotation, who have been longest in office since their last re-election or appointment. The details of re-election of the Directors are set out as follows:

| Name of Director                             | Position  | Date of first appointment<br>to the Board | Date of last<br>re-election as Director |
|--|---|---|---|
| 1. Mr. Viyavood Sincharoenkul                | Chairman and<br>Managing Director   | 27 December 1993                          | 29 April 2015                           |
| 2. Mr. Chaiyos Sincharoenkul                 | Director  | 27 December 1993                          | 28 April 2016                           |
| 3. Mr. Kitichai Sincharoenkul                | Director and Group<br>Manager of Legal and<br>Administration                      | 10 April 1995                             | 25 April 2017                           |
| 4. Mr. Paul Sumade Lee                       | Director and Chief<br>Marketing Officer   | 28 June 2010                              | 29 April 2015                           |
| 5. Mr. Veerasith Sinchareonkul               | Director and<br>Chairman of the<br>Risk Management<br>Committee                   | 28 April 2010                             | 29 April 2015                           |
| 6. Mr. Patrawut Panitkul                     | Director and CFO –<br>Natural Rubber Business                                     | 29 April 2014                             | 25 April 2017                           |
| 7. Mr. Li Shiqiang                           | Director  | 29 April 2014                             | 25 April 2017                           |
| 8. Mr. Chalermpop Khanjan                    | Director and Chief<br>Operating Officer   | 29 October 2015                           | 28 April 2016                           |
| 9. Mr. Prakob Visitkitjakarn                 | Vice Chairman,<br>Independent Director,<br>and Chairman of the<br>Audit Committee | 27 December 1993                          | 29 April 2015                           |
| 10. Mr. Kriang Yanyongdilok                  | Independent Director<br>and Member of the<br>Audit Committee                      | 25 January 2000                           | 28 April 2016                           |
| 11. Mr. Samacha Potavorn                     | Independent Director<br>and Member of the<br>Audit Committee                      | 1 February 2008                           | 25 April 2017                           |
| 12. Mr. Neo Ah Chap <sup>(1)</sup>           | Independent Director  | 28 June 2010                              | 28 April 2016                           |
| 13. Ms. Anusra Chittmittrapap <sup>(1)</sup> | Independent Director  | 21 September 2017                         | 21 September 2017                       |

#### Note :

(1) Ms. Anusra Chittmittrapap was appointed as an Independent Director regarding to the resolution of the Board of Directors' meeting no. 6/2017, held on 21 September 2017, in replacement of Mr. Neo Ah Chap who resigned from this position on 24 August, 2017.



# **CORPORATE GOVERNANCE**

The Board of Directors of STA has conducted the business operation appropriately and effectively in accordance with its objectives by utilising expertise, diligence, and due care to protect the interests of the Company and to comply with the laws, objectives, and the Articles of Association of STA. The Board of Directors of STA has also followed the Principles of Good Corporate Governance for Directors of Listed Companies and the Principles of Good Corporate Governance for Listed Companies 2017. The roles and responsibilities of the Board of Directors of STA are all managed with due care, in particular in the process of decision making. Careful consideration is given using reasonable judgment based on honesty, transparency, ethics, and the concern of stakeholders as well as all aspects of the best interests of shareholders.

### **Principles of Good Corporate Governance**

STA has established and reviewed principles for good corporate governance in accordance with the Principle of Good Corporate Governance for Listed Companies as prescribed by the SET. The details of 5 principles of good corporate governance areas that are appropriate for current business environment are as follows:

# 1. Rights of Shareholders

STA always realises that the main factors for building shareholders' trust and confidence for investing in the businesses of STA are the application of policies and operations that protect the fundamental rights of the shareholders as well as the equality of all shareholders as prescribed by the laws, and encouraging the shareholders to exercise their fundamental rights. For example:

# (1) Right to Receive Profit Sharing in the Form of Dividend:

STA has a policy on dividend payment which is based on careful consideration of the financial position, results of operation and cash flow of STA, the ability of our subsidiaries, associates and joint venture entity to make dividend payment, STA's expected working capital requirements to support the future growth of STA, the economic situation, and other external factors that STA expects will have an impact on its operations. In order to manage the business operation efficiently, the dividend payment policy is at approximately 30 percent of the net profit.

#### (2) Right to Attend the Shareholders' Meeting:

STA pays great attention to the sufficiency of information so that the shareholders are able to make a well-informed decision at the shareholders' meeting, including casting their votes and expressing their opinions on significant changes and the election of the Board of Directors of STA, based on information which is accurate, complete, transparent, and equally shared.

Where the STA's shares are held through CDP, CDP will be the only holder on record of such shares. Accordingly, as a matter of Thai law, CDP will be the only person or entity recognised as a shareholder and legally entitled to vote on any matter to be submitted to the vote of the Company's shareholders at a general meeting of shareholders.

CDP has appointed a Thai custodian to safe keep all the shares held by CDP. Such Thai custodian will act as CDP's proxy during a general meeting of shareholders and CDP will instruct such Thai custodian to split its votes in accordance with the instructions that CDP receives from investors holding shares through CDP. However, shareholders who desire to attend shareholders' meetings and exercise their voting rights under their names with regard to the shares beneficially owned by them will be required to transfer their shares out of the CDP system and have the share transfer registered in the share register book. In addition, a shareholder who transfers the Company's shares out of the CDP system will not be able to trade such shares on the SGX-ST unless he first transfers such shares back into the CDP system.

# (3) Right to Vote on Agenda Items in the Shareholders' Meeting:

The completed invitation to shareholders' meeting and attachments will be forwarded to shareholders

in advance. The invitation to shareholders' meeting includes details on agenda items, attachments to agenda items, opinions of the Board of Directors of STA, proxy forms as prescribed by the Ministry of Commerce, a name list of all independent directors to whom the shareholders are able to give their proxy, and a map of the meeting venue. The invitation to the shareholders' meeting also includes the information regarding the required documents that shareholders have to present to the meeting in order to protect their right to attend the meeting, the Articles of Association of STA pertaining to the shareholders' meeting, and voting instructions. Furthermore, so that the investors can obtain information thoroughly, the shareholders can access all information with respect to the agenda of the shareholders' meeting at www.sritranggroup.com and the website of the SGX-ST at www.sgx.com ("SGXNET") in advance approximately 28 days prior to the meeting date. Moreover, STA has assigned Thailand Securities Depository Co., Ltd. (TSD) and CDP as its securities registrar to dispatch the meeting invitation and other related documents to shareholders at least 21 days prior to the meeting. The policy of STA is that no additional agenda item is included in the meeting without prior notice to the shareholders.

For the election of directors agenda, STA gives an opportunity to shareholders to vote on individual directors. In addition, STA provides examiners for the vote counting on the meeting date and discloses the information in the minutes of the shareholders' meeting.

# (4) Equal Right to Express Opinions and Make Inquiries in the Shareholders' Meeting:

With respect to agenda items and proposed agenda items, the Chairman of the shareholders' meeting should allocate sufficient time and encourage the shareholders to express their opinions and make inquiries in the meeting. Additionally, to encourage the right of shareholders, the Company opens the opportunities to shareholders to submit their questions related to the meeting agendas at least seven days prior to the meeting date via registered mail: Sri Trang Agroindustry Public Co., Ltd. 17Fl, Park Ventures Ecoplex, Unit 1701, 1707-1712, 57 Wireless Road, Lumpini, Pathumwan, Bangkok 10330 and via email address: corporatesecretary@sritranggroup.com. The Chairman of each sub-committees comprising Mr. Prakob Visitkitjakarn, STA's Lead Independent Director as well as the Chairman of the Audit Committee and Remuneration Committee, Mr. Kriang Yanyongdilok, the Chairman of the Nomination Committee and Independent Director, Mr. Veerasith Sinchareonkul, the Chairman of the Risk Management Committee will be present at the annual general meeting to address guestions that shareholders' may have. External auditors will also be present to address queries in relation to the audit of the Company and the auditors' report. STA will note the questions and clarifications in the minutes of the shareholders' meeting for acknowledgement of shareholders who did not attend the meeting.

#### 2. Fair Treatment of Shareholders

STA has the policies of fair and equitable treatment to all groups of shareholders including institutional investors, foreign investors, and retail shareholders.

(1) The shareholders' meeting shall be held in accordance with the agenda mentioned in the invitation to shareholders' meeting. STA sends a complete invitation to shareholders' meeting, including attachments, both in Thai and English language with all sufficient information relevant to the meeting to the shareholders. Moreover, STA posts all information which is relevant to the meeting at its website (www.sritranggroup.com) so that the shareholders will have sufficient time to carefully study this information. In addition, the invitation to shareholders' meeting shall be advertised no less than three days prior to the shareholders' meeting in a daily newspaper for at least three consecutive days in order to allow shareholders to have sufficient time to prepare

for attending the shareholders' meeting. Before the commencement of each meeting, the Chairman will give instructions on the voting and the counting methods as clearly prescribed. During the meeting, the Chairman allows the shareholders, equally, to make inquiries and express their opinions as well as to make recommendations. The Chairman also answers questions and provides complete information as requested by the shareholders. After the meeting, STA will send the minutes of the shareholders' meeting to the SET within the prescribed period.

- (2) STA gives an opportunity to shareholders to cast their vote on one share one vote approach and encourages the shareholders to use ballots for voting on each agenda item. The ballots shall be kept in the meeting room for vote counting prior to the announcement of the resolutions. For the purpose of transparency, STA makes an announcement of the detailed results showing the number of votes cast for and against each resolution and the respective percentages and keeps all ballots having signatures of the shareholders or their proxy for future reference.
- (3) Minutes of the shareholders' meeting must be accurately and completely recorded and submitted to the SET within 14 days after the shareholders' meeting. The resolutions of the shareholders' meeting will be posted on the website of STA at www.sritranggroup.com.
- (4) The policy regarding the monitoring of the use of insider information has been established for strict compliance by personnel at all levels.
- (5) Directors, executives and related persons as stated in Section 89-1, the Securities and Exchange Act B.E. 2535, must report changes in securities holding of STA to the SEC according to Section 59 of the Securities and Exchange Act B.E. 2535 within three business days from the first day that securities holding changes. They must also provide a copy of such report to the Company Secretary in order to gather, submit a summary and propose to the Board of Directors' meeting quarterly.

- (6) STA establishes the silent period policy to abstain from securities trading 30 days before the announcement to the Stock Exchange of Thailand and at least 24-48 hours after the public disclosure for directors and executives, as the SEC's prescribed, to strictly comply with.
- (7) Directors and executives are required to report their conflict of interests including their related persons at the first time for newly nominated directors and executives and if any changes during his/her position by assigning Company Secretary to keep the report. If there is any conflict of interest found, Company Secretary shall report to the Chairman of the Board and the Chairman of Audit Committee to acknowledge.
- (8) A full and clear disclosure of shareholding structure in the subsidiaries and associates is made to assure shareholders that the operational structure of STA is transparent and accountable.
- (9) STA places importance on the accurate, full, timely, and transparent disclosure of information on various issues to shareholders. As such, significant information is disclosed on a regular basis.
- (10) STA has established a channel of communication for minority shareholders to directly access information on various issues e.g. the activities of the Board of Directors, supervision and monitoring of the operation, and auditing through the email address of the independent directors. Furthermore, minority shareholders may directly seek information from the Company Secretary of STA and the Investor Relations Office as following details:
  - The Audit Committee, E-Mail Address: auditcommittee@sritranggroup.com
  - The Company Secretary, E-Mail Address: corporatesecretary@sritranggroup.com
  - The Investor Relations Office, E-Mail Address: ir@sritranggroup.com
  - Telephone no. +662-207-4500

### 3. Role of Stakeholders

STA fully realises that the growth and development of STA has resulted from the full support given by all interested parties. STA places importance on the rights of all stakeholders, both internal stakeholders such as personnel, staff members, and the Executives of STA and the subsidiaries and external stakeholders such as commercial partners ranging from the suppliers of raw materials to various groups of customers of finished products, financial institutions, government agencies that provide close co-operation, and finally, the shareholders of STA. In this regard, STA realises its responsibilities towards the abovementioned stakeholders. The Board of Directors of STA has reviewed stakeholder engagement policy and established the policies concerning the noninfringement of intellectual property such as copyright, patent, and trademark as well as the whistleblower policy which has specified the channels of notice or complaint, operating procedure, and guidelines for the protection of claimer(s) in the Company's website. The Board of Directors has also established the anti-corruption policy to build a good conscience and right core value in order to prevent any type of corruptions in the organisation.

STA is aware of the principles and standards on human rights. As such, STA has established human rights and non-discrimination policy focusing on the equitable treatment to all stakeholders. Such policy was disseminated to all employees for their adherence.

In October 2016, STA signed a declaration of intention to join a Collective Action Coalition of Thailand's private sector for the anti-corruption and proclaimed its intention in January 2017.

The followings are details of policies in connection with stakeholders:

### Shareholders:

STA is committed to be the representative of its shareholders in conducting its business operation in a transparent manner, and having a reliable accounting and finance system that brings the highest satisfaction to shareholders by continuous considering the longterm, sustainable growth of STA and an adequate return.

#### **Employees:**

STA treats its employees equally and fairly by providing a good and safe working environment and adequate remuneration. Moreover, STA supports its employees in terms of providing the opportunity to develop knowledge, skills and experiences for career improvement. STA has established a Health and Working Environment Committee. A training program is specially designed for relevant personnel responsible for overseeing, providing advice, and giving accurate information on safety, occupational health, and the working environment, and the prevention of accidents resulting from work as well as providing other interesting health information to the employees. Considering the employee's welfare with respect to the safe and maximum working efficiency, STA promotes and provides training to employees to worthily utilise natural resources and introduces various activities that promote the quality of life of employees, such as establishing a library and creating entertainment programs as well as various activities which are designed to promote employees' good physical and mental health. Moreover, a handbook for employees has been published and is publicised through STA Intranet.

The Company has established the employee provident fund of which permanent employees are entitled to apply for with options to pay the contribution at the fixed rate or at the rate equal to the contribution paid by the Company. The contribution rate paid by the Company depends on years of services of each employee. The employee will receive such provident fund benefit on the termination of their employment or upon their resignation from provident fund according to their entitlement except for cases where the terminations are not eligible to the compensations.

The Board of Directors of STA has established the anticorruption policy and communicated with employees to provide better knowledge and understanding for the prevention of corruption. This is to build a good business conscious, right core value, and good corporate culture.

The Board of Directors of STA has established the Whistleblower Policy and set channel for appellant from all groups of stakeholder regarding falsify or inappropriate actions which may cause the damage to the Company including protective measures for claimer who is in good faith.

STA has established a channel of communication for shareholders or any stakeholders to directly report to the directors. The Audit Committee assigned to receive these complaint reports will investigate and report to the Board of Directors. Furthermore, shareholders or any stakeholders may directly seek information from the Company Secretary of STA and the Investor Relations Office as following details:

- The Audit Committee, E-Mail Address: auditcommittee@sritranggroup.com
- The Company Secretary, E-Mail Address: corporatesecretary@sritranggroup.com
- The Investor Relations Office, E-Mail Address: ir@sritranggroup.com
- Telephone no. +662-207-4500

#### Customers:

STA is committed to creating customer satisfaction by producing quality products and delivering the products on a timely basis and maintaining a good sustainable relationship. A guideline for customer relations practice is included in the Code of Business Conduct under Conduct of Relations to the Customers.

#### **Business Partners:**

STA has the policy to screen business partners and purchases goods and services from such business partners pursuant to commercial conditions. The Company always complies with the agreements entered into with its business partners and strictly follows the laws and regulations and possesses good business ethics in regard to business competition.

#### Competitors:

STA promotes and supports the policy of fair and free competition. STA will not take any actions that infringe or violate any laws related to commercial competition or that could cause harm reputation of its competitors.

#### Creditors:

STA complies with the conditions of loan agreements and provides accurate, transparent, and accountability information to creditors. Moreover, STA strictly adheres to the compliance with the prescribed conditions of the contract from creditors.

#### Government Agencies and Related Organizations:

STA strictly complies with various laws and regulations e.g. laws pertaining to the environment, safety, labour, tax management and accounting, as well as the government notifications relating to the business operations of STA.

#### Society and Environment:

STA is aware of and concerned about the safety, environment, and the quality of life of the people, and the importance of natural resources conservation, the promotion of energy sufficiency, the alternative use of natural resources to minimize the impact on society, the environment and people's quality of life to the greatest possible extent. As such, STA supports activities in the neighborhood community of the factories by providing the most efficient management of safety and environment.

In addition, STA has prepared corporate social responsibility report while the Board of Directors has supervised and monitored the management system to ensure full compliance with laws and regulations of regulatory agencies and the fair and strict equitable treatment of all stakeholders.

### 4. Information Disclosure and Transparency

 The Board of Directors of STA is responsible for the accurate, complete, clear, timely, and transparent disclosure of both significant financial and non-financial information of STA both Thai and English in balance and easy to understand form through the Annual Registration Statement (Form 56-1), the Annual Report (Form 56-2), and easy-toaccess channels, which reflects fairness and reliability at the same time of maintaining the commercial interest of STA so that the stakeholders are all equally able to receive information in compliance with the Securities and Exchange Commission, the Stock Exchange of Thailand, and the requirements of various regulators.

- (2) STA has set up a public relations department in order to communicate with investors and related third parties. The Investor Relations Office is the center for communication between shareholders, stakeholders, investors, analysts, and other related parties.
- (3) To report the corporate governance policy through the Annual Registration Statement (Form 56-1), the Annual Report (Form 56-2), and the Company's website.
- (4) To disclose vision, mission, and goal of the Company. Such disclosed information will be reviewed by the Board of Directors of the Company on yearly basis.
- (5) To clearly disclose the shareholding structure of the Company including shareholding of the directors and the Executives of the Company both direct and indirect by presenting the beginning and ending shares as well as movement transaction during the year.
- (6) To establish the policy that the directors must report all trading in securities and quarterly present to the Board of Directors.
- (7) To establish the policy for the directors and the Executives to report their interest on the first appointment to the position and at the end of every year or every time when there is a change.
- (8) To present report of the Board of Director's responsibility for the financial reports together with auditor's report in annual report.

- (9) To disclose minutes of the annual general meeting on website of the Company.
- (10)To disclose profile of the directors and their attendance on the Board of Directors and Sub-Committee meeting of the preceding year.
- (11)To disclose the date of first appointment to the Board of each director.
- (12)To disclose details of training and development program that the directors joined during the preceding year.
- (13)To disclose the audit fees and non-audit fees in annual report.
- (14)To disclose Memorandum of Association and Article of Association in the website of the Company.
- (15) To provide various communication channels such as website, annual report, analyst meeting so that shareholders or investors can easily access company information thoroughly and equally.

STA discloses significant information in Thai and English through website that is updated regularly. The Investor Relations Office at Bangkok Branch can be contacted at: Tel: +66-2207-4500, Fax +66-2108-2244, or at www.sritranggroup.com.

The STA website is updated regularly. Information which should be disclosed is posted on the STA website. The Investor Relations Office at Bangkok Branch can be contacted at: Tel: +66-2207-4500, Fax +66-2108-2244, or at www.sritranggroup.com.

#### 5. Responsibility of the Board of Directors

(1) The Structure of the Board of Directors

The Board of Directors of STA, consisting of directors who have knowledge, competence, profession or expertise in various areas dedicating their experiences in business, has the duty to determine policies, visions, strategies, goals, missions, business plans and budgets of STA, as well as to monitor the management team to effectively and efficiently manage the business of STA in accordance with the policies under the legal framework, objectives, the Articles of Association of STA and the resolutions of the shareholders meeting and the Board of Directors Meeting. Such duties must be performed with responsibility, due care and loyalty under the principles of good corporate governance in order to increase the best economic value for the business and the highest stability for the shareholders.

Moreover, in compliance with the principles of good corporate governance and in order to ensure the Directors' effectiveness of work, the Board of Directors has established the policy that the Directors should not hold directorship positions for more than five listed companies. In the case that any director holds the office of director in more than five listed companies, the Board of Directors will further review the efficiency of such director's performance.

According to the Articles of Association of STA, at every annual general meeting, one-third of the Directors, or, if the number of Directors is not a multiple of three, then the number nearest to one-third, shall retire from office. The Directors who are to retire from office in the first and the second years after registration of the company shall be drawn by lots. In the subsequent years, the Directors who have been holding office for the longest time shall retire.

The Board of Directors has passed a resolution to appoint Mrs. Pacharin Anuwongwatanachai as Company Secretary to provide advice on compliance with relevant laws and regulations which the Board of Directors is required to know. The Company Secretary shall also supervise the activities of the Board of Directors and ensure that the resolutions of the Board of Directors meeting have been complied with.

#### (2) Sub-committees

To comply with good corporate governance, the Board of Directors of STA has appointed four sub-committees namely the Audit Committee, the Executive Committee, the Remuneration Committee, and the Nomination Committee to scrutinize specific matters thoroughly and effectively

(3) Roles, Duties, and Responsibilities of the Board of Directors

The Board of Directors of STA oversees the business operation and the mission of STA to be in accordance with the approval given by shareholders, applicable laws, objectives, the Articles of Association of STA, and resolutions of the Board of Directors meeting and the shareholders meeting. The Board of Directors of STA must exercise good business judgment in making business decisions and perform its duty with responsibility, due care, and loyalty in the best interests of the Company.

#### Conflict of Interest

The Board of Directors of STA has established a policy for preventing conflict of interest on the basis that any decision-making on business transactions must be made only for the best interest of STA, and that any act which may cause a conflict of interest should be avoided. It is required that a person involved in or having a conflict of interest in any agenda item to be discussed in a meeting shall report the relationship or conflict of interest in such agenda item to STA, as well as abstain from voting and shall have no authority to grant approval for such transaction.

#### (4) The Board of Directors Meeting

According to the Articles of Association of STA, the Board of Directors shall hold a meeting at least once per quarter and any additional meetings as necessary. The meeting schedule shall be prepared in advance throughout the year and notified to all directors for their acknowledgement on yearly basis. A meeting notice will be delivered to directors at least seven days prior to the date of the meeting, except in the case where it is necessary or urgent to preserve the rights and benefits of STA.

At each meeting, the agenda items of the meeting must be clearly specified and supported by complete

and sufficient documents, and must be delivered to the directors in advance so that the directors will have sufficient time to study such information prior to the meeting. At the meeting, each director is allowed to openly discuss and express his/ her opinion. In addition, at the meeting of the Board of Directors, the senior executives will be invited to participate in order to provide additional details of information on such matters in which they are directly involved. The Board of Directors can directly and independently contact the senior executives and the Company Secretary.

STA is committed to providing the Board of Directors with adequate, complete, and continuous information in a timely manner prior to a Board of Directors meeting.

(5) Remuneration

The remuneration as being a Director must be approved by the shareholders. The remuneration is specified annually to the Chairman of the Board of Directors, Executive Directors, Non-Executive Directors, the Chairman of Audit Committee, and Audit Committee Members with no additional meeting allowance. In this regard, the Remuneration Committee has a duty to propose a framework and criteria of remuneration for the Directors to the Board of Directors' meeting to agree with before proposing to the Shareholders' meeting to approve. The remuneration is considered based on the Company's performance, the director's responsibility and compared with the other listed companies in SET that have similar market capitalization as well as other listed companies in the same industry. This shall support the remuneration structure to be appropriate for the perseverance, responsibilities, and experiences of Directors that shall lead the Company to be achieve in both short-term and long-term goals. In addition, the remuneration will be disclosed in the Company's annual report.

(6) Training for the Directors and the ExecutivesSTA usually provides an orientation to the newly

appointed director so that such Director can discharge his/her duties effectively. The Company Secretary will liaise with the Directors in any matters such as affidavit, Articles of Association, manual of director in Annual Registration Statement (Form 56-1), working system information within the Company, and other related laws and regulations.

The Board of Directors has a policy to enhance and accommodate the provision of training on good corporate governance. Regular and continuous training programs are provided to directors so that they can improve their knowledge. STA has the policy to support the Directors and the senior management at least one person a year to join any training programs that equip them with knowledge to support their duties.

Moreover, STA has made available resources for Directors to receive training in any relevant specific area to enable them to discharge their duties with due care and loyalty.

STA has had a policy to encourage at least one person of Directors, Executives, or Company Secretary to have training and knowledge development on a yearly basis. In 2017, Mrs. Pacharin Anuwongwatanachai, Company Secretary, participated the course 'Preparation of Listed Companies for A New CG Code' arranged by the Stock Exchange of Thailand.

(7) Assessment of the Directors' Performance

STA has conducted the Directors' Self-Assessment where the assessment form is in accordance with the good corporate governance so that the assessment results can be further used to develop the performance of the directors. Four types of assessment form are;

- The Board Assessment Form (Assessment of the Board as a whole)
- Individual Board Member Assessment Form (Self-Assessment)

- Sub-committee Assessment Form (Self-Assessment of the Sub-committee comprised the Audit Committee, the Nomination Committee, the Remuneration Committee, and the Risk Management Committee)
- Chief Executive Officer (CEO) Assessment Form

The guideline for the assessment grading for each area is as follows:

- More than 90% = Excellent
- More than 80% = Very good
- More than 70% = Good
- More than 60% = Fair
- Less than 60% = Poor

The assessment process can be summarised as follows:

The Company Secretary is to prepare and review assessment forms in accordance with the related rules to ensure the accuracy and completeness before presenting to the Board for a recommendation. The assessment form will be then passed to the directors to evaluate. The Company Secretary will summarize the assessment results.

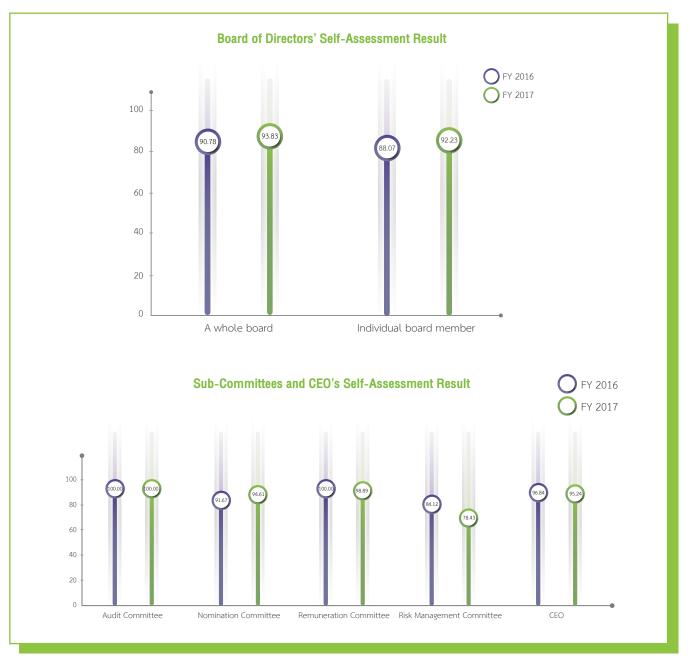
The details of assessment can be summarized as follows:

The assessment results can be summarized as follows:

- The Board Assessment Form (Assessment of the Board as a whole) consists of six areas; structure and qualification of the Board of Directors, roles, duties and responsibilities of the Board of Directors, the Board's meetings, the Board's performance of duties, relationship with management, and self-development of the Directors as well as the development of Executive Officers.
- 2. Individual Board Member Assessment Form (Self-Assessment) consists of four areas; 1) responsibility on their decisions and actions, 2) the effective performance of their duties, 3) fair and 4) equitable treatment to the stakeholders, transparency and traceability of work with the disclosure of information, and level of Principles of Business Ethics as well as Code of Business Conduct on their business operation.

- 3. Individual Sub-committee Assessment Form (Assessment of the Sub-committee as a whole) consists of three areas; the structure of the sub-committees, effectively carry out duties during meetings and duties and responsibilities of the sub-committees.
- 4. Chief Executive Officer (CEO) Assessment Form consists of 10 areas; 1) leadership, 2) strategic planning, 3) strategy implementation, 4) financial planning and operating results, 5) relationship with the Board of Directors, 6) relationship with external party, 7) management skill and relationship with employees, 8) successor plan, 9) knowledge of products and services, and 10) personal character.

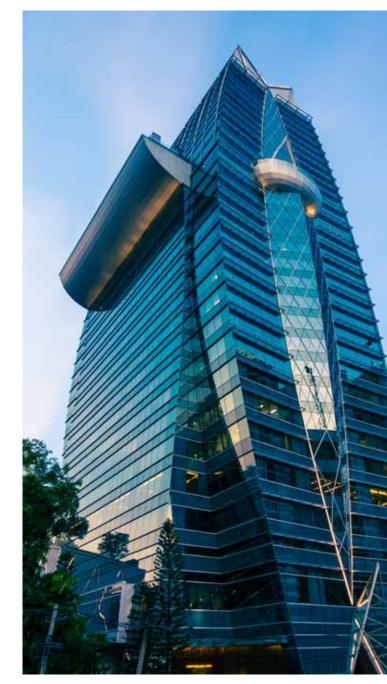
The assessment results can be summarised as follows:



#### Using insider information policy

STA has a policy and procedure to monitor its executives in relation to their use of insider information of STA and its subsidiaries for personal interest as follows:

- 1. Educate the directors and executives of each department regarding their duties to prepare and disclose the report of securities holding and the report of changes in securities holding of STA to the Office of the SEC and the SET, as the case may be, including the applicable penalty in the case of breach according to the SEC Act and the regulations of the SET.
- 2. Arrange for the directors and executives of STA and their spouses and minor-children to prepare and disclose the report of securities holding and the report of changes in securities holding of STA to the Office of the SEC pursuant to Section 59 of the SEC Act and deliver copies of such documents to STA on the same day.
- 3. The directors and executives of STA and its subsidiaries who know material insider information affecting changes in securities price, must be cautious in the trading of securities of STA within one month prior to the time when the financial statement or such inside information is disclosed to the public. Moreover, within 24 hours after such insider information has been disclosed to the public, no person involved with such insider information shall disclose any insider information to any person before such insider information has been notified to the SET and/or SGX-ST. Regarding penalty measures in the case of a violation of the abovementioned regulations, the Group deems such violation as warranting a disciplinary penalty according the working rules of the Group.
- 4. The directors, executives, staff members and employees of STA shall not, whether directly or indirectly, purchase or sell, offer to purchase or sell or invite any other person to purchase, sell or offer to purchase or sell shares or other securities (if any) of STA by using insider information which has or may have an impact on the change of the price of STA securities and has not been disclosed to the public, in a manner that may directly or indirectly cause damage to STA and whether or not such act is done for their own or another person's benefit, or to disclose such information so that they will receive consideration from the person who engages in the aforementioned acts.



Directors and employees are also expected to observe applicable insider trading laws at all times even when dealing in securities within permitted trading periods. In addition, the Directors and employees are expected not to deal in the Company's securities for short-term considerations.



## **INTERNAL CONTROL AND RISK MANAGEMENT**

STA recognises the importance of its internal control system, risk management, and the monitoring of the business operation, which is a continuous process; and the role and shared responsibilities of all our staff members ranking from the Executive Committee to each employee. The Company has set up a sufficient and appropriate internal control system to provide a reasonable assurance that all functions within the Group are operated concordantly and are able to meet the goals laid down by Executive Committee. The Company has established an Internal Audit Department which is an independent unit and reports directly to the Audit Committee. The appointment, removal, and rotation of the management of Internal Audit Department need an approval from the Audit Committee. The Internal Audit Department performs an internal control assessment pursuant to the annual plan by considering related risk factors as approved by the Audit Committee as well as supporting the creation of a risk management system and providing various recommendations to ensure that all operations of the Company meet the objectives as planned. The Internal Audit Department has followed the Standard for the Professional Practice of Internal Auditing as a guideline for its work, which focuses on independent, just, and internationally standardised operations with

high quality auditing work. Therefore, the Company encourages internal audit personnel to take internal audit related certificates i.e. CIA (Certified Internal Auditor), CISA (Certified Information Systems Auditor) and CPIAT (Certified Professional Internal Audit of Thailand). Three of our internal audit personnel have already earned CPIAT. Furthermore, an adequate training program specially designed for each individual internal audit personnel is provided continuously. In addition, according to an independent auditor who certified the Company's financial statements for the year 2017, there was no weakness in the internal control system which will materially affect the financial statements of the Company.

The following is a summary of the internal control and risk management system of the Company:

#### **Audit Committee**

The Audit Committee responsibility is to consider the sufficiency of the Company's internal control system by continuously reviewing the performance of the Internal Audit Department and the independent auditor. The Audit Committee emphasizes the sufficiency and adequacy of the internal control system and ensures that all operations have complied with the laws, rules, regulations and other relevant policies. The Audit Committee may advice the development of internal control and internal audit system to the Board of Directors. If the Audit Committee has any recommendations or finds any significant error or misconducts, the Audit Committee will discuss with responsible management team and directly report such matters to the Board of Directors for appropriate actions or further improvement.

#### **Internal Audit Department**

STA has appropriately and sufficiently recruited internal audit staffs with the knowledge and experience related to internal audit. Mr. Wittawas Krungtaenmuang serves as a Chief Audit Executive. The internal audit staffs can access all information of the Company without any limitations in order to independently monitor the operation of various units within the Group in accordance with the annual plan as assigned by the Executive Committee or the Audit Committee by using the principles of risk management to make an assessment on the businesses or the working processes, and also give advices and makes recommendations regarding the improvement of internal control to the management of each unit as well as provide operation guidelines to improve effectiveness and efficiency of the Group's business operation.

#### **Management Activity Control System**

The Board of Directors sets the operating goals of the Company by determining the clear core value, vision, mission, as well as business growth and appointing working team to review Key Performance Indicators (KPIs) of each business unit. This is to ensure that the target in terms of financial outcome, operating result, customer satisfaction, etc. of each business unit will be consistently aligned with the Company's goals throughout the organisation. Such control is continuously closely monitored.

#### **Risk Management**

The Board of Directors value the risk management system as a business importance and implement systems for its effectiveness. Risk management committee is responsible to review the policies and oversee the effectiveness of the Company's risk management system. The Board of Directors also consider internal and external circumstance that may cause business at risk and negative impacts, therefore continuous risk assessment and monitoring are required. Each department shall assess its risk and prepare the solution plan. In addition, there is a regular management meeting to evaluate the current situation and select appropriate strategies to cope with any possible risks.

#### Control

The Company clearly determines measures and implementation plans by issuing orders, rules, approval authority, and working procedures for the management and all employees

#### Information and Communication

The Company has various communication networks, via both the Internet and its Intranet. The Internet is a communications channel between the Company and stakeholders such as shareholders, investors, and other external parties. For internal communication within the Group, the Intranet is the key method for correspondence. This ensures efficiency and accuracy of information, and that information is delivered in time to all related parties.

#### Monitoring and Evaluation Systems

The management continuously monitors economic situations to strategically plan business operation under current and future circumstances that may impact organisation's goal. Key Performance Indicator (KPI) report will be conducted in order to closely and timely monitor and evaluate operating performance of organisation.

#### **Risk Reporting**

Daily reports setting out the aggregate amount and cost of raw materials purchased are generated by the managers of each of the Company's rubber processing facilities. In addition, the Company's sales and marketing department also generates a daily sales and inventory report. The senior management team utilises these reports to determine the net position of the Company's sales and cost of goods sold, and hence, the exposure to the various risks

#### **Reviews**

The managers of the Company's rubber processing facilities meet with the procurement and sales and marketing teams on a monthly basis, to prepare the budget (including the targeted monthly production capacities for each of the Company's rubber processing facilities as well as the sales targets for the month). These targets are set after taking into account several factors such as the estimated effective production capacity at each of the rubber processing facilities, the supply of raw materials that the Company is able to acquire, the demand of natural rubber products, the price of natural rubber in the commodities markets and other general economic conditions. Such budgets are then reviewed by the senior management team before they are implemented. Through these monthly budget meetings and the setting of targets, the Company has established procedures which it believes to achieve maximum return on investments within the appropriate risk parameters that are set and revised by the senior management team according to any changing circumstances. For the performance of each business unit, Internal Audit Department has randomly checked the accuracy of important topics in KPI report, especially on main function departments such as procurement department, production department, exporting department, etc.

Following the meeting of the STA Board of Directors no. 1/2018, on 28 February 2018, which was attended by four members of the Audit Committee, the STA Board of Directors, having received information from

the management and relevant staff members, assessed the internal control system and concluded that by assessing the internal control system of the Company in five elements, which are organization and the control environment, risk management assessment, control of the operation of the management activities, information and communication, and monitoring system activities. The STA Board of Directors was of the opinion that the Company has a sufficient and appropriate internal control system with adequate personnel to effectively monitor the system and the operation of subsidiaries. Neither the opinion of the independent directors nor the Audit Committee differs from the opinion of the STA Board of Directors with regard to internal control. However, the Audit Committee has emphasized the strict implementation of Good Corporate Practice of the Company in order to comply with the regulations of the Capital Markets Supervisory Board, the SET, and the SEC to ensure that the operation of the Company is conducted in the most transparent and effective manner possible.

In addition, the meeting of the Audit Committee of STA no. 1/2018, on 27 February 2018, made an assessment of the internal control system of the Company and was of the opinion that the internal control of the Company was adequate and appropriate.

Regarding the monitoring and supervision of the subsidiaries of STA, the Directors of STA will serve as directors of the subsidiaries and associates and may from time to time nominate the Company's representatives to serve as directors of the subsidiaries. The Internal Audit Department of the Company is assigned to audit the sufficiency of the internal control of the subsidiaries and reports its findings to the Audit Committee in order for the Company to be able to effectively control and monitor the internal control operation of the subsidiaries.



Throughout three decades that Sri Trang Group has been operating, the Company has placed importance to every step of our business growth along with promoting economically, socially and environmentally care through various projects and social activities. we always adjust our strategy and develop our business operation towards the changed circumstance to become the sustainable rubber producer in the industry.

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## CORPORATE SOCIAL RESPONSIBILITY ("CSR")

Throughout three decades that Sri Trang Group has been operating, the Company has placed importance to every step of our business growth along with promoting economically, socially and environmentally care through various projects and social activities. Moreover, we have followed a framework of good corporate governance on par with corporate social responsibility, which enabled us to grow along with the community and society. The Company has realised and placed importance to produce quality products with the environmentally-friendly production process, together with promoting a fair system for raw material procurement and maintaining a well-accepted and trusted trading standard for farmers, suppliers, and clients. In addition, we have realised all dimensions of an impact which may affect stakeholders, including shareholders, employees, clients, trade partners, communities, and government agencies. Besides, the Company listens to communities and employees in order to improve the organization. We strive to building perception and corporate culture so that our employees as part of Sri Trang family can share social responsibility with the society where they live. More importantly, we always adjust our strategy and develop our business operation towards the changed circumstance to become the sustainable rubber producer in the industry.

#### **Social Responsible Policy**



#### Good Corporate Governance

The Company has been dedicated to good corporate governance practices focusing on the pertinent structure of the Board of Directors, management, and shareholders to create a competitive advantage with consideration to other stakeholders, society and community as a whole, which will build growth and create value to shareholders in the long run.



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#### Responsibility to Supply Chain

The Company has extended its operations to cover the whole supply chain starting from rubber plantations to the production of finished products. It is our top priority to ensure our rubber products are of the highest quality and cater the requirements of the downstream products. Therefore, we focus more on producing the quality product, providing effective services, sincerely managing complaints from customers, and timely fixing weakness and problems, which may result from production and/or service, with an aim of being the trustful partner.

Our responsibility for managing the supply chain covers

**Rubber farmers and rubber dealers :** Our Group is strived for fair, transparent, clear principles, and accountability procurement of natural rubber which is the main raw materials for our production. We also encourage rubber farmers to produce high quality of rubber without contamination and to properly store the rubber so that the quality of raw materials will meet our factory's standard. Moreover, we support rubber farmers with knowledge to properly operate rubber plantations in order to increase yield which will in turn increase their revenues as well as sustainable quality of life.

**Customer :** Our Group is committed to producing high quality products and provide good services to create the highest satisfaction for the customers. We sincerely handle complaints from customers and promptly improve and correct flaws that might be caused from productions and/or services to create the highest effective and efficient production.



#### Environmental Friendly and Safety Operation

As our business is directly related to the nature and environment, we strictly adhere to be compliance with environmental practices by implementing the effective environmental management systems. We have also set up procedures to prevent and minimise the environmental impacts caused by different activities from our Group and in compliance with relevant laws and regulations. Furthermore, we aim to develop and promote more green areas in our factories to retain moisture, increase fresh air, and reduce unfavorable odors from production process. In addition, we have reduced the use of chemicals, which might affect the environment and communities in the long run in rubber plantation and the production of NR products as well as our finished products. In addition to our environmental-friendly production and being aware that we are a part of the community, we have followed the practice guidelines to preserve and maintain the ecological environment and clean surrounding communities which will not only create pleasant community but also support the smoothness of our business operation in the long term.

In terms of health & safety, our Group has fully complied with laws, regulations and other relevant requirements. We have provided training, set up adequate and effective health & safety procedures in our workplaces, and created a safe working environment for employees, contractors, and the other related parties.



#### Engagement with Transparency

The Company believes that operating business with fairness and ethics, complying with laws, and respecting the rules of society would ultimately build the confidence of all stakeholders and reduce any potential conflict of interests which will benefit business operation of the Company in the long run. We have also encouraged all of our employees to work with integrity and adhere to business ethics. Employees should not exploit benefits that may cause conflict of interests to the Company and its stakeholders and should not improperly indulge the business operation. We also have a policy to prevent any kind of corruptions by establishing standards of transparent business operation which will benefit the organisation and rubber industry in the long run.



#### Nurture Sustainability Attitudes Towards Organization

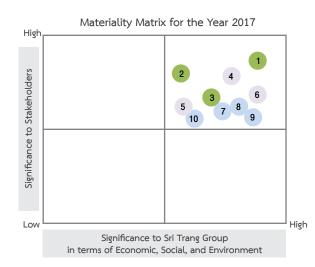
The Company believes that effective and sustainable CSR practices are rooted from the awareness of every employee in any departments. They need to have positive attitudes to follow the policies and have mindset of being responsible to society and other related parties. Our people also volunteer to participate in the community development and the improvement of quality of life of our business partners. Moreover, they have cooperated to change their working behaviors and daily lifestyle in line with environmental protection guidelines, energy reduction program and enhancement of the operational effectiveness.



We have promoted and supported staffs to devote themselves for social activities, for example, to volunteer and participate in any activities for better community, alleviate natural disaster victims with ultimate hope to sustainably create a benevolent and careful society.

We have prepared a sustainability report based on the SET's 8 principles on corporate social responsibility and the Global Reporting Initiatives (GRI) covering the period from 1 January 2017 to 31 December 2017. The Content includes sustainability assessment on the Company, the stakeholders, management procedures, as well as the results of Economic, Social and Environment performances. In 2017, we also adopt the Sustainable Development Goals: SDGs to compass driving our organization in relevant to the international sustainable development goals.

Our Sustainable Development has considered and reviewed the 10 materiality issues and divided by the level of significance as shown in the Materiality Matrix 2017 below;



#### Significant Issue for the Year 2017

| Economic   | 1. Economic Performance           |
|------------|-----------------------------------|
|            | 2. Anti-corruption                |
|            | 3. Indirect Economic impact       |
| Social     | 4. Employment                     |
|            | 5. Occupational Health and Safety |
|            | 6. Local Communities              |
| Enviroment | 7. Energy conservation            |
|            | 8. Emissions                      |
|            | 9. Water                          |
|            | 10. Effluents and weste           |

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#### **Our CSR Activities in 2017**



#### Economic Aspect

- Strengthen and develop relationship with traders and business partners in all aspects sustainably;
- Participate in developing a sustainable growth of natural rubber industry with trade partners, government agencies, related private sectors, and rubber farmers;
- Promote a free trade of raw material supply with transparent and trustful information; •
- Develop careers for rubber farmers by ways of producing quality raw materials; .
- Promote cooperative and community business in order to increase the flow of • economy and job creation in the vicinity where our processing facilities are located;
- Build economic strength with the rubber industry via the principle of sustainability •





As a result of these, in 2017, we attained 'Thailand Sustainability Investment 2017' called 'THSI' or 'Sustainable Stocks' awarded by the Stock Exchange of Thailand for three consecutive years as a listed company with outstanding performance on Environmental, Social and Governance (ESG) aspects.

## Social Aspect

 STA campaigned 'Rod Bantook Yang Tid Rang for Happy Society' to persuade our raw material deliverers to install gutters in their trucks in order to protect field rubber spilled on road. This helps create good environment for safe drive and happiness to society.





 STA donated drinking water, dried survival food and bags to people in Kanchanadit, Songkhla, in Huai Yod, Trang, and in Yi-ngo, Narathiwat to help flood victims.



• Rubberland, Burirum branch, held 'Happy Society' activity together with Red Cross Society in Burirum and the members of Red Cross for blood donation.



• STA donated money in 'Kao Kon La Kao' for 11 hospitals in Thailand.



• STA provided examination gloves to many agencies in various occasions e.g. supporting examination gloves to the Thai Red Cross Society.



• Rubberland, Burirum branch, was the host of 'Sri Trang Cups: 3rd Chor Sri Trang Games' at the sport of Muangtalongpittayasun School, Amphoe Prakhon Chai, Burirum. In this event, there were male football, female volleyball, happy sports as well as parade and cheerleaders prepared by STA Group.



• Rubberland, Bueng Kan, signed the MoU to develop skilled labors which have been shortage in the province. In this project, there were three curriculums from 100 participants.



• STA, Thung Song branch, welcomed students and lecturers from Southern College of Technology (S-TECH) and provided the information about our production process, quality control, safety, and environmental management system in our factory so that these students shall apply this experience into practice.

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# Environmental Aspect

• STA Group, 30 branches in Thailand, held 'Green Factory Creating Value for the Future of Thai's Rubber' to state our intention to push our organization towards Green Rubber Company in order to develop natural rubber industry sustainably.







• STA Group attained the certificate and trophy of Eco Industrial Development Enhancement, awarded by Department of Industrial Works, which demonstrated our intention towards being green factory.

• STA and Prince of Songkla University jointly signed the MOU on research and development of innovative natural rubber in order to develop strong and sustainable natural rubber industry. • STA, Phitsanulok, Sa-Kaeo, Kalasin branches, received the certificates as an organization passing criteria of Good Environmental Governance awarded by the Ministry of Industry.





STA has announced our intention over the anti-corruption in Social Responsibility Policy under the topic of adherence to business transparency and Business Morality in relevant to Business Partners and Competitors including establishing the Whistleblowing Policy. In 2014, the Company has announced the Anti-Corruption Policy, communicated to employees at all levels and published on www.sritraggroup.com under the Corporate Governance section, Anti-Corruption Policy.

In 2017, STA signed a declaration of intention to join a Collective Action Coalition of Thailand's private sector for the anti-corruption and proclaimed its intention against corruption.

Details of the action plan on corporate social responsibility can be reached from the full CSR report of 2017 at www.sritraggroup.com.



## **CAPITAL STRUCTURE**

#### Information on Share Capital and Shareholding of STA

as of 1 February 2018

#### **Share Capital**

| Authorised Share Capital               | : | Baht 1,536,000,000   |
|--|---|--|
| Issued and fully paid-up Share Capital | : | Baht 1,535,999,998 (representing 1,535,999,998 ordinary shares |
|  |   | with a par value of Baht 1 each)                               |
| Class of Shares                        | : | Ordinary shares with a par value of Baht 1 each                |
| Voting Rights                          | : | One vote per share   |

### Distribution of Shareholdings as of 1 February 2018

| Size of Shareholdings                                 | Number<br>of Shareholders | %      | Number<br>of Shares | %      |
|---|---------------------------|--------|---------------------|--------|
| 1 – 999   | 1,999                     | 13.41  | 661,213             | 0.04   |
| 1,000 - 10,000  | 8,143                     | 54.61  | 34,321,580          | 2.23   |
| 10,001 - 1,000,000                                    | 4,662                     | 31.27  | 289,430,647         | 18.84  |
| 1,000,001 - 10,000,000                                | 88                        | 0.59   | 291,175,921         | 18.96  |
| 10,000,001 – less than 5% of paid-up share<br>capital | 17                        | 0.11   | 411,907,999         | 26.82  |
| More than 5% of paid-up share capital                 | 2                         | 0.01   | 508,502,638         | 33.11  |
| Total   | 14,911                    | 100.00 | 1,535,999,998       | 100.00 |

Note : Includes shareholders holding through CDP

#### **Free Float**

Based on information available to the Company, approximately 54.29% of the Company's shares are held in the hands of the public as of 1 February 2018.

#### **Top Ten Largest Shareholders of STA**

Top ten largest shareholders<sup>1</sup> of STA as of 1 February 2018, are as follows:

| No. | Name   | No. of Shares | %     |
|-----|--|---------------|-------|
| 1   | Sincharoenkul family <sup>2</sup>                          | 355,448,553   | 23.14 |
| 2   | STH  | 343,790,629   | 22.38 |
| 3   | Thai NVDR Co., Ltd   | 59,638,158    | 3.88  |
| 4   | CITIBANK NOMS S'PORE PTE LTD                               | 45,215,500    | 2.94  |
| 5   | Thai R.T.N. Holding Co., Ltd.                              | 35,300,000    | 2.30  |
| 6   | Provident Fund - K Master Pooled Fund                      | 29,809,460    | 1.94  |
| 7   | CITIGROUP GLOBAL MARKETS LIMITED-PB CLIENT-NRBS COLLATERAL | 26,378,735    | 1.72  |
| 8   | UOB Kay Hian Private Limited                               | 22,338,090    | 1.45  |
| 9   | STATE STREET EUROPE LIMITED                                | 18,285,541    | 1.19  |
| 10  | Ms. Suwanna Kovitsophon                                    | 16,750,000    | 1.09  |
|     | Total  | 952,954,666   | 62.03 |

Note: 1) Information obtained from TSD and CDP2) Details of shareholding of Sincharoenkul family;

| No. | Name                          | No. of Shares | %     |
|-----|-------------------------------|---------------|-------|
| 1   | Mr. Viyavood Sincharoenkul    | 164,712,009   | 10.72 |
| 2   | Ms. Lee Joyce Shing Yu        | 33,174,890    | 2.16  |
| 3   | Mr. Veerasith Sinchareonkul   | 27,671,747    | 1.80  |
| 4   | Mr. Vitanath Sincharoenkul    | 27,024,000    | 1.76  |
| 5   | Mr. Vitchaphol Sincharoenkul  | 25,500,000    | 1.66  |
| 6   | Mr. Kitichai Sincharoenkul    | 15,632,440    | 1.02  |
| 7   | Mrs. Voradi Sincharoenkul     | 13,936,264    | 0.91  |
| 8   | Mrs. Promsuk Sinchareonkul    | 10,950,000    | 0.71  |
| 9   | Mr. Paul Sumade Lee           | 10,814,399    | 0.70  |
| 10  | Mr. Boonyachon Sincharoenkul  | 7,315,080     | 0.48  |
| 11  | Mr. Somwang Sincharoenkul     | 5,913,305     | 0.38  |
| 12  | Ms. Navara Sincharoenkul      | 4,614,000     | 0.30  |
| 13  | Mrs. Vanida Sincharoenkul     | 3,941,744     | 0.26  |
| 14  | Ms. Vannisa Sincharoenkul     | 2,118,694     | 0.14  |
| 15  | Mrs. Duangjai Sincharoenkul   | 2,032,661     | 0.13  |
| 16  | Ms. Punchita Rojjanaphatranan | 97,320        | 0.01  |
|     | Total                         | 355,448,553   | 23.14 |

There is no acting in concert person and no person who is specified under section 258 of the SEC Act.

Note: 3) STA has no shareholding agreement between major shareholders affected issuing and offering securities or management of STA.

#### **Interest of Directors and Executives**

As of 31 December 2017, the directors and executives of STA had the following interests in the ordinary STA shares as follows;

| Name                           | Position   | Number of<br>Shares on<br>1 January<br>2017 | Number<br>of Shares on<br>31 December<br>2017 <sup>(1)</sup> | Increase<br>(decrease)<br>during Year<br>of 2017 | Percentage<br>of Shares<br>on<br>31 December<br>2017 |
|--------------------------------|--|---|--|--|--|
| Mr. Viyavood<br>Sincharoenkul  | Chairman and<br>Managing Director                          | 135,660,070                                 | 164,712,009  | 29,051,939                                       | 10.72  |
| Spouse and minor child         |  | 9,000,000                                   | 10,950,000   | 1,950,000  | 0.71   |
| Mr. Chaiyos<br>Sincharoenkul   | Director   | 7,410,825                                   | 8,997,521  | 1,586,696  | 0.59   |
| Spouse and minor child         |  | -   | -  | -  | -  |
| Mr. Kitichai<br>Sincharoenkul  | Director and Group<br>Manager of Legal &<br>Administration | 12,902,000                                  | 15,632,440   | 2,730,440  | 1.02   |
| Spouse and minor child         |  | 3,246,500                                   | 3,941,744  | 695,244  | 0.26   |
| Mr. Paul Sumade Lee            | Director and Chief<br>Marketing Officer                    | 8,906,955                                   | 10,814,399   | 1,907,444  | 0.70   |
| Spouse and minor child         |  | 27,604,075                                  | 33,174,890   | 5,570,815  | 2.16   |
| Mr. Veerasith<br>Sinchareonkul | Director   | 22,791,000                                  | 27,671,747   | 4,880,747  | 1.80   |
| Spouse and minor child         |  | -   | -  | -  | -  |
| Mr. Patrawut Panitkul          | Director and CFO –<br>Natural Rubber<br>Business           | 0   | 0  | 0  | 0  |
| Spouse and minor child         |  | 0   | 0  | 0  | 0  |
| Mr. Li Shiqiang                | Director   | 1,414,900                                   | 1,907,300  | 492,400  | 0.12   |
| Spouse and minor child         |  | 0   | 0  | 0  | 0  |
| Mr. Chalermpop<br>Khanjan      | Director and Chief<br>Operating Officer                    | 0   | 0  | 0  | 0  |
| Spouse and minor child         |  | 0   | 0  | 0  | 0  |

| Name  | Position   | Number of<br>Shares on<br>1 January<br>2017 | Number<br>of Shares on<br>31 December<br>2017 <sup>(1)</sup> | Increase<br>(decrease)<br>during Year<br>of 2017 | Percentage<br>of Shares<br>on<br>31 December<br>2017 |
|---|--|---|--|--|--|
| Mr. Prakob Visitkitjakarn                   | Vice Chairman,<br>Chairman of Audit<br>Committee, and<br>Independent<br>Director | 450,060                                     | 539,910  | 89,850   | 0.04   |
| Spouse and minor child                      |  | 17,940                                      | 21,528   | 3,588  | 0.001  |
| Mr. Kriang Yanyongdilok                     | Audit Committee<br>Member and<br>Independent<br>Director                         | 0   | 0  | 0  | 0  |
| Spouse and minor child                      |  | 0   | 0  | 0  | 0  |
| Mr. Samacha Potavorn                        | Audit Committee<br>Member and<br>Independent<br>Director                         | 0   | 0  | 0  | 0  |
| Spouse and minor child                      |  | 0   | 0  | 0  | 0  |
| Ms. Anusra<br>Chittmittrapap <sup>(2)</sup> | Independent<br>Director  | 0   | 0  | 0  | 0  |
| Spouse and minor child                      |  | -   | -  | -  | -  |
| Ms. Prapai Srisutipong                      | Group Manager of<br>Procurement  | 260,500                                     | 312,600  | 52,100   | 0.02   |
| Spouse and minor child                      |  | 0   | 0  | 0  | 0  |
| Mr. Arsom Aksornnam                         | Group Manager of<br>Production   | 0   | 0  | 0  | 0  |
| Spouse and minor child                      |  | 3,500                                       | 3,500  | 0  | 0.0002   |
| Mr. Chaidet Pruksanusak                     | Group Manager of<br>Quality Assurance  | 0   | 0  | 0  | 0  |
| Spouse and minor child                      |  | 0   | 0  | 0  | 0  |
| Mr. Rattapong Laparojkit                    | Group Manager of<br>Technical  | 60,500                                      | 72,600   | 12,100   | 0.005  |
| Spouse and minor child                      |  | 0   | 0  | 0  | 0  |

| Name                           | Position   | Number of<br>Shares on<br>1 January<br>2017 | Number<br>of Shares on<br>31 December<br>2017 <sup>(1)</sup> | Increase<br>(decrease)<br>during Year<br>of 2017 | Percentage<br>of Shares<br>on<br>31 December<br>2017 |
|--------------------------------|--|---|--|--|--|
| Mr. Phanlert<br>Wangsuphadilok | Group Manager of<br>Technical                            | 0   | 0  | 0  | 0  |
| Spouse and minor child         |  | 0   | 0  | 0  | 0  |
| Mr. Udom Pruksanusak           | CEO - Plantation   | 10,000                                      | 12,000   | 2,000  | 0.001  |
| Spouse and minor child         |  | 0   | 0  | 0  | 0  |
| Ms. Nuchanart Chaiyarat        | Group Manager of<br>Human Resource                       | 0   | 0  | 0  | 0  |
| Spouse and minor child         |  | -   | -  | -  | -  |
| Ms. Thanawan<br>Sa-ngiamsak    | VP Business<br>Development<br>& CFO – Gloves<br>Business | 0   | 0  | 0  | 0  |
| Spouse and minor child         |  | 0   | 0  | 0  | 0  |
| Total                          |  | 235,138,825                                 | 278,764,188  | 43,625,363                                       | 18.15  |

Note: (1) On 16 October 2017, STA increased its registered capital from Bath 1,280,000,000 to Baht 1,535,999,998, divided into 1,535,999,998 shares.

(2) Ms. Anusra Chittmittrapap was appointed as an Independent Director regarding to the resolution of the Board of Directors' meeting no. 6/2017 in replacement of Mr. Neo Ah Chap who resigned from this position on 24 August, 2017.

The Company Board of Directors has specified the reporting policy in regard of the interest of directors and executives in order to monitor the interest of directors and executives or their related persons in relation to the business operation of the Company or subsidiaries. The reporting policy is as follows;

- First time report when at an appointment as a director or executive.
- Report at any time when there is any change in interest.
- Report at the end of each year.

The directors and executives shall report their interests to a company secretary. The company secretary, thereafter, shall report such interests to the chairman and the chairman of audit committee within 7 days from the date that the company secretary receives a report from the directors or executives. The acquisition of shares of the directors and executives shall be presented to the Company's Board of Directors for their acknowledgement every quarter.

#### **Debentures**

On 31 December 2017, there were 2 series -- 3 tranches -- STA outstanding debentures, totaling principal of Baht 2,865,000,000 as follows:

1) Debenture of Sri Trang - Agro Industry Public Company Limited no. 1/2556, Tranche 2, due in 2018

|                                | Tranche 2*   |
|--------------------------------|--|
| Offering to                    | Institutional and High Net Worth Investors                                       |
| Type of Debentures             | Unsubordinated and unsecured debentures with a debenture holders' representative |
| Principal amount of Debentures | Baht 600 million   |
| Interest rate                  | Fixed interest rate at 4.50% per annum   |
| Interest Payable               | Semi-annually  |
| Term                           | 5 years  |
| Maturity Date                  | 13 February 2018   |
| Credit Rating                  | A- / Stable by Tris Rating Co., Ltd.   |

Note\*: STA has fully repaid the holder of Tranche 2 of the debenture according to the maturity date.

2) Debenture of Sri Trang - Agro Industry Public Company Limited no. 1/2016

|                                | Tranche 1   | Tranche 2   |
|--------------------------------|---|---|
| Offering to                    | Institutional and High Net Worth<br>Investors                                       | Institutional and High Net Worth<br>Investors   |
| Type of Debentures             | Unsubordinated and unsecured debentures without a debenture holders' representative | Unsubordinated and unsecured<br>debentures without a debenture<br>holders' representative |
| Principal amount of Debentures | Baht 810 million  | Baht 1,455 million  |
| Interest rate                  | Fixed interest rate at 2.55% per annum  | Fixed interest rate at 3.10% per annum  |
| Interest Payable               | Semi-annually   | Semi-annually   |
| Term                           | 3 years   | 5 years   |
| Maturity Date                  | 18 May 2019   | 18 May 2021   |
| Credit Rating                  | A- / Stable by Tris Rating Co., Ltd.  | A- / Stable by Tris Rating Co., Ltd.  |

On 27 October 2017, Tris Rating Co., Ltd. assigned BBB+ / Stable rating for STA and the issued debentures.

## **DIVIDEND POLICY**



#### **Dividend Policy of STA**

STA has the policy to pay dividends of approximately 30% of net profits as reported in the stand-alone financial statements of each financial year, but not in excess of retained earnings. In determining the amount of each dividend payment, the Board of Directors considers a range of factors, including the financial position, operating results and cash flows of STA; the ability of the subsidiaries, associates and joint venture entities to make dividend payments to STA; the expected working capital required to support STA's future growth plan as well as the overall economic climate and other external factors that the Board believes could potentially have an impact on the business operations of STA.

#### **Dividend Policy of the Subsidiaries**

Dividend payments by the subsidiaries are approved by the Board of Directors of each subsidiary and must then be approved by the shareholders during the shareholders' meeting. In determining the amount of dividends to be paid, the Board of each subsidiary considers the operating results, financial position and capital requirements of each subsidiary. Payments must also be made in compliance with the Articles of Association and other constitutional documents of each subsidiary. RELATED PARTY TRANSACTIONS AND INTERESTED PERSON TRANSACTIONS

The material related party transactions that were disclosed in the notes to the financial statements of STA and the interested person transactions that were not disclosed in the notes to the financial statements of STA for the financial year ended 31 December 2016 and 31 December 2017 are as follows:

| Opinion(s) of the Audit<br>Committee  | Since STA's plantation<br>mature for tapping was<br>still small, it is better to<br>control STA logistic and<br>administrative costs by<br>selling field latex to Pruksa<br>Rubber Co., Ltd. at the<br>reasonable price set by STA<br>procurement team.  |
|---|--|
| Necessity / Reasonableness of<br>the Transaction                                    | STA sold field latex to Pruksa<br>Rubber Co., Ltd. because<br>STA did not have in-house<br>logistic service team, and<br>Pruksa Rubber Co., Ltd.<br>purchased the field latex<br>right at STA's rubber<br>plantation. This provided<br>administrative, distribution<br>and labor cost savings to<br>STA. The selling price of field<br>latex was the price set by<br>STA procurement team on a<br>daily basis. |
| Value of Transaction<br>(Million Baht)<br>Consolidated<br>Jan-Dec 2016 Jan-Dec 2017 | 3.74   |
| Value of<br>(Mill<br>Consolidate<br>Jan-Dec 201                                     | 3.24   |
| Type of<br>Transaction  | 1.1 STA • Sales of field latex   |
| Relationship  | The Executives officer of 1.1 STA<br>STA, Mr. Udom Pruksanusak<br>and siblings, hold more<br>than 50% of the shares in<br>Pruksa Rubber Co., Ltd.<br>Mr. Udom Pruksanusak is<br>the authorized signatory<br>of Pruksa Rubber Co., Ltd.   |
| Related Parties   | 1. Pruksa Rubber<br>Co., Ltd.  |

| Related Parties | Relationship | Type of<br>Transaction  | Value of Transaction<br>(Million Baht) | ansaction<br>I Baht)         | Necessity / Reasonableness of<br>the Transaction  | Opinion(s) of the Audit Committee  |
|-----------------|--------------|---|--|------------------------------|---|--|
|                 |              |   | Consolidated<br>Jan-Dec 2016           | Consolidated<br>Jan-Dec 2017 |   |  |
|                 |              | <ul><li>1.2 Nam Hua<br/>Rubber</li><li>Purchase of<br/>field latex</li></ul>  | 75.03                                  | 46.27                        | Nam Hua Rubber purchased<br>field latex from Pruksa<br>Rubber Co., Ltd. because the<br>rubber plantations of Pruksa<br>Rubber Co., Ltd. were located<br>close to the factory and the<br>purchasing center of Nam<br>Hua Rubber. Moreover,<br>Pruksa Rubber Co., Ltd. was<br>capable to supply rubber of<br>the quality and quantity as<br>required by Nam Hua Rubber.<br>The purchase price of the<br>field latex was at the price<br>that the Group made an<br>announcement to suppliers<br>in front of its factory. | Nam Hua Rubber required field<br>latex as a raw material for the<br>production of Concentrated<br>Latex. The purchase price was at<br>the market price determined<br>daily by the procurement<br>department of the Group for the<br>purpose of purchasing raw<br>materials from other suppliers. |
|                 |              | <ul><li>1.3 Startex</li><li>Rubber</li><li>Sales of<br/>field latex</li></ul> | 0.76                                   | 0.95                         | Startex Rubber sold field<br>latex to Pruksa Rubber Co.,<br>Ltd. The selling price was<br>based on market price.  | The selling price that Startex<br>Rubber sold field latex to Pruksa<br>Rubber Co., Ltd. was based on<br>market price similar to other<br>customers.  |

| Related Parties  | Relationship   | Type of<br>Transaction   | Value of Transaction<br>(Million Baht) | ansaction<br>  Baht)         | Necessity / Reasonableness of<br>the Transaction   | Opinion(s) of the Audit Committee  |
|--|--|--|--|------------------------------|--|--|
|  |  |  | Consolidated<br>Jan-Dec 2016           | Consolidated<br>Jan-Dec 2017 |  |  |
| 2. Mr. Somwang<br>Sincharoenkul  | Father of:<br>• Mr. Viyavood<br>Sincharoenkul,<br>Chairman and<br>Managing Director of<br>the Company<br>• Mr. Kitichai<br>Sincharoenkul,<br>Director of the<br>Company<br>Grandfather of :<br>• Mr. Veerasith<br>Sincharoenkul,<br>Director of the<br>Company | Honorary<br>Adviser  | 5.14                                   | 5.14                         | Mr. Somwang Sincharoenkul<br>has been engaged as<br>Honorary Adviser for the<br>Company and advised the<br>Company on goal & vision,<br>business plans, investment<br>plans, operational policy,<br>raw material supply strategies,<br>procurement, and engagement<br>strategy with communities,<br>local authorities and<br>government agencies. The<br>remuneration was Baht<br>428,000 per month or Baht<br>5,136,000 per vear for 2 years<br>period starting from May<br>2016 to May 2018. | There was no comparable basis<br>available in the market for such<br>invaluable advice Mr. Somwang<br>Sincharoenkul provided for the<br>Company. Nevertheless, the<br>remuneration was considered<br>appropriate considering the<br>extensive experience, expertise<br>and time Mr. Somwang<br>Sincharoenkul has contributed<br>to the Company as the Honorary<br>Adviser. |
| <ol> <li>The Board of<br/>Director of<br/>STA and<br/>subsidiaries<br/>consists of:</li> <li>Mr. Viyavood<br/>Sincharoenkul</li> <li>Mr. Chiyos<br/>Sincharoenkul</li> </ol> | Directors of STA<br>and the subsidiaries   | Personal<br>guarantees<br>have been<br>provided on<br>the loans that<br>have been<br>extended to<br>STA and<br>subsidiaries<br>by financial<br>institutions. | 267.00                                 | 267.00                       | Directors of STA and its<br>subsidiaries provided personal<br>guarantees for the loans<br>extended to STA and its<br>subsidiaries by financial<br>institutions as part of loans'<br>requirements.  | Such support complied with the requirements set out in the sponsor support agreement and was made for the benefit of STA and its subsidiaries. The directors acting as guarantors did not charge any fee for providing the personal guarantee.   |

Apart from what were disclosed in "Related Party Transactions", there were no other material contracts entered into by the Company or any of its subsidiaries involving the interests of any director or controlling shareholder which are either still subsisting at the end of the financial year or entered into since the end of the previous financial year.

#### Audit Committee's Opinion on Related Party Transactions

The Audit Committee of STA evaluated and expressed its opinion on the above related party transactions that such transactions were carried out reasonably and were necessary to the business operation of STA.

#### Measures or Procedures for Approving the Related Party Transactions

In the event that STA or its subsidiaries carries out its business with a party who may have a conflict of interest, whether at present or in the future, or have an interest with STA, the Audit Committee will express its opinion regarding the necessity and the reasonableness of the price of such transaction. The Audit Committee will ensure that the terms and conditions of these transactions are consistent with market practice and the prices charged for these transactions compared with third party or market prices. If the Audit Committee is unable to evaluate related party transactions due to lack of expertise in certain areas, STA will arrange an independent expert or the auditor of STA to give an opinion on such transactions. The Board of Directors or Audit Committee or the STA shareholders, as the case may be, will use this opinion from the independent expert as a supplement to form their own conclusion. Those directors who may have an interest in the transaction are prohibited from voting on such transactions. In addition, related party transactions will be disclosed in the notes to the STA's audited or reviewed financial statements.

At present, STA has a pricing policy for its subsidiaries, associates, joint venture entities and related companies as follows:

|  | Pricing Policy   |
|--|--|
| Sales of products and raw materials          | At arm's length as if it was transacted with a third party                           |
| Revenues from services – logistic services   | At arm's length as if it was transacted with a third party                           |
| Revenues from services – management services | At fixed rate pursuant to the contract which is comparable to the market price       |
| Interest income from trade credit            | At arm's length as if it was transacted with a third party                           |
| Rental income                                | At a contract price which had been agreed upon and is comparable to the market price |
| Product purchase                             | At arm's length as if it was transacted with a third party                           |
| Rental and Service Expenses                  | At arm's length as if it was transacted with a third party                           |
| Guarantee                                    | No fee charged   |
| Fixed assets acquisition                     | At arm's length as if it was transacted with a third party                           |

Furthermore, the Board of Directors Meeting resolved to approve in principle business transactions with general trading conditions or supporting normal business transactions with general trading conditions between STA or its subsidiaries and the Directors, Executive Officers or any related parties.

STA and its subsidiaries may purchase raw materials, sell products, provide transportation services or enter into any other transactions between the Directors, Executive Officers or related parties, whether at present or in the future. In this regard, STA authorizes the management to approve such transactions if the purchase price, selling price, transportation fees or other related transactions is not different from the price offered to other customers (market price) and the conditions and commercial terms are the same as those an ordinary person would agree with any party under similar circumstances. The transportation fee shall be the same as the rate of transportation used by the general public. In respect of the transportation fee, the fee will be according to the normal market rate. In addition, STA shall prepare a report on the summary of the transactions every quarter to present to the Board of Directors Meeting or upon the request of the Board of Directors.

#### **Policy on Future Related Party Transactions**

In the event that STA engages in related party transactions in the future, STA will ensure that such transactions are carried out in compliance with the SEC Act, regulations, notifications, orders or rules of the SET. In addition, STA must also comply with the Thai GAAP on disclosure rules related to related party transactions and other requirements as specified by the Institute of Certified Accountants of Thailand and the Company's policy or other relevant laws.

In addition, when STA enters into related party transactions, STA will seek the Audit Committee's opinion on the reasonableness of such transactions. In the event that the Audit Committee is unable to evaluate related party transactions due to lack of expertise in certain areas, the Committee may for arrange an independent expert, such as auditor or independent appraiser, to give opinion on the transactions. The opinion of the Audit Committee or the independent expert will be used by STA's Board of Directors or shareholders, as the case may be, for making a decision to ensure that these related party transactions are carried out without any conflict of interest and for the best interest of all shareholders.

## **RISK FACTORS**



With various economic and industry factors contributing to the challenges of managing the Company's operations, the Board of Directors recognizes that risk management plays a key role in the success and long-term growth of our business operations. In order to comply with the Good Corporate Governance for Listed Companies (CG Code) 2017, the Risk Management Committee has been assigned the duty of systematic risk management in accordance with COSO: ERM (Enterprise Risk Management), together with the relevant standards. Focusing on the four major types of risk, namely strategic risk, operational risk, financial risk and compliance risk, the Company conducts the business with care and diligence to ensure that our vision, mission, objectives and goals are not misdirected. The details of the Company's risk management are shown as follows:

#### **Strategic Risk**

#### 1. Natural Rubber Price Volatility

In general, prices of commodities, including natural rubber, are subject volatility and we, like other participants in the

natural rubber industry, have limited influence over the harvest timing and the fluctuations in prices of natural rubber. The prices of natural rubber and the Natural Rubber Products sold by the Company, like prices of most commodities, are affected by a number of factors, including but not limited to the following:

#### Natural rubber supply and demand

An increase in the supply of natural rubber or a decrease in the global consumption of natural rubber could create a supply surplus, which could, in turn, result in a decrease in average selling prices of the Natural Rubber Products sold by the Company. Additionally, global demand for such products, in particular TSR, is significantly dependent upon the tire manufacturing industry. Our main customers for the Natural Rubber Products are tire manufacturers, both in the emerging markets such as the PRC and India and the leading global tire manufacturing industry, the demand for the Natural Rubber Products that we sell may decrease and our business, financial condition and operating results may be adversely affected;



• Prices of crude oil, energy and oil-based chemicals

Crude oil prices may affect the prices of natural rubber and other input materials such as oil-based chemicals used in rubber processing. In addition, the prices of synthetic rubber usually move in the same direction as crude oil prices, and fluctuations in prices of synthetic rubber usually has an impact on natural rubber prices and demand. Nowadays, there are varieties of synthetic rubber available in the market that can be used as substitutes for natural rubber in the manufacture of some rubberbased finished products. Factors such as increased global demand for rubber, volatility in natural rubber prices, an increase in natural rubber prices when compared to prices of synthetic rubber, risks of supply disruption driven by political events, regional constraints and seasonal supply patterns may lead to an increase in demand for such synthetic rubber substitutes. This may result in decreased demand for natural rubber, which may have a material adverse effect on our business, financial condition and operating results;

#### Currency fluctuations

As natural rubber is traded mainly in US Dollars, any fluctuations in the natural rubber exporting currencies against US Dollars may result in corresponding fluctuations in natural rubber prices in the respective exporting countries; and

#### Speculation

As natural rubber and some of the Natural Rubber Products sold by the Company are traded on various commodity futures exchanges, they are susceptible to price speculation in addition to local and global economic factors.

#### <u>Risk Management</u>

The Company has policies to manage risks related to natural rubber price volatility, including raw material sourcing management in terms of prices and quantities and the use of rubber futures and physical forward contracts when applicable. Such contracts are recorded at their fair value at the date of the statement of financial position. (Please find more details in Note to the Consolidated and Separate Financial Statements under item 8)

#### 2. Operations and Investments in Foreign Countries

We have operations and investments in various countries including Thailand, Singapore, Indonesia, USA, and the PRC, each of which contributing 67%, 26%, 2%, 3% and 2% of total revenues, respectively. Accordingly, we are subject to the risks associated with our business activities in these countries. Our business, financial condition, operating results and prospects may be materially and adversely affected by a variety of conditions and developments in these countries including:

- inflation, interest rates and general economic conditions;
- civil unrest, military conflict, terrorism, changes in political climate and general security concerns;

- changes in legal and regulatory conditions;
- changes in duties payable and taxation rates;
- natural disasters;
- imposition of restrictions on foreign currency conversion or the transfer of funds; or
- expropriation or nationalisation of private enterprise or confiscation of private property or assets.

Should any of the aforementioned risks materialise and we are unable to adapt our business strategies or operations accordingly, our business, financial condition, operating results and prospects may be materially and adversely affected.

#### <u>Risk Management</u>

The Company closely monitors the operating results, performance, economic climate, and changes in the relevant domestic and international laws and regulations to assess opportunities and risks as well as formulate the appropriate strategies to minimize any negative effect on the Company.

#### 3. Dependence upon Services of Key Management

One of the key reasons for the growth of our Group has been our ability to attract and retain a team of experienced professional managers. Our continued success will depend on our ability to retain key management personnel as well as to recruit and train new managers. If members of our senior management are unable or unwilling to continue in their present positions, we may not be able to find their appropriate successors and our business may be adversely affected. In addition, the process of recruiting new managers with the required skills and attributes may be timeconsuming and competitive. We may not be able to attract additional qualified persons to complement our expansion plans. As a result, our business and operating results may be adversely affected.

#### **Risk Management**

The Board of Directors has assigned the Nomination Committee to search for qualified candidates who could potentially assume positions as the Company's directors or executives to ensure that such persons will have the required knowledge, skills and experience to carry out our business strategies. Moreover, the Company has personnel management scheme that includes job rotations, the 'STA Development Program', performance evaluation system, the provision of competitive remuneration and welfare and career advancement opportunities.

#### **Operational Risk**

#### 1. Supply Chain Management

As the world's largest fully integrated natural rubber company, our business operations need to focus on supply chain management, which requires cooperation between internal and external parties. The majority of our dealings with external suppliers relate to the procurement of quality raw materials including unsmoked rubber sheets, cup lump and field latex at reasonable prices. Because we have a great number of suppliers who provide us with raw material of different quality, the raw material management therefore requires an effective procurement system with efficient utilization of resources as well as production that is friendly to the environment and the communities.

#### <u>Risk Management</u>

The Company recognizes the values of effective supply chain management, we have therefore expanded our operations to all levels of the supply chain, from upstream and midstream to downstream. The Company's wide product range, from RSS, TSR, LTX to examination gloves, enables us to diversify our source of income and customers. In 2017, no single customer accounted for more than 10% of our total sales. Moreover, in procurement management, the Company has established an extensive network of raw material procurement and has located processing facilities in various strategic areas in the south, north and northeast of Thailand as well as in Indonesia and in Myanmar for geographical raw material management and production diversification.

#### 2. Production Disruption and/or Production Stoppage

The production processes operated by the Company and the Company's associates and joint ventures require vast amounts of resources, therefore, any natural disaster, force majeure, shortage of labor, severe disruption to the infrastructure such as water supply or electricity, or any other events beyond control of the Company may lead to a significant disruption to or a stoppage of production. Such disruption or stoppage would negatively affect the operations of the Company and the Company's associates and joint ventures.

#### Risk Management

The Company has in place a business continuity plan (BCP) that ensures the continuity of the Company's operations in the event of a contingency or any unforeseen circumstances that could disrupt the business operations. However, having such a plan in place merely ensures that the operations would continue and any damage would be minimal. This does not necessarily mean that in the operations would run as smoothly as they would under normal circumstance. In addition, the Company has all-risk insurance to protect the business from any loss or damage that might result from a natural disaster or any unforeseen circumstance, as well as business interruption insurance to minimize the financial impact that could result from any disruption to operations.

#### **Financial Risk**

#### 1. Exchange Rate Volatility

While our financial reporting currency is Baht and our raw material purchases for the Natural Rubber Products that we produce are transacted in Baht and Indonesian Rupiah, approximately 79.5% of our total revenues are denominated in US Dollars. Fluctuations in the exchange rates between the Baht, Indonesian Rupiah, US Dollars, or other currencies, could adversely affect our business, financial condition and operating results. Any fluctuations in the exchange rates between the Baht, Indonesian Rupiah and Malaysian Ringgit could



adversely affect our price competitiveness in relation to other natural rubber processors from Indonesia and Malaysia. (Please find more details in Note to the Consolidated and Separate Financial Statements under item 5)

#### <u>Risk Management</u>

The Company has attempted to mitigate foreign exchange risks by using financial derivatives to hedge our foreign exchange exposure arising from the purchase and sale of products in currencies other than Baht. Such derivatives are recorded their fair value at the date of the statement of financial position. (Please find more details in Note to the Consolidated and Separate Financial Statements under item 8)

#### 2. Liquidity Risk

The Company's operations require a significant amount of cash, principally in the purchase of raw materials such as unsmoked rubber sheets, cup lump and field latex; the purchase of Natural Rubber Products from third party producers and from our joint venture entity, Thai Tech Rubber, from time to time, to meet customers' demand; and the storage of Natural Rubber Products to facilitate our sales in overseas markets. The working capital cycle for the Natural Rubber Products that we produce, from the purchase of raw materials to the receipt of payment from our customers, is approximately two to four months. In addition, the Company may also require substantial capital expenditure to maintain, upgrade and expand our processing and storage facilities, logistic services and other facilities to keep pace with competitive

developments, technological advancement and changing safety and environmental standards in our industry. We fund our operations principally through cash flow from our operations and short and longterm bank loans.

As of 31 December 2017, we had cash and cash equivalents of approximately Baht 2,242 million and the majority of our total borrowings comprised shortterm borrowings. In the event that we are unable to maintain sufficient cash, generate sufficient revenue from our operations, or obtain or secure sufficient borrowings, we may not have sufficient cash flow to fund our operations and our business and operating results may be adversely affected.

#### <u>Risk Management</u>

The Company has closely monitored liquidity status together with the Company's operating results to ensure that the Company has sufficient cash for the operations, business expansion and loan repayment. Additionally, the Company may increase its registered capital to strengthen the liquidity for operations if necessary.

#### 3. Interest Rate Volatility and Credit Market Risk

As of 31 December 2017, the Company has an aggregate of Baht 29,400 million in bank loans, the majority of which are short-term loans, with interest rates ranging from 1.50% to 10.25% per annum depending on the currency in which the loans are denominated. The movements in the financial markets and interest rates could adversely impact the costs or other terms of our existing financing (Please find more details in Note to the Consolidated and Separate Financial Statements under item 23) as well as our ability to obtain new credit facilities or access the capital markets on favourable terms. A significant increase in our borrowing costs could impair our ability to compete effectively in the industry relative to competitors who may have lower amounts of debt financing.

Currently, the Company has an obligation under the loan agreements prescribed by the financial institution(s) to maintain such as Net Long-Term Debt to EBITDA at no more than 4.5 times. If there is an adverse volatility in natural rubber prices or any other factors that could affect the ability of the Company to maintain such a ratio, the loan agreements may be in default and the Company may be unable to repay the principal and interest to the financial institution(s) in case of early recalling.

#### <u>Risk Management</u>

In considering any loan borrowings or issuance of financial instruments, the Company will conduct an analysis to ensure that such financial instruments would provide benefits to the Company. Moreover, the Company will from time to time adjust business strategies in response any changes in business circumstances. The Company has also established a business unit to closely monitor operating results in order to tackle any problems that may occur in a timely manner.

To maintain the financial ratios as required by financial institutions, we closely communicate with and keep the financial institutions informed of our operational status in any given period. In the event that the Company is unable to maintain the required financial ratio, the Company would request for exemption from the financial institution(s) without triggering the loan default. (Please find more details in Note to the Consolidated and Separate Financial Statements under item 23)

#### 4. Goodwill Impairment Risk

On 15 March 2017, the Company acquired additional shares of Sri Trang Gloves (Thailand) Co., Ltd., representing 50% of paid-in capital, for Baht 6,320 million. As a result of this business acquisition, the Company recognized a goodwill of Baht 2,954 million in its consolidated financial statements. In accordance with the generally accepted accounting principles for business acquisition, the Company is required to assess the fair value of the acquired assets and liabilities as well as the considerations of the shares acquisition. Any difference would be recorded as goodwill or profits from acquiring assets lower than the fair value. Accordingly, assets generating cash including goodwill are required to undertake impairment test on a yearly basis. In case there is the impairment (the carrying value of the business is greater than expected recoverable value), such impairment would adversely affect the profit of the Company. (Please find more details in Note to the Consolidated and Separate Financial Statements under item 37)

#### Risk Management

After the acquisition of the additional shares of Sri Trang Gloves (Thailand) Co., Ltd., the Company has continuously expanded its production capacity and implemented various business strategies to strengthen its competitiveness and increase its profitability in the long run.

#### **Compliance Risk**

#### 1. Legal and Compliance Risk

The Company's operations in Thailand and in other countries are subject to the various relevant laws and regulations. Any incompliance with any such laws or regulations could negatively impact the Company's reputation and result in punishment and/or fine or loss of opportunity as well as other relevant costs. Additionally, there is a possibility that these laws or regulations as well as social practices would become more stringent in the future and the Company's operations, financial performance and business opportunities would be negatively affected if the Company should be unable to comply with such laws and regulations.

#### Risk Management

The Company has established a business unit that is responsible for monitoring the amendments of the relevant laws and regulations. The unit will then analyze the impacts on the Company and inform management and employees of significant issues in order to ensure that the Company will carry out the business in compliance with the relevant laws and regulations. In addition, the Company has published internal regulations and established various schemes to ensure compliance with the relevant laws and regulations, such as the Good Corporate Governance and Business Ethics Handbook, the Anti-Corruption Policy and establishment of the whistle-blower system, etc.

#### 2. Government Intervention

In 2017, the Thai Government announced various policies to stabilize natural rubber prices, one of which was the establishment of Thai Rubber Joint Venture Limited. The Rubber Authority of Thailand (RAOT), as representative of the Thai Government, and the 5 major rubber producers and exporters, including Sri Trang Agro-Industry PLC., have jointly invested in this company, which has the objective to engage in the trade of rubber, both domestically and internationally. The Government also introduced various measures to combat low natural rubber prices such as quantity control of natural rubber produced by rubber farmers and governmental agencies, etc.

Since the start of 2018, the governments of three major natural rubber-producing countries, namely Thailand, Indonesia and Malaysia, have imposed a quota of 350,000 tons of rubber exports during January – March 2018. Moreover, in January 2018, the Thai Government approved the inclusion of natural rubber as restricted product under the Ministry of Commerce, which is a supportive measure to allow the Government to deal with depressed natural rubber prices.

Such intervention aims to solve the problem of declining natural rubber prices. However, such measures may cause domestic natural rubber prices to be inconsistent with prices in the global markets, which may impact the cost structure and profits of Thailand's natural rubber exporters. If the Company is unable to pass on the increase in raw material costs to customers and/or suppliers, our profitability may be adversely affected. If the market prices of the Natural Rubber Products sold by the Company become volatile, our business, financial condition and operation results could be materially and adversely affected.



#### <u>Risk Management</u>

The Company carefully manages its operations under the prevailing circumstances, taking account of the intervention by the Government or any other authorities. Having a large number of factories that are located in different strategic locations, both domestically and internationally, also enables us to maintain our competitiveness in the global market.

#### **Risks Relating to an Investment in Our Shares**

## 1. Dividend Risk for the Company's Shareholders of Shares Traded on the SGX-ST

The Company's shares that are traded on the SGX-ST are denominated in Singapore Dollars, while dividends, if any, will be paid in Baht. Shareholders who hold shares traded on the SGX-ST therefore bear currency risk from fluctuations of Singapore Dollars against Baht.

#### Risk Management

In paying dividends to our shareholders of shares traded on the SGX-ST, the Company will set the convertible rate from Baht to Singapore Dollars on the day nearest to the date of dividend payment in order to minimise the exchange rate risk exposure to the shareholders in Singapore.

Note: There are some risks that may be unknown to the Company and other risks that the Company currently considers to be immaterial. These risks could have an impact upon the operations of the Company in the future.

## MANAGEMENT DISCUSSION AND ANALYSIS: MD&A

#### **Financial Result Overview**

In 2017, the natural rubber industry was buffeted by volatility and uncertainties such as the global economic and political situation, the appreciation of Thai Baht, unfavorable weather conditions, and a sharp increase in speculative activities in the futures markets in Tokyo, Shanghai and Singapore. Rubber prices started to move steadily higher from late 2016 and reached a three-year high at 231.6 cent/kg in mid February 2017. However, prices started to go down steadily since then and remained stable from late Q3 to Q4 2017. The average rubber price for 2017 was 164.7 cent/kg, which was higher than 138.4 cent/kg in 2016.

The year 2017 was a year of change as the Company completed the demerger of the associate and joint venture companies from our joint venture partner. As a result, examination gloves have become part of the Company's core businesses since 15 March 2017. By production capacity, the Company's glove business is Thailand's largest and the world's leading producer of gloves. This demonstrates the Company's commitment to operate as a fully integrated natural rubber company and reinforces the Company's position as the world's leading natural rubber company.

In 2017, the Company recorded a total revenue of Baht 89,387.0 million and sales volume of 1,323,823 tons of natural rubber products, representing 10% of global natural rubber consumption, and sales volume of 15,028 million pieces, representing approximately 8% of global glove consumption. However, the Company recorded a loss of Baht 1,437.1 million because of volatility in the natural rubber market.

#### **Extraordinary events**

On 15 March 2017, the Company additionally acquired shares of Siam Sempermed Corp. Ltd. (Subsequently changed its name to "Sri Trang Gloves (Thailand) Co., Ltd." since 16 March 2017) totalling 10,000 shares, increasing from 40.2% to 90.2% of the total shares for Baht 6,320 million. As a result of this business acquisition, the Company has recognised a goodwill of Baht 2,954 million as well as any disputes and lawsuits under the arbitration proceedings, and legal proceedings between the Company and Semperit in any courts and arbitrations have been finally withdrawn or terminated.

On 16 October 2017, the Company registered the increased share capital of 255,999,998 additional shares under the allocation ratio of 5 existing ordinary shares for 1 newly-issued ordinary share with a par value of Baht 1 per share by offering price at Baht 10 per share. The paid-up share capital and premium on share capital totalling Baht 256 million and Baht 2,301 million, respectively.

#### Non-recurring items

In 2017, the Company recorded Baht 463 million of non-recurring income which was insurance claim received from fire accident of PT Star Rubber in Indonesia since October 2016.

Additionally, the Company recorded Baht 539 million of non-recurring items relevant to legal expenses and the demerger between the Company and Semperit which after the completion of the demerger any courts and arbitrations have been finished as well.

| (Unit : THB million)                          | FY 2017    | FY 2016    | %YOY    | Q4 2017    | Q4 2016    | %YOY   |
|---|------------|------------|---------|------------|------------|--------|
| Revenue from sales of goods and services      | 89,387.0   | 77,265.5   | 15.7%   | 19,768.4   | 22,510.5   | -12.2% |
| Cost of sales and services                    | (85,610.6) | (71,852.0) | 19.1%   | (18,393.8) | (20,889.1) | -11.9% |
| Gross profit (loss)                           | 3,776.4    | 5,413.5    | -30.2%  | 1,374.5    | 1,621.3    | -15.2% |
| SG&A  | (5,859.1)  | (5,436.0)  | 7.8%    | (1,332.6)  | (1,952.5)  | -31.7% |
| Other income                                  | 685.5      | 197.5      | 247.1%  | 398.0      | 59.0       | 574.1% |
| Gains (loss) on exchange rate, net            | 561.6      | 6.4        | 8680.6% | 176.3      | (35.5)     | N/A    |
| Other gains, net                              | 147.4      | (985.1)    | N/A     | 112.4      | (1,110.1)  | N/A    |
| Operating profit (loss)                       | (331.8)    | (803.7)    | -58.7%  | 728.5      | (1,417.8)  | N/A    |
| Share of profit (loss) from investments in JV | 129.8      | 402.8      | -67.8%  | 46.6       | 101.5      | -54.1% |
| EBITDA  | 1,650.4    | 794.3      | 107.8%  | 1,325.1    | (983.1)    | N/A    |
| EBIT  | (202.0)    | (400.9)    | -49.6%  | 775.1      | (1,316.3)  | N/A    |
| Finance costs (net)                           | (1,195.9)  | (672.0)    | 78.0%   | (293.3)    | (320.1)    | -8.4%  |
| Income tax (expense)                          | (20.6)     | 283.2      | N/A     | 25.5       | 321.1      | -92.1% |
| Net Profit (loss) for the periods             | (1,418.5)  | (789.7)    | 79.6%   | 507.2      | (1,315.3)  | N/A    |
| Attributed to Owners of the parent            | (1,437.1)  | (758.0)    | 89.6%   | 468.8      | (1,303.1)  | N/A    |
| Attributed to non-controlling interests       | 18.5       | (31.7)     | N/A     | 38.5       | (12.2)     | N/A    |

#### **Income Statement Overview**

#### Revenue

Our revenue from sale of goods and services in 2017 was Baht 89,387.0 million, increased by 15.7% YoY. The revenue from NR business was Baht 79,121.7 million, expanded by 13.8% YoY which was driven by 28.4% growth of average selling price in line with the movement of NR prices in the global market, despite 11.4% decine in sales volume of NR products. Moreover, the revenue from Gloves business was Baht 9,858.7 million, increased by 100.7% YoY.

#### Sales volume

In 2017, our sales volume of NR products amounted to 1,323,873 tons, dropped by 11.4% comparing to the previous year. However, we can maintain the global NR consumption market share at 10% in 2017. The decrease in sales volume was mainly resulted from a decline in sales to China and Singapore due to the negative sentiments of NR price movement rather than demandsupply fundamentals. This, nevertheless, has been partly compensated by an increase in domestic sales which accounted for 10.0% of our sales volume. China still remained our largest market destination at 45.5%, whereby other Asian markets accounted for 24.9% followed by USA and Europe markets at 5.8% and 4.3%, respectively.

Since 15 March 2017 – 31 December 2017, our sales volume of Gloves products was 15,068 million pieces. Assuming STGT's revenue was consolidated since 1 January 2017, the gloves sales volume would be 16,344 million pieces, representing approximately 8% of global glove consumption.

#### **Gross profit**

Our gross profit in 2017 grew 30.2% YoY to Baht 3,776.4 million. The gross profit margin also dropped from 7.0% in 2016 to 4.2% in 2017. However, assuming there was no the allowance for inventory cost in excess of net realisable value of Baht 343.7 million and taking into account the realised gains from heading activities of Baht 201.6 million, our adjusted gross profit margin would have been declined to 4.8% from 6.1% in the previous year. This was due mainly to NR price volatility and an unusual gap between futures and physical markets.

#### **Operating loss**

Operating loss for the year 2017 recovered from the previous year, amounted to Baht (331.8) million in 2017 from (803.7) million in 2016. This has been partially offset by other income from insurance claims received from fire accident of PT Star Rubber in Indonesia since October 2016 amounting Baht 463 million as well we higher gains from exchange rate and gains from rubber derivative financial instruments recovered from loss in the previous year.

Nevertheless, in 2017, selling and administrative expenses (SG&A) increased by 7.8% from the previous year. The increase was due principally to higher cess<sup>1</sup> expenses and partially came from the increase in freight and transportation expenses as rising of oil prices in the global market and freight rate. Meanwhile, the increase of administrative expenses was primarily due to non-recurring items relevant to legal expenses and the demerger between the Company and Semperit amounting Baht 539 million.

| <sup>1</sup> Cess Rate : Jan 16 – Nov 16 : 1.4 Baht/Kg. | Dec 16 – Jan 17 : 2 Baht/Kg.                                     |
|---|--|
| Feb 17 – Mar 17 : 3 Baht/Kg.                            | Apr 17 – Jun 17 : 1.4 Baht/Kg. and Aug 17 - Present : 2 Baht/Kg. |

#### Share of profit from investments in associates and joint ventures

In 2017, the Company received the share of profit from investments in associates and joint ventures amounted to Baht 129.8 million, decreased by 67.8% from the previous year mainly due to the changes in accounting recognition as a result of the demerger since 15 March 2017. However, the profit sharing from the hydraulic hoses joint ventures expanded slightly by 2.7% comparing to the previous year.

#### **Net loss**

Net loss of Baht (1,437.1) million was recorded in 2017, increased from net loss of Baht (758.0) million in 2016. The decline in net profit was primarily as a result of an increase in financial costs from higher interest expenses. In March 2017, there was a borrowing loan to finance the share acquisition in the demerger in the amount of Baht 4,500 million, which has been fully repaid within a specified period by pushing down such loan in an amount of Baht 3,000 million to STGT at the end of 2017.

As of 31 December 2017, the Company recognised an allowance for inventory cost in excess of net realisable value for consolidated financial statements amounting to Baht 343.7 million compared with the reversal of allowance for inventory cost in excess of net realisable value amounting to Baht 453.7 million last year. (Please find more details in Note to the Consolidated and Separate Financial Statements under item 10)

#### **Key Factors Affecting the Company's Operations**

#### 1. Volatility of Natural Rubber Price

US Cent : Kilogram



Daily Price Movement of TSR20 and RSS3 at SICOM

Prices of natural rubber and volatility in the natural rubber market directly affect the Company's revenue and profitability. Natural rubber prices started to go up from late 2016 and reached a three-year high in Q1 2017. The average price of STR20 in Q1 2017 was 209.4 cent/kg, the highest in 2017 and representing a 81.14% increase YOY, as the heavy rainfall that caused flooding in the south of Thailand during the start of 2017 led to a 10% decrease in rubber supply in Q1 2017 compared with the same period in 2016. The timing of the flood happened to coincide with the period when the Company needed to stock up on raw material (the period from November to Febuary of every year) in preparation for the sales during the wintering season, which usually lasts from mid-March until mid-May of every year. This resulted in higher raw material costs for the Company.

The NR price are affected by a number of factors including 1) world economic conditions which directly affected automobile and tire industry, 2) the magnitude of demand & supply of NR, 3) exchange rate fluctuation especially US dollar, Japanese Yen, and natural rubber exporting currencies such as Thai Baht, Indonesian Rupiah, and Malaysia Ringgit as natural rubber is mainly traded in US Dollars, 4) oil price since natural rubber and synthetic rubber, which is derivatives of crude oil, are substitute products and 5) government policy of major NR exporting countries.

#### Price Movement of TSR20 and RSS3 at Singapore Commodity Exchange Limited (SICOM) during 2016-2017

|                                    | RSS3  |       |         | TSR20 |       |         |  |
|------------------------------------|-------|-------|---------|-------|-------|---------|--|
|                                    | 2017  | 2016  | %Change | 2017  | 2016  | %Change |  |
| Q1 Average                         | 254.5 | 131.4 | 93.68%  | 209.4 | 115.6 | 81.14%  |  |
| Q2 Average                         | 204.8 | 165.7 | 23.60%  | 152.8 | 137.5 | 11.13%  |  |
| Q3 Average                         | 180.9 | 167.6 | 7.94%   | 153.7 | 131.9 | 16.53%  |  |
| Q4 Average                         | 159.8 | 192.9 | -17.16% | 143.7 | 167.0 | -13.95% |  |
| Yearly Average                     | 199.8 | 164.9 | 21.16%  | 164.7 | 138.4 | 19.00%  |  |
| Closing price<br>as at 31 December | 160.6 | 224.5 | -28.46% | 146.9 | 193.5 | -24.08% |  |

(Unit : US Cent/Kg.)

#### 2. Foreign exchange rate



Thai Baht : USD

Historical Exchange Rate of Thai Baht against US Dollar

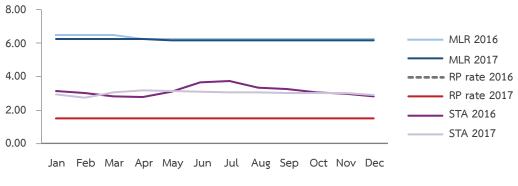
The fluctuations between Thai baht and US Dollars could directly affect our revenues since approximately 79.5% of our total revenues are denominated in US Dollars while our financial reporting currency is in Thai Baht. In order to mitigate this risk, the Group, therefore, uses financial derivatives to hedge our foreign exchange exposures. The mark-to-market of financial derivatives will be recognised as unrealised gain/loss on foreign exchanges.

In 2017, Thai Baht has strengthen against US dollar by 3.8% from an average of 35.12 Baht/US dollar for the year 2016 to 33.77 Baht/US dollar for the year 2017. Nevertheless, our gains on exchange rate increased from Baht 6.4 million in 2016 to Baht 561.6 million in 2017 thanks to undertaking derivative transactions to manage risk of foreign exchange rate.

### 3. Finance costs

The key factors that affect our finance costs are interest rate, NR price, sale volume, business expansion plan, and the movement of currency exchange. Interest expenses for the year 2017 increased from the previous year on account of the rising short-term and long-term borrowings from financial institutions to support raw material purchasing, business expansion, and business acquisition. The Company also had borrowings in foreign currencies namely USD and IDR which, in 2017, our company recorded loss on foreign currencies denominated loans amounted to Baht 39.5 million. Accordingly, overall finance cost increased from Baht 672.0 million in 2016 to Baht 1,196.0 million in 2017, raise 78.0% YoY.

Graph below exhibited our average interest rates during 2016-2017, which were lower than the average Minimum Loan Rate (MLR) of three large commercial banks; Bangkok Bank, Kasikorn Bank, and Siam Commercial Bank and closed to Bank of Thailand's policy rate.



STA Effective Interest Rate vs. Average MLR Rate

### 4. Government Policy

Policies issued by the governments of Thailand and other major rubber-producing countries may benefit or negatively affect the Company's operations. For instance, in 2016, the governments of Thailand, Indonesia and Malaysia, the three major rubber-producing countries, agreed to impose a quota of 615,000 tons on rubber exports during the period from March to August 2016. In 2017, the three governments again imposed a quota of 350,000 tons on rubber exports during the period from January to March 2017. In addition, the Thai government has announced various measures in an attempt to solve the problem of low rubber prices, such as the establishment of the Thai Rubber Fund Company Limited, the promotion domestic consumption of rubber, efforts to reduce supply such as the cutting down of rubber trees and the cessation of rubber tapping, and the inclusion of natural rubber in the list of commodities to be regulated by the Ministry of Commerce. These measures may cause domestic prices of natural rubber to be inconsistent with prices in the global markets.

### **Business Segmentation Analysis**

Revenue breakdown by product segment

|         |          |          | (Darit Mittion) |
|---------|----------|----------|-----------------|
|         | FY 2017  | FY 2016  | % YoY           |
| TSR     | 63,183.1 | 56,133.4 | 12.6%           |
| %       | 70.7%    | 72.6%    |                 |
| RSS     | 9,653.1  | 7,305.3  | 32.1%           |
| %       | 10.8%    | 9.5%     |                 |
| LTX     | 6,285.5  | 6,088.0  | 3.2%            |
| %       | 7.0%     | 7.9%     |                 |
| Gloves* | 9,858.7  | 4,913.0  | 100.7%          |
| %       | 11.0%    | 6.4%     |                 |
| Other** | 406.6    | 2,825.8  | -85.6%          |
| %       | 0.5%     | 3.7%     |                 |
| Total   | 89,387.0 | 77,265.5 | 15.7%           |

(Baht million)

Note: \* In March 2017, Sri Trang Gloves (Thailand) has become our subsidiary (previously it was an joint venture company). The revenues from examination glove products therefore have been recorded in the consolidated financial statement after 15 March 2017 onwards.

\*\* Comprises revenue from (i) the sale of rubber wood and wood packing product (ii) the provision of certain services (such as logistics, research and development and information technology services) to our associates and a joint venture entity as well as other external third parties and (iii) the sale of gloves.

### Technically Specified Rubber (TSR)

Revenue from TSR, which accounted for 70.7% of total revenue, increased 12.6% YoY. The increase in revenue was attributed to a 28.7% increase in ASP, even though sales volume declined by 12.6%.

Due to the volatility in the rubber market, particularly during the first half of 2017, the rubber prices on the global markets did not reflect the movement of the raw material costs. The Company also had to decrease the production capacity for TSR in Q2 2017 in order to maintain a desirable level of gross profit margin, resulted in a 59.1% decline in gross profit from the previous year.

### Ribbed Smoked Sheet (RSS)

Revenue from RSS, which accounted for 10.8% of total revenue, increased 32.1% YoY. The increase in revenue was attributable to a 31.9% increase in ASP, even though sales volume leveled off compared with the previous year due to the stable demand for RSS. However, due to the fact that the selling prices on the futures markets were abundantly higher than the Company's raw material costs, particularly during the floods in the South of Thailand in early 2017, gross profit for RSS increased 115.1% comparing to the previous year.

### Concentrated Latex (LTX)

Revenue from concentrated latex, which accounted for 7.0% of total revenue, increased 3.2% YoY. The increase in revenue was attributable to an 18.1% increase in ASP. Sales volume, however, declined 12.5% YoY. The drop in sales volume resulted from a substantial decrease in sales volume during Q2 2017, when the floods in the South of Thailand in early 2017 cut down supply and the Company was unable to stock up in preparation for the wintering period.

Gross profit for concentrated latex decreased 23.3% YoY as a result of sharply declining rubber prices during the second half of 2017, which induced rubber farmers to produce cup lump or unsmoked rubber sheets rather than latex, as the former two products yield higher prices and can be kept longer.

### Gloves

Revenue from gloves, which accounted for 11.0% of total revenue, increased 100.7% YoY. Sales volume during the period from 15 March 2017 to 31 December 2017 after the acquisition of STGT stands at 15,068 million pieces, while profit margin increased 158.7% comparing to the previous year.

Assuming STGT's revenue was consolidated since 1 January 2017, the gloves sales volume would be 16,344 million pieces, a 9.4% increase YoY. The increase in sales volume was attributed to STGT's extensive sale and marketing network, particularly in China, Asia and Europe. The versatility of rubber gloves, which are suitable for use in a variety of industries in addition the healthcare industry, also contributed to the increase in sales volume.

### **Consolidated Balance Sheet**

### Current assets

Current assets amounted to Baht 28,349.4 million, counted as 47.5% of total assets as at 31 December 2017, dropped by Baht 3,462.5 million or 10.9% comparing to

the previous year. The decrease was due primarily to a drop in inventories of Baht 3,808.0 million in response to the lower NR price at the end of 2017 than that in the previous year which inventories reported in the financial report following the financial reporting standards are stated at the lower of cost and net realisable value (Please find more details in Note to the Consolidated and Separate Financial Statements under item 3 and 10). Moreover, a decrease in trade accounts receivable and other receivables of Baht 880.9 million as a result of a drop in sales volume despite higher average selling price of NR products approximately 28.4% from the previous year which were partially offset by an increase in cash and cash equivalents of Baht 567.3 million and an increase in derivative financial instruments of Baht 243.0 million.

At the end of 2017, our accounts receivable were not yet due or overdue less than 1 month amounted to Baht 6,225.6 million or 98.5% of total accounts receivable while 0.87% total accounts receivable or Baht 55.3 million was overdue by more than 1 year. The allowance for doubtful debts was 0.8% of total accounts receivable.

#### Non-current assets

Non-current assets amounted to Baht 31,358.4 million, counted as 52.5% of total assets as at 31 December 2017, rose by Baht 7,211.7 million or 29.9% comparing to the previous year which primarily consists of an increase in property, plants and equipment of Baht 8,424.2 million (net of depreciation and write-off) for the new factory construction and the expansion of our TSR, LTX and Glove factories. As a result of the demerger, in 2017, the Company recorded a goodwill of Baht 2,953.8 million (2016: nil) and a decrease in investment in associates and joint ventures of Baht 4,459.0 million.

### Current liabilities

Current liabilities amounted to Baht 25,856.5 million, counted as 71.0% of total liabilities as at 31 December 2017, decreased by Baht 6,979.6 million or 21.3% comparing to the previous year. The decrease was primarily came from a drop in short-term and longterm borrowings from financial institutions of Baht 6,624.9 million as the Company fully repaid a borrowing loan to finance the share acquisition in the demerger supported by cash received from increasing share capital together with a decrease in derivative financial instrument recorded as liabilities of Baht 423.7 million.

### Non-current liabilities

Non-current liabilities amounted to Baht 10,574.4 million, counted as 29.0% of total liabilities as at 31 December 2017, rose by Baht 7,363.8 million or 229.4% comparing to the previous year, which was primarily due to an increase in long-term borrowings from financial institutions (net of current portion) of Baht 7,193.1 million as a consequence of pushing down of the abovementioned loan to finance the demerger in an amount of Baht 3,000 million to STGT at the end of 2017.

### Shareholders' equity

Equity rose by Baht 3,365.0 million, or 16.9%, to Baht 23,276.9 million as at 31 December 2017 due mainly to an increase in asset revaluation surplus (net of accumulated depreciation) of Baht 2,752.6 million and an increase in share capital of Baht 2,557.0 million which were partially offset by a decrease in unappropriated retained earnings of Baht 1,870.7 million as net loss in 2017.

### **Research and development (R&D) expenditure**

In 2017, our Group had Baht 16.3 million (including the support from the Government in the amount of Baht 0.35 million) in expenses related to research and development which covers all products sold by the Company, Technically Specified Rubber, Ribbed Smoked Sheets, Concentrated Latex and Examination Gloves. Such expenses went toward the increase in production efficiency and the product quality to satisfy customer demand and sustainable environmental management.

### **Source of Fund**

In 2017, our capital expenditure was Baht 3,196.1 million, principally comprised Baht 1,828.2 million

for new factory construction and capacity expansion of TSR and Baht 656.7 million for Gloves capacity expansion. Our mains source of fund consisted of increasing capital from shareholders as well as shortterm and long-term facilities from financial institutions.

# The ability to service debt and comply with loan covenant

As at 31 December 2017, the Company had borrowings including short-term and long-term loans from financial institutions, debentures and financial leases amounted Baht 32,306.0 million (Please find the details about payment term, interest rate and ending balance in each foreign currencies in Note to the Consolidated and Separate Financial Statements under item 23). Due to the high volatility of natural rubber prices and other related factors, in the Q3 2017, the Company was unable to maintain Net Long-Term Debt to EBITDA at no more than 4.5 times as prescribed under the loan agreements by the financial institution, the Company therefore requested for exemption from the financial institution. Moreover, the Company has from time to time adjusted our business strategies in response any changes in business circumstances. The Company has also established a business unit to closely monitor operating results in order to tackle any problems that may occur in a timely manner. Accordingly, the year ended 2017, the Company could maintain such a ratio as required by the financial institution.

Our net debt to equity ratio was at 1.47 times as of 31 December 2017, dropped from 1.73 times in 2016 principally due to the increase of registered capital in the amount of 255,999,998 additional shares, totalling Baht 2,559,999,980.

### **Financial Ratios**

### Current ratio

Current ratio is calculated by dividing total current assets by total current liabilities. Our current ratio as at 31 December 2016 and 31 December 2017 were 0.97 times and 1.10 times, respectively. The increase in our current ratio was due primarily to the decrease in short-term borrowings and current portions of long-term borrowings from the financial institutions amounted Baht 6,624.9 million.

### Fixed asset turnover ratio

Fixed asset turnover ratio is calculated by dividing sales of goods and services by average property, plant and equipment (net) and rubber and palm plantations (net). As at 31 December 2016 and 31 December 2017, our fixed asset turnovers were 4.58 and 4.12 times, respectively. The decrease of fixed asset turnover ratio came from an increase in our revenues at a lower rate than an increase in average property, plant and equipment due to the capacity expansion as well as rubber and palm plantations.

### Return on assets ("ROA")

ROA is calculated by dividing net profit (parent company) for the year by average total assets. As at 31 December 2016 and 31 December 2017, our ROA were (1.52%) and (2.48%), respectively. The decrease in ROA was due mainly to a higher net loss in 2017.

### Return on equity ("ROE")

ROE is calculated by dividing net profit (parent company) for the year by average total equity. As at 31 December 2016 and 31 December 2017, our ROE were (3.69%) and (6.65%), respectively. Similar to ROA, the decrease in ROE was due mainly to a higher net loss in 2017.

### Debt to equity ratio ("D/E")

D/E is calculated by dividing total debt by total equity. As at 31 December 2016 and 31 December 2017, our D/E were 1.81 and 1.57 times, respectively. The decrease in D/E was as a result of lower short-term borrowings and current portions of long-term borrowings from financial institutions since increasing share capital of the Company.

### **Business Outlook**

### Rubber Industry

|  | 2016   | 2017   | 2018F  |
|--|--------|--------|--------|
| %Global Growth (GDP)                     | 3.2%   | 3.7%   | 3.9%   |
| Advance economies                        | 1.7%   | 2.3%   | 2.3%   |
| Emerging market and developing economies | 4.4%   | 4.7%   | 4.9%   |
| China (world's largest NR consumer)      | 6.7%   | 6.8%   | 6.6%   |
| Vehicle production (mil. Unit)           | 96     | 98     | 101    |
| % change                                 | 4.8%   | 2.4%   | 2.4%   |
| Tire production (mil. Unit)              | 1,842  | 1,887  | 1,966  |
| % change                                 | 4.5%   | 2.4%   | 4.2%   |
| NR consumption ('000 tons)               | 12,587 | 13,028 | 13,336 |
| % change                                 | 3.7%   | 3.5%   | 2.4%   |

Source : IMF WEO Update, January 2018 and The World Rubber Industry Outlook forecasted by International Rubber Study Group (IRSG), December 2017

Demand for natural rubber has been steadily growing, with tire manufacturers which is the main consumers of NR accounting for 70% of overall demand. In 2017, the demand from tire manufacturers increased 3.4%, compared with a 3.9% increase in demand from other sectors, mainly from the glove industry and condom manufacturers. At the same time, rubber supply increased 6.1%, nearly twice the growth of demand. This can be attributed to the fact rubber trees planted during the period from 2010 to 2012, when rubber prices were much higher, could be harvested for the first time in 2017. Another factor that may have contributed to increased rubber supply is that some rubber farmers are inclined to increase the tapping frequency during a period of low prices to make up for lower income.

In 2018, the natural rubber industry is expected to grow in tandem with the global economic recovery. Oil prices, which have started to move up to higher levels since late 2017, are also a positive factor, as synthetic rubber, which can be used as a substitute for natural rubber, is derived from crude oil. Another positive factor is China's Qingdao stocks, which stood at 134,500 tons at the end of 2017, approximately 50,000 tons below the average of the previous seven years. In addition, demand for natural rubber from other sectors is poised to be growing steadily, with demand in 2018 forecast to increase 5.2%, mainly as a result of increased consumption in China and Malaysia.

Since mid 2017 until early 2018, the Thai government has announced various measures to alleviate low rubber prices, for instance, the establishment of Thai Rubber Fund Company Limited; the extension of credit to rubber farmers; the promotion of domestic rubber consumption; efforts to reduce supply such as the cutting down of rubber trees and the cessation of rubber tapping; and the inclusion of natural rubber in the list of commodities to be regulated by the Ministry of Commerce as a preventive measure for the Government to handle low rubber prices in the future.

Furthermore, in a joint effort by the major rubber producers - Thailand, Indonesia and Malaysia - to cut down rubber supply, the Thai government imposed a reduction quota of 350,000 tons of rubber exports for the three-month period from January 2018 to March 2018. Nevertheless, movements of rubber prices in the global markets are also influenced by other factors, such as speculative activities in the futures markets, including SICOM, TOCOM and the Shanghai Futures (SHFE). These factors may cause rubber prices to not always move in the same direction as the fundamentals.

### **Demand & Supply Balance**

| Unit : 000'tons | 2016   | 2017   | 2018F  |
|-----------------|--------|--------|--------|
| NR production   | 12,451 | 13,210 | 13,462 |
| % change        | 1.5%   | 6.1%   | 1.9%   |
| NR consumption  | 12,587 | 13,028 | 13,336 |
| % change        | 3.7%   | 3.5%   | 2.4%   |
| NR Balance      | (136)  | 182    | 126    |

World Natural Rubber production and consumption during 2016 - 2018

### Source: The World Rubber Industry Outlook forecasted by International Rubber Study Group (IRSG), December 2017

IRSG projected global NR demand in 2018 to be 13.34 million tons, increasing 2.4% YoY. The growth will mainly be driven by China, the world's largest consumer of natural rubber. As for NR supply, IRSG forecasted that NR production will grow at the rate of 1.9%, reaching 13.46 million tons in 2018. The largest sources of additional supply volumes will be the CAMAL\* countries, Thailand, India and Vietnam. While supply from Thailand, the world's largest NR producing country, will be curtailed by the decrease in new planting and replanting of natural rubber.



From 2018 onwards, NR supply from new rubber trees is expected to grow at a slower rate as there have been much fewer planting activities since 2011, when prices started to drop to lower levels. Moreover, the prolonged period of low NR prices has induced rubber farmers to switch to other more profitable crops, delay planting/re-planting activities and reduce the tapping frequency. The extended period of low prices has also dampened farmer interest in the rubber industry. Meanwhile, NR demand continues to be healthy, supported by the solid growth of the tire industry. The IRSG therefore anticipates that NR supply surplus in 2018 will hover around 126,000 tons, dropping from 182,000 tons in 2017.

Note : \*the CAMAL countries include Cambodia, Myanmar and Lao PDR.

### Our business strategy and progress of expansion plan

### Upstream Business – 8,000-odd hectares of land already secured for rubber plantations

As of 31 December 2017, Sri Trang Group had obtained approximately 50,000 rai (8,000 hectares) of land suitable for the cultivation of rubber trees in 19 provinces of Thailand. 89% of the lot has already been planted with rubber trees and marginally out of which has been already started to provide yield since 2015. The majority of our rubber plantations are located in the northern and northeastern regions of Thailand. This shall be an advantage for our mid-stream business both for raw material procurement and NR production.

Having our own plantations will help us identify areas where we can potentially set up a new production facility. In the past we decided to set up new processing facilities in five provinces, namely Phitsanulok, Kalasin, Sakaeo, Sakon Nakhorn and Chiangrai following the development of our own rubber plantations in those areas. Moreover, this will increase our sourcing efficiency and make it easier for the Company to gather raw materials in reasonable price which would benefit us in terms of cost control and profitability.

### Midstream Business - moving toward "STA 20"

Going forward, we will continue with the expansion of our production capacity by setting up processing facilities with cutting-edge technology in new strategic locations, for example, in the north of Thailand. With our strong sales, R&D, quality control and CSR teams who are committed to working collaboratively to ensure customers' satisfaction, we are confident that we will be able to achieve a new record in sales volume. As a result, STA will enable to ultimately attain "STA 20," that is, to capture a market share of 20% of global NR consumption.



As of 31 December 2017, Sri Trang Group had a total 36 production facilities, of which 32 are located in Thailand, three in Indonesia, and one in Myanmar. During the year 2017, there were new factories in Chiangrai and Sakonnakorn. Our engineering capacity stood at 2.6\*\* million tons per annum at the end of 2017, decreasing from the previous target of 2.7 million tons per annum due to the fact that capacity expansion of the facilities for concentrated latex was delayed until 2018 and that the newly built facilities were not yet operating fully. Despite that, our engineering capacity remains the highest in the industry.

Note : \*\*The engineering capacity is derived from the specifications certified by the supplier of the processing machinery. Our engineering capacity includes the engineering capacity of Thaitech Rubber Corporation Limited.

# Downstream Business – aiming to rank among the world's top three glove producers

After the completed demerger of the joint venture and associate companies, our shareholding portion in Siam Sempermed Corporation (which is later renamed Sri Trang Gloves (Thailand) Co., Ltd ("STGT") since 16 March 2017) increased from 40.2% to 90.2% of the total shares. As a result of this, we consolidated STGT in the group financial statement since 15 March 2017 onwards.

We intend to capitalise on its competitive advantage over competitors, which is access to high-quality concentrated latex, which is the main raw material for producing gloves. STA will also continue to produce nitrile gloves to satisfy customer demands from all over the world. To that end, STA has increased its production capacity, which is expected to reach 18 billion pieces per annum within 2019 from the existing capacity of 14 billion pieces per annum at the end of 2017.



## THE AUDIT COMMITTEE REPORT

The Audit Committee, appointed by the Board of Directors of Sri Trang Agro-Industry Public Company Limited (the "Company"), consists of 3 independent directors, two-thirds of whom have financial and accounting knowledge, as follows:

- 1. Mr. Prakob Visitkitjakarn Chairman of the Audit Committee
- 2. Mr. Kriang Yanyongdilok Audit Committee member
- 3. Mr. Samacha Potavorn Audit Committee member

The Audit Committee performs its duties and responsibilities as assigned by the Board of Directors of the Company. In the year 2017, the Audit Committee convened a total of 10 meetings. Mr. Prakob Visitkitjakarn and Mr. Samacha Potavorn attended all the meetings while Mr. Kriang Yanyongdilok attended 9 meetings, and, where the agendas were relevant, meetings were also attended by the senior management, the manager of the internal audit department and the auditors. The duties and responsibilities performed by the Audit Committee can be summarized as follows:

- Reviewed the quarterly and year-end financial statements for the year 2017 together with the auditor, the Chief Financial Officer (CFO) and the management to ensure that they are accurate and comply with the generally accepted accounting principles. In determining the accuracy of the financial statements, there were discussions and exchanges of opinion throughout the meetings prior to submitting the financial statements to the executive directors of the Company for approval.
- Considered the internal audit plan and reviewed the results of internal audit conducted by the internal audit department as well as the sufficiency, appropriateness and effectiveness of the internal control system and risk management system.
- Ensured that the Company complied with the relevant laws and regulations and the principles of good corporate governance as well as its Articles of Association and the regulations of the SEC and the SET and that the Company adequately disclosed information.
- Reviewed the entering into and disclosure of related party transactions that may lead to conflicts of interest between the interested parties and the Company and its subsidiaries. The review concluded that the Company complied with all the laws and regulations of the SET regarding related party transactions.
- Submitted the names of the persons to be appointed the Company's auditors and the proposed auditing fees for the year 2018 to the Board of Directors in order to obtain approval from the Company's shareholders during the 2018 Annual General Meeting of Shareholders. In performing this duty, the Audit Committee considered the track record and the independence of the auditors and the appropriateness of the remuneration.

In conclusion, it is the opinion of the Audit Committee that the Company's operations in the past year have sufficient and appropriate internal control system and risk management system, that the financial statements were prepared in accordance with the generally accepted accounting principles and that the Company has complied with all the laws and the regulations of the SEC and the SET relating to its business operations. In the performance of its duties the Audit Committee were accorded full independence and discretion and there were no limitations on its access to information.

Yours sincerely,

Mr. Prakob Visitkitjakarn Chairman of the Audit Committee February 2018

## REPORT ON THE BOARD OF DIRECTOR'S RESPONSIBILITY FOR THE FINANCIAL REPORTS

The Board of Directors is responsible for the stand-alone financial statements of Sri Trang Agro-Industry Public Company Limited and the consolidated financial statements of Sri Trang Agro-Industry Public Company Limited and its subsidiaries as well as the financial information stated in the Company's 2017 Annual Report. The financial statement ended on December 31, 2017 was prepared in accordance with the generally accepted accounting standards by using appropriate and consistent accounting policy including careful consideration and reasonableness. The important information was adequately disclosed in the notes to the financial statements to transparently reflect the actual financial position, operating results and cash flow for the understanding of shareholders and investors. The financial statements have been audited by PricewaterhouseCoopers ABAS Ltd. and all the related information was provided to the auditors for supporting their opinion in accordance with the auditing standards.

The Board of Directors recognized their duties and responsibilities for supervising the efficient preparation of financial report and have instituted risk management system and appropriate internal control system for both operation and related information systems to ensure the accuracy and completeness of the financial information and to prevent fraud or mismanagement and to protect the Company's assets.

In this regard, the Board also appointed an Audit Committee to review the accuracy and reliability of the financial reports, the effectiveness of the internal audit and internal control system as well as the risk management system, along with the appropriateness and completeness of information disclosure regarding related party transactions and to state their opinion in the Audit Committee Report in the Annual Report.

From the corporate governance practices mentioned above, the Board is of the opinion that the overall internal control system of the Company is satisfactorily effective and can provide reasonable assurance that the standalone financial statements of the Company and the consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2017 are accurate, reliable and in compliance with generally accepted accounting practices and all the relevant legal guidelines and policies.

> Mr. Viyavood Sincharoenkul Chairman and Managing Director

## SRI TRANG AGRO-INDUSTRY PUBLIC COMPANY LIMITED

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**CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS 31 DECEMBER 2017** 

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### To the shareholders and the Board of Directors of Sri Trang Agro-Industry Public Company Limited

### My opinion

In my opinion, the consolidated financial statements of Sri Trang Agro-Industry Public Company Limited (the Company) and its subsidiaries (the Group) and the separate financial statements of the Company present fairly, in all material respects, the consolidated and separate financial position of the Group and of the Company as at 31 December 2017 and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

### What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2017
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include a summary of significant accounting policies.

### Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Federation of Accounting Professions under the Royal Patronage of his Majesty the King's Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

### Key audit matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the consolidated and separate financial statements of the current period. I determine two key audit matters: Business acquisition and valuation of goodwill. These matters were addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

### Key audit matter

### Business acquisition

Refer to notes 13 and 37 to the consolidated and separate financial statements on investments in subsidiaries, associates and joint ventures and business acquisition.

On 15 March 2017, the Group acquired additional shares of Siam Sempermed Corp. Ltd. (Subsequently changed its name to "Sri Trang Gloves (Thailand) Co., Ltd."), which engaged in manufacturing of medical gloves. The purchase consideration was Baht 8,307 million consisting of Baht 5,678 million in net cash paid, Baht 641 million in fair value of investments in associates and joint ventures and Baht 1,988 million from the fair value of the previously held interest in Sri Trang Gloves (Thailand) Co., Ltd. before the acquisition date. The purchase of additional shares resulted in the shareholding interest increase from 40.23% to 90.23%. Consequently, the Group has obtained control over Sri Trang Gloves (Thailand) Co., Ltd. (Step acquisition) since then. The Group management assessed that the acquisition met the definition of a business combination in Thai Financial Reporting Standards no.3 (TFRS 3) - Business Combination.

The Group management determined that the fair value of the net identifiable assets acquired was Baht 5,941 million, which mostly consisted of property, plant and equipment of Baht 4,135 million and the Group recognised goodwill of Baht 2,954 million in the consolidated financial statements. The valuation of net identifiable assets was performed as part of the purchase price allocation and the valuation of those assets is in accordance with a business combination under TFRS 3.

I focused on the measurement of acquired net identifiable assets arising from the business combination and goodwill on the acquisition date because the fair value of acquired identifiable assets involved a significant level of the Group management's judgement from assumptions used in determining related fair value such as revenues, gross profit rate and discount rate.

### How my audit addressed the key audit matter

My key procedures included the following :

- Evaluated the Group management's judgement about the assessment of the business combination of Sri Trang Gloves (Thailand) Co., Ltd. whether the measurement of fair value was appropriate and in accordance with the requirements for a business combination under TFRS 3.
- Assessed the appropriateness of the identifiable assets acquired and liabilities assumed at the acquisition date by reading and analyzing the clauses laid out in the memorandum of understanding and related agreements and making enquiries with the Group management about the reasons for the acquisition.
- Tested the Group management's procedures in determining the fair value of the net identifiable assets acquired, such as the fair value of property, plant and equipment based on related assessment report by an independent asset appraiser.
- Made further enquiries the Group management whether there were other identifiable assets and liabilities acquired but not identified in the memorandum of understanding and related agreements.
- Tested the calculation of goodwill from the business combination of Sri Trang Gloves (Thailand) Co., Ltd., which was a difference between the consideration paid and fair value of the net identifiable assets. The good will of Baht 2,954 million was determined by the Group management based on the increase of its market shares of gloves in overseas.

Based on my procedures performed, I found that the Group management's assumptions used in identifying the fair values of net identifiable assets arising from the business combination were reasonable and in line with the Thai Financial Reporting Standards for the business combination.

### Key audit matter

### Valuation of goodwill

Refer to notes 4 and 18 to the consolidated and separate financial statements on critical accounting estimates and judgements and goodwill.

As at 31 December 2017, the Group carried a significant amount of goodwill for the first time on its statement of financial position. Under related Thai Financial Reporting Standards, the Group is required to test the amount of goodwill for impairment annually as well as when there was a triggering event indicating the potential for impairment. This includes the identification of the Group's Cash Generating Unit (CGU) that related to goodwill.

I focused on this area because the size of goodwill balance of Baht 2,954 million or around 4.95% of total assets, the complexity of the assessment process and significant judgments and assumptions involved which were affected by unexpected future market or economic conditions. The Group assessed the value-in-use of goodwill by using the discounted cash flow model that required supporting assumptions. This was subjected to the Group management's judgments such as revenue growth rates and discount rates applied to the cash flow forecasts.

For the year ended 31 December 2017, the Group management performed an impairment testing over the goodwill balance by:

- 1. Calculating the value in use for each Cash Generating Unit ("CGU") using a discounted cash flow model. This model used cash flows (revenues, expenses and capital expenditure) for CGU over 7 years, with a constant terminal growth rate applied to the 7th year. The resulting cash flows were then discounted to net present value using the weighted average cost of capital (WACC)
- 2. Comparing the resulting value in use of CGU to their respective book value.

As at 31 December 2017, the Group presented goodwill of Baht 2,954 million on the statement of financial position. Based on the annual goodwill impairment testing by comparing the resulting value in use of CGU to their respective book value, the Group management concluded that no goodwill impairment was required. Related key assumptions were disclosed in note 18 to the consolidated and separate financial statements.

### How my audit addressed the key audit matter

My key procedures included the following:

- Understood, evaluated and challenged the composition of the Group's cash flow forecasts and the process by which they were developed, including testing of the mathematical accuracy of the underlying calculations.
- Compared the cash flow forecasts to the approved budgets and business plans and other evidences concerning future plans.
- Compared current year actual results with the figures included in the prior year forecast to consider whether any forecasts included assumptions that had been optimistic.
- Assessed the Group management's key assumptions by comparing them to historical results and economic and industry outlook.
- Tested the parameters used in determining the discount rate applied and re-performed the calculations.
- Inquired the Group management on the adequacy of their sensitivity calculations over each of CGU. The valuation of goodwill was sensitive to changes in key assumptions such as revenue growth and discount rate. In case they were not achieved, it could reasonably expected to give rise to impairment charge in the future.
- Evaluated the adequacy of the disclosures made in related notes of the financial statements, including those key assumptions.

Based on my procedures performed, I considered the key assumptions used and conclusion reached by the Group management were supportable and appropriate in light of the current environment and circumstance. I also assessed that the disclosures are adequate.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee.

### Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRSs, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group and the Company's financial reporting process.

### Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional scepticism throughout the audit. I also:

• Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit 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 Group and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide the audit committee with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.

Paiboon Tunkoon Certified Public Accountant (Thailand) No. 4298 Bangkok 28 February 2018

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### **STATEMENTS OF FINANCIAL POSITION**

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|  |       | Consolidate<br>statem |                | Separate<br>staten |                |
|--|-------|-----------------------|----------------|--------------------|----------------|
|  | •     | 2017                  | 2016           | 2017               | 2016           |
|  | Notes | Baht                  | Baht           | Baht               | Baht           |
| Assets   |       |                       |                |                    |                |
| Current assets                                       |       |                       |                |                    |                |
| Cash and cash equivalents                            | 7     | 2,241,899,673         | 1,674,618,807  | 269,018,868        | 341,997,422    |
| Derivative financial instruments                     | 8     | 407,938,505           | 164,979,930    | 256,520,319        | 20,160,205     |
| Trade accounts receivable and other receivables, net | 9     | 7,212,308,344         | 8,093,256,160  | 4,122,493,048      | 3,526,070,485  |
| Amounts due from futures brokers                     |       | 810,539,650           | 633,921,366    | 16,177,188         | 22,980,570     |
| Inventories, net                                     | 10    | 17,122,979,336        | 20,931,003,297 | 7,679,732,386      | 10,860,738,679 |
| Current portion of long-term loans                   |       |                       |                |                    |                |
| to subsidiaries                                      | 38.4  | -                     | -              | 915,873,439        | 534,882,000    |
| Other current assets                                 | 11    | 553,700,811           | 314,101,947    | 170,573,304        | 112,720,704    |
| Total current assets                                 |       | 28,349,366,319        | 31,811,881,507 | 13,430,388,552     | 15,419,550,065 |
| Non-current assets                                   |       |                       |                |                    |                |
| Long-term loans to subsidiaries                      | 38.4  | -                     | -              | 1,625,730,000      | 1,539,321,476  |
| Fixed deposits pledged as collateral                 | 12    | 12,139,002            | 12,320,480     | -                  | -              |
| Investments in subsidiaries                          | 13.1  | -                     | -              | 18,153,388,548     | 11,246,845,292 |
| Investments in associates                            | 13.2  | 367,990,023           | 1,489,919,788  | 157,568,800        | 619,177,500    |
| Investments in joint ventures                        | 13.3  | 362,012,280           | 3,699,158,251  | 134,716,526        | 197,716,526    |
| Long-term investments                                | 14    | 153,299,352           | 59,129,766     | 152,097,250        | 58,013,714     |
| Property, plant and equipment, net                   | 15    | 24,189,691,410        | 15,765,513,625 | 8,944,117,159      | 6,804,703,563  |
| Rubber and palm plantations, net                     | 16    | 1,832,376,416         | 1,573,403,867  | 4,343,101          | 2,550,659      |
| Intangible assets, net                               | 17    | 459,793,735           | 480,804,744    | 440,581,393        | 469,980,922    |
| Goodwill   | 18    | 2,953,782,343         | -              | -                  | -              |
| Investment properties                                | 19    | 188,910,160           | 151,931,585    | 75,663,125         | 27,769,750     |
| Withholding tax deducted at source                   |       | 574,760,228           | 365,540,461    | 455,811,324        | 343,758,512    |
| Deferred income tax assets, net                      | 20    | 197,989,016           | 492,342,586    | -                  | 139,499,375    |
| Other non-current assets                             | 21    | 65,671,088            | 56,608,008     | 20,504,590         | 17,761,640     |
| Total non-current assets                             |       | 31,358,415,053        | 24,146,673,161 | 30,164,521,816     | 21,467,098,929 |
| Total assets   |       | 59,707,781,372        | 55,958,554,668 | 43,594,910,368     | 36,886,648,994 |

### STATEMENTS OF FINANCIAL POSITION (CONT'D)

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|  |       | Consolidate    | d financial    | Separate       | financial      |
|--|-------|----------------|----------------|----------------|----------------|
|  |       | statem         | ents           | statem         | ients          |
|  |       | 2017           | 2016           | 2017           | 2016           |
|  | Notes | Baht           | Baht           | Baht           | Baht           |
| Liabilities and equity                             |       |                |                |                |                |
| Current liabilities                                |       |                |                |                |                |
| Trade accounts payable and other payables          | 22    | 2,614,839,606  | 3,167,835,158  | 1,719,257,283  | 1,740,184,886  |
| Short-term borrowings from financial institutions  | 23    | 21,786,026,285 | 23,433,814,874 | 14,754,529,000 | 14,338,230,000 |
| Current portions:                                  |       |                |                |                |                |
| - Long-term borrowings from financial institutions | 23.1  | 420,654,000    | 5,397,791,500  | 300,000,000    | 4,276,387,500  |
| - Debentures                                       | 23.2  | 600,000,000    | -              | 600,000,000    | -              |
| - Finance lease liabilities                        | 23.4  | 13,167,077     | 8,333,682      | 4,092,254      | 2,466,055      |
| Derivative financial instruments                   | 8     | 231,242,576    | 654,919,773    | 198,130,309    | 460,845,943    |
| Current income tax payable                         |       | 153,519,811    | 113,819,683    | -              | -              |
| Other current liabilities                          |       | 37,026,162     | 59,553,051     | 18,144,656     | 27,472,890     |
| Total current liabilities                          |       | 25,856,475,517 | 32,836,067,721 | 17,594,153,502 | 20,845,587,274 |
| Non-current liabilities                            |       |                |                |                |                |
| Long-term borrowings from financial institutions   | 23.1  | 7,193,710,000  | 654,000        | 4,313,710,000  | -              |
| Debentures   | 23.2  | 2,265,000,000  | 2,865,000,000  | 2,265,000,000  | 2,865,000,000  |
| Finance lease liabilities                          | 23.4  | 27,521,245     | 5,127,618      | 9,541,549      | 4,424,685      |
| Deferred income tax liabilities, net               | 20    | 745,028,559    | 119,339,871    | 91,236,924     | -              |
| Provision for retirement benefit obligations       | 24    | 308,188,201    | 185,232,931    | 93,046,446     | 83,946,773     |
| Other non-current liabilities                      |       | 34,966,411     | 35,214,923     | -              | -              |
| Total non-current liabilities                      |       | 10,574,414,416 | 3,210,569,343  | 6,772,534,919  | 2,953,371,458  |
| Total liabilities                                  |       | 36,430,889,933 | 36,046,637,064 | 24,366,688,421 | 23,798,958,732 |

### STATEMENTS OF FINANCIAL POSITION (CONT'D)

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|  |       | Consolidate<br>statem |                | Separate<br>staten |                |
|--|-------|-----------------------|----------------|--------------------|----------------|
|  |       | 2017                  | 2016           | 2017               | 2016           |
|  | Notes | Baht                  | Baht           | Baht               | Baht           |
| Liabilities and equity (Cont'd)                    |       |                       |                |                    |                |
| Equity   |       |                       |                |                    |                |
| Share capital                                      | 25    |                       |                |                    |                |
| Authorised share capital                           |       |                       |                |                    |                |
| Ordinary shares, 1,535,999,998 shares              |       |                       |                |                    |                |
| of par Baht 1 each                                 |       |                       |                |                    |                |
| (2016: 1,280,000,000 shares                        |       |                       |                |                    |                |
| of par Baht 1 each)                                |       | 1,535,999,998         | 1,280,000,000  | 1,535,999,998      | 1,280,000,000  |
| Issued and paid-up share capital                   |       |                       |                |                    |                |
| Ordinary shares, 1,535,999,998 shares              |       |                       |                |                    |                |
| of par Baht 1 each                                 |       |                       |                |                    |                |
| (2016: 1,280,000,000 shares                        |       |                       |                |                    |                |
| of par Baht 1 each)                                |       | 1,535,999,998         | 1,280,000,000  | 1,535,999,998      | 1,280,000,000  |
| Premium on share capital                           | 25    | 10,851,951,634        | 8,550,989,821  | 10,851,951,634     | 8,550,989,821  |
| Deduction arising from acquisition of              |       |                       |                |                    |                |
| additional interest in subsidiaries                |       |                       |                |                    |                |
| from non-controlling interests                     |       | (173,134,488)         | (173,134,488)  | -                  | -              |
| Asset revaluation surplus, net of                  |       |                       |                |                    |                |
| accumulated depreciation                           | 26    | 4,049,446,188         | 1,296,859,775  | 1,944,873,058      | 552,826,994    |
| Unrealised gains on available-for-sale investments | 26    | 16,432,908            | 12,755,614     | 15,842,499         | 12,234,045     |
| Cumulative currency differences on translation     | 26    | (666,077,422)         | (284,004,450)  | -                  | -              |
| Retained earnings                                  |       |                       | ( , , , , ,    |                    |                |
| Appropriated - legal reserve                       | 27    | 128,000,000           | 128,000,000    | 128,000,000        | 128,000,000    |
| Unappropriated                                     |       | 7,165,408,573         | 9,036,069,449  | 4,751,554,758      | 2,563,639,402  |
|  |       | , , ,                 | -,,,           | , - , ,            | ,,, -          |
| Equity attributable to owners of the parent        |       | 22,908,027,391        | 19,847,535,721 | 19,228,221,947     | 13,087,690,262 |
| Non-controlling interests                          |       | 368,864,048           | 64,381,883     | - ,,,              |                |
| ······································             |       |                       | ,              |                    |                |
| Total equity                                       |       | 23,276,891,439        | 19,911,917,604 | 19,228,221,947     | 13,087,690,262 |
| Total liabilities and equity                       |       | 59,707,781,372        | 55,958,554,668 | 43,594,910,368     | 36,886,648,994 |

### STATEMENTS OF COMPREHENSIVE INCOME

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|   |            | Consolidated<br>statem |                  | Separate f<br>statem |                  |
|---|------------|------------------------|------------------|----------------------|------------------|
|   | -          | 2017                   | 2016             | 2017                 | 2016             |
|   | Notes      | Baht                   | Baht             | Baht                 | Baht             |
| Revenues from sales of goods and services                         | 28         | 89,386,993,929         | 77,265,520,124   | 52,043,740,465       | 38,335,071,028   |
| Cost of sales and services  |            | (85,610,561,379)       | (71,852,023,677) | (51,196,015,886)     | (35,676,914,450) |
| Gross profit  | _          | 3,776,432,550          | 5,413,496,447    | 847,724,579          | 2,658,156,578    |
| Other income  | 31         | 685,514,539            | 197,507,663      | 5,032,645,582        | 463,115,714      |
| Selling expenses  |            | (3,467,108,936)        | (3,173,723,974)  | (2,454,094,311)      | (2,379,986,428)  |
| Administrative expenses   |            | (2,391,953,935)        | (2,262,237,599)  | (817,600,146)        | (915,859,293)    |
| Gains on exchange rate, net                                       |            | 561,552,355            | 6,395,407        | 390,188,554          | 76,688,823       |
| Gains on change in fair value from                                |            |                        |                  |                      |                  |
| group investment reclassification                                 | 37         | 223,626,008            | -                | -                    | -                |
| Gains from disposals of investments                               |            |                        |                  |                      |                  |
| in associates and general investment                              |            | 132,699,762            | -                | 217,824,854          | -                |
| Gains (losses) on change in fair value of                         |            |                        |                  |                      |                  |
| investment properties   | 19         | 47,893,375             | (1,887,415)      | 47,893,375           | -                |
| Other gains (losses), net   | 32         | 99,514,766             | (983,259,130)    | (88,165,844)         | (734,519,425)    |
| Operating profit (loss)   | -          | (331,829,516)          | (803,708,601)    | 3,176,416,643        | (832,404,031)    |
| Share of profit of associates and joint ventures                  | 13.2, 13.3 | 129,841,447            | 402,762,216      | -                    | -                |
| Profit (loss) before net finance costs and income tax             | -          | (201,988,069)          | (400,946,385)    | 3,176,416,643        | (832,404,031)    |
| Finance income  |            | 49,660,662             | 35,309,641       | 117,239,265          | 75,390,451       |
| Finance costs   | _          | (1,245,583,847)        | (707,334,973)    | (751,216,541)        | (417,347,562)    |
| Finance costs, net  | 33         | (1,195,923,185)        | (672,025,332)    | (633,977,276)        | (341,957,111)    |
| Profit (loss) before income tax                                   |            | (1,397,911,254)        | (1,072,971,717)  | 2,542,439,367        | (1,174,361,142)  |
| Income tax income (expense)                                       | 34         | (20,630,081)           | 283,242,022      | 126,037,063          | 262,459,952      |
| Profit (loss) for the years                                       | =          | (1,418,541,335)        | (789,729,695)    | 2,668,476,430        | (911,901,190)    |
| Other comprehensive income:                                       |            |                        |                  |                      |                  |
| Items that will not be reclassified subsequently                  |            |                        |                  |                      |                  |
| to profit or loss   |            |                        |                  |                      |                  |
| Changes in deferred tax rates                                     |            | -                      | (112,532,597)    | -                    | (87,977,135)     |
| Asset revaluation surplus, net of tax                             | 15         | 2,848,898,073          | -                | 1,423,477,027        | -                |
| Remeasurements of post-employment                                 |            |                        |                  |                      |                  |
| benefit obligations, net of tax                                   | _          | (17,921,651)           | (963,576)        | 7,963                | 573,990          |
| Total items that will not be reclassified to profit or loss       | -          | 2,830,976,422          | (113,496,173)    | 1,423,484,990        | (87,403,145)     |
| Items that will be reclassified subsequently<br>to profit or loss |            |                        |                  |                      |                  |
| Change in fair value of available-for-sale                        |            |                        |                  |                      |                  |
| investments, net of tax   |            | 3,677,294              | 6,802,909        | 3,608,454            | 6,636,403        |
| Currency differences on translation                               |            | (390,899,513)          | (13,567,292)     | 3,000,434            | 0,030,403        |
|   | -          | (000,000,010)          | (10,007,202)     |                      | -                |
| Total items that will be reclassified                             |            |                        |                  |                      |                  |
| subsequently to profit or loss                                    | -          | (387,222,219)          | (6,764,383)      | 3,608,454            | 6,636,403        |
| Other comprehensive income (expense)                              |            |                        |                  |                      |                  |
| for the years, net of tax   | -          | 2,443,754,203          | (120,260,556)    | 1,427,093,444        | (80,766,742)     |
| Total comprehensive income (expense) for the years                | -          | 1,025,212,868          | (909,990,251)    | 4,095,569,874        | (992,667,932)    |
|   | =          |                        |                  |                      |                  |



Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|   |      | Consolidated statements |               | Separate fir<br>stateme |               |
|---|------|-------------------------|---------------|-------------------------|---------------|
|   |      | 2017                    | 2016          | 2017                    | 2016          |
|   | Note | Baht                    | Baht          | Baht                    | Baht          |
| Profit (loss) for the years attributable to:                        |      |                         |               |                         |               |
| Owners of the parent  |      | (1,437,050,885)         | (757,985,659) | 2,668,476,430           | (911,901,190) |
| Non-controlling interests   |      | 18,509,550              | (31,744,036)  |                         | -             |
| Profit (loss) for the years   |      | (1,418,541,335)         | (789,729,695) | 2,668,476,430           | (911,901,190) |
| Total comprehensive income (expense) for the years attributable to: |      |                         |               |                         |               |
| Owners of the parent  |      | 1,015,529,859           | (880,136,767) | 4,095,569,874           | (992,667,933) |
| Non-controlling interests   |      | 9,683,009               | (29,853,484)  | -                       | -             |
| Total comprehensive income (expense)                                |      |                         |               |                         |               |
| for the years   |      | 1,025,212,868           | (909,990,251) | 4,095,569,874           | (992,667,933) |
|   |      |                         |               |                         |               |
| Earnings (losses) per share   |      |                         |               |                         |               |
| Basic earnings (losses) per share                                   | 35   | (1.05)                  | (0.57)        | 1.95                    | (0.69)        |
|   |      |                         |               |                         |               |

STATEMENTS OF CHANGES IN EQUITY Sri Trang Agro-Industry Public Company Limited and its subsidiaries

As at 31 December 2017

Consolidated financial statements

Attributable to owners of the parent

|  | _     |               |                |                      | Othe            | Other components of equity |                |                   |                 |                 |                 |                 |
|--|-------|---------------|----------------|----------------------|-----------------|----------------------------|----------------|-------------------|-----------------|-----------------|-----------------|-----------------|
|  |       |               |                |                      | Othe            | Other comprehensive income | a              |                   |                 |                 |                 |                 |
|  |       |               |                | Deduction arising    |                 |                            |                |                   |                 |                 |                 |                 |
|  |       |               |                | from acquisition of  | Asset           |                            |                |                   |                 |                 |                 |                 |
|  |       |               |                | additional interest  | revaluation     | Unrealised                 | Cumulative     |                   |                 |                 |                 |                 |
|  |       | Issued and    |                | in subsidiaries from | surplus, net of | gains on                   | currency       | Retained earnings | earnings        | Total           |                 |                 |
|  |       | paid-up       | Premium on     | non-controlling      | accumulated     | available-for-sale         | differences    | Appropriated      |                 | owners of       | Non-controlling | Total           |
|  |       | share capital | share capital  | interests            | depreciation    | investments                | on translation | - legal reserve   | Unappropriated  | the parent      | interests       | equity          |
|  | Notes | Baht          | Baht           | Baht                 | Baht            | Baht                       | Baht           | Baht              | Baht            | Baht            | Baht            | Baht            |
| Opening balance as at 1 January 2017                   |       | 1,280,000,000 | 8,550,989,821  | (173,134,488)        | 1,296,859,775   | 12,755,614                 | (284,004,450)  | 128,000,000       | 9,036,069,449   | 19,847,535,721  | 64,381,883      | 19,911,917,604  |
| Profit (loss) for the year                             |       |               |                |                      |                 |                            |                |                   | (1,437,050,885) | (1,437,050,885) | 18,509,550      | (1,418,541,335) |
| Other comprehensive income                             |       |               |                |                      |                 |                            |                |                   |                 |                 |                 |                 |
| Asset revaluation surplus, net of tax                  | 15    |               |                |                      | 2,848,898,073   |                            |                |                   |                 | 2,848,898,073   |                 | 2,848,898,073   |
| Depreciation on assets revaluation, net of tax         |       |               |                |                      | (61,591,416)    |                            |                |                   | 61,591,416      |                 |                 |                 |
| Disposal and write-off of assets, net of tax           |       |               |                |                      | (34,720,244)    |                            |                |                   | 34,720,244      |                 |                 |                 |
| Change in fair value of available-for-sale             |       |               |                |                      |                 |                            |                |                   |                 |                 |                 |                 |
| investments, net of tax                                |       |               |                |                      | ,               | 3,677,294                  | ,              |                   | ,               | 3,677,294       |                 | 3,677,294       |
| Remeasurements of post-employment                      |       |               |                |                      |                 |                            |                |                   |                 |                 |                 |                 |
| benefit obligations, net of tax                        |       |               |                |                      |                 |                            |                |                   | (17,921,651)    | (17,921,651)    |                 | (17,921,651)    |
| Currency differences on translation                    |       |               | Ì              |                      |                 |                            | (382,072,972)  |                   |                 | (382,072,972)   | (8,826,541)     | (390,899,513)   |
| Total other comprehensive income (expense), net of tax |       |               |                |                      | 2,752,586,413   | 3,677,294                  | (382,072,972)  | '                 | 78,390,009      | 2,452,580,744   | (8,826,541)     | 2,443,754,203   |
| Total comprehensive income (expense)                   |       |               |                |                      | 2,752,586,413   | 3,677,294                  | (382,072,972)  |                   | (1,358,660,876) | 1,015,529,859   | 9,683,009       | 1,025,212,868   |
| Transactions with equity                               |       |               |                |                      |                 |                            |                |                   |                 |                 |                 |                 |
| Issued and paid-up share capital                       | 25    | 255,999,998   | 2,300,961,813  | ,                    | ı               |                            |                |                   | ı               | 2,556,961,811   |                 | 2,556,961,811   |
| Dividend payment                                       | 36    |               |                | ,                    | ,               |                            |                |                   | (512,000,000)   | (512,000,000)   |                 | (512,000,000)   |
| Dividend payment from subsidiaries to                  |       |               |                |                      |                 |                            |                |                   |                 |                 |                 |                 |
| non-controlling interests                              |       |               |                | i                    |                 |                            | ŗ              |                   | i               |                 | (293,100,521)   | (293,100,521)   |
| Non-controlling interests invested in subsidiaries     | 37    |               | Ì              | '                    |                 |                            |                |                   | ·               |                 | 587,899,677     | 587,899,677     |
| Total transactions with equity                         |       | 255,999,998   | 2,300,961,813  |                      |                 |                            |                |                   | (512,000,000)   | 2,044,961,811   | 294,799,156     | 2,339,760,967   |
| Closing balance as at 31 December 2017                 |       | 1,535,999,998 | 10,851,951,634 | (173,134,488)        | 4,049,446,188   | 16,432,908                 | (666,077,422)  | 128,000,000       | 7,165,408,573   | 22,908,027,391  | 368,864,048     | 23,276,891,439  |
|  |       |               |                |                      |                 |                            |                |                   |                 |                 |                 |                 |

The notes to the Consolidated and Separate financial statements are integral part of the financial statements.

STATEMENTS OF CHANGES IN EQUITY Sri Trang Agro-Industry Public Company Limited and its subsidiaries

As at 31 December 2017

**Consolidated financial statements** 

|  |      |               |               |   | Attributa                      | Attributable to owners of the parent | ıt                      |                 |                |                    |                 |                |
|--|------|---------------|---------------|---|--------------------------------|--------------------------------------|-------------------------|-----------------|----------------|--------------------|-----------------|----------------|
|  |      |               |               |   | Ō                              | Other components of equity           | ~                       |                 |                |                    |                 |                |
|  |      |               |               |   | Ot                             | Other comprehensive income           | e                       |                 |                |                    |                 |                |
|  |      |               |               | Deduction arising                       |                                |                                      |                         |                 |                |                    |                 |                |
|  |      |               |               | from acquisition of                     | Asset                          |                                      |                         |                 |                |                    |                 |                |
|  |      |               |               | additional interest                     | revaluation                    | Unrealised                           | Cumulative              |                 | -              | i                  |                 |                |
|  |      | Issued and    | Premium on    | in subsidiaries from<br>non-controlling | surplus, net of<br>accumulated | gains on<br>available-for-sale       | currency<br>differences | Appropriated    | earnings       | Total<br>owners of | Non-controlling | Total          |
|  |      | share capital | share capital | interests                               | depreciation                   | investments                          | on translation          | - legal reserve | Unappropriated | the parent         | interests       | equity         |
|  | Note | Baht          | Baht          | Baht                                    | Baht                           | Baht                                 | Baht                    | Baht            | Baht           | Baht               | Baht            | Baht           |
| Opening balance as at 1 January 2016                   |      | 1,280,000,000 | 8,550,989,821 | (173,134,488)                           | 1,427,799,885                  | 6,832,287                            | (268,546,606)           | 128,000,000     | 10,287,731,589 | 21,239,672,488     | 94,236,247      | 21,333,908,735 |
| Loss for the year                                      |      |               |               |   |                                |                                      |                         |                 | (757,985,659)  | (757,985,659)      | (31,744,036)    | (789,729,695)  |
| Other comprehensive income                             |      |               |               |   |                                |                                      |                         |                 |                |                    |                 |                |
| Change in estimated deferred tax rates                 |      |               |               |   | (113,317,008)                  | (879,582)                            |                         |                 | 1,663,993      | (112,532,597)      |                 | (112,532,597)  |
| Depreciation on assets revaluation, net of tax         |      |               |               |   | (16,916,840)                   |                                      |                         |                 | 16,916,840     |                    |                 | '              |
| Disposal and write-off of assets, net of tax           |      | ,             | ,             |   | (706,262)                      |                                      |                         |                 | 706,262        |                    |                 | ,              |
| Change in fair value of available-for-sale             |      |               |               |   |                                |                                      |                         |                 |                |                    |                 |                |
| investments, net of tax                                |      |               | ı             |   |                                | 6,802,909                            |                         |                 |                | 6,802,909          |                 | 6,802,909      |
| Remeasurements of post-employment                      |      |               |               |   |                                |                                      |                         |                 |                |                    |                 |                |
| benefit obligations, net of tax                        |      |               |               |   |                                |                                      |                         |                 | (963,576)      | (963,576)          | •               | (963,576)      |
| Currency differences on translation                    |      |               |               |   |                                | '                                    | (15,457,844)            |                 | Ì              | (15,457,844)       | 1,890,552       | (13,567,292)   |
| Total other comprehensive income (expense), net of tax |      |               |               | ľ                                       | (130,940,110)                  | 5,923,327                            | (15,457,844)            | ·               | 18,323,519     | (122,151,108)      | 1,890,552       | (120,260,556)  |
| Total comprehensive income (expense)                   |      |               |               |   | (130,940,110)                  | 5,923,327                            | (15,457,844)            |                 | (739,662,140)  | (880,136,767)      | (29,853,484)    | (909,990,251)  |
| Transactions with equity                               |      |               |               |   |                                |                                      |                         |                 |                |                    |                 |                |
| Dividend payment                                       | 36   |               |               |   | I                              |                                      |                         |                 | (512,000,000)  | (512,000,000)      |                 | (512,000,000)  |
| Dividend payment from subsidiaries to                  |      | '             |               |   |                                |                                      |                         |                 |                | I                  | (487)           | (487)          |
| non-controlling interests                              |      |               |               |   |                                |                                      |                         |                 |                |                    |                 |                |
| Non-controlling interests invested in subsidiaries     |      | '             |               |   | '                              |                                      |                         | 1               | 1              | '                  | (393)           | (393)          |
| Total transactions with equity                         |      | ·             |               | ľ                                       | ·                              | ·                                    | ·                       | ľ               | (512,000,000)  | (512,000,000)      | (880)           | (512,000,880)  |
| Closing balance as at 31 December 2016                 |      | 1,280,000,000 | 8,550,989,821 | (173,134,488)                           | 1,296,859,775                  | 12,755,614                           | (284,004,450)           | 128,000,000     | 9,036,069,449  | 19,847,535,721     | 64,381,883      | 19,911,917,604 |
|  |      |               |               |   |                                |                                      |                         |                 |                |                    |                 |                |

STATEMENTS OF CHANGES IN EQUITY (CONT'D)

Sri Trang Agro-Industry Public Company Limited and its subsidiaries

Separate financial statements

As at 31 December 2017

|   |          |                       |                       | Other components of equity | nts of equity         |                         |   |                                |
|---|----------|-----------------------|-----------------------|----------------------------|-----------------------|-------------------------|---|--------------------------------|
|   |          |                       |                       | Other comprehensive income | nsive income          |                         |   |                                |
|   |          |                       | 1                     | Asset                      |                       |                         |   |                                |
|   |          | Issued and            |                       | revaluation surplus,       | Unrealised gains      | Retained earnings       | earnings  |                                |
|   |          | paid-up               | Premium on            | net of accumulated         | on available-for-sale | Appropriated            | ha tha tha that a set of the set | Total                          |
|   | Notes    | snare capital<br>Baht | snare capital<br>Baht | uepreciation<br>Baht       | Baht                  | - legal reserve<br>Baht | unappropriated<br>Baht  | equity<br>Baht                 |
| Opening balance as at 1 January 2017  |          | 1,280,000,000         | 8,550,989,821         | 552,826,994                | 12,234,045            | 128,000,000             | 2,563,639,402   | 13,087,690,262                 |
| Profit for the year   |          | ı                     | ı                     | ı                          | 1                     | ı                       | 2,668,476,430   | 2,668,476,430                  |
| Other comprehensive income<br>Asset revaluation surplus. net of tax                     | 15       |                       | ,                     | 1.423.477.027              |                       | ,                       |   | 1.423.477.027                  |
| Depreciation on assets revaluation, net of tax  |          |                       | ı                     | (31,430,963)               | ı                     |                         | 31,430,963  | 1                              |
| Change in fair value of available-for-sale<br>investments, net of tax                   |          |                       |                       |                            | 3,608,454             |                         |   | 3,608,454                      |
| remeasurements or post-emproyment<br>benefit obligations, net of tax                    | I        |                       | '                     |                            |                       |                         | 7,963   | 7,963                          |
| Total other comprehensive income, net of tax  | I        |                       |                       | 1,392,046,064              | 3,608,454             |                         | 31,438,926  | 1,427,093,444                  |
| Total comprehensive income  | I        |                       |                       | 1,392,046,064              | 3,608,454             |                         | 2,699,915,356   | 4,095,569,874                  |
| <b>Transactions with equity</b><br>Issued and paid-up share capital<br>Dividend payment | 25<br>36 | 255,999,998<br>-      | 2,300,961,813<br>-    |                            |                       |                         | -<br>(512,000,000)  | 2,556,961,811<br>(512,000,000) |
| Total transactions with equity  | I        | 255,999,998           | 2,300,961,813         |                            |                       | ĺ                       | (512,000,000)   | 2,044,961,811                  |
| Closing balance as at 31 December 2017  | I        | 1,535,999,998         | 10,851,951,634        | 1,944,873,058              | 15,842,499            | 128,000,000             | 4,751,554,758   | 19,228,221,947                 |

STATEMENTS OF CHANGES IN EQUITY (CONT'D)

Sri Trang Agro-Industry Public Company Limited and its subsidiaries

As at 31 December 2017

|  |      |                                  |                                     | Separ                                      | Separate financial statements                |   |                        |                         |
|--|------|----------------------------------|-------------------------------------|--|--|---|------------------------|-------------------------|
|  |      |                                  |                                     | Other components of equity                 | nts of equity                                |   |                        |                         |
|  |      |                                  |                                     | Other comprehensive income                 | nsive income                                 |   |                        |                         |
|  |      |                                  |                                     | Asset                                      |  |   |                        |                         |
|  |      | Issued and                       |                                     | revaluation surplus,                       | Unrealised gains                             | Retained earnings                       | arnings                |                         |
|  | Note | paid-up<br>share capital<br>Baht | Premium on<br>share capital<br>Baht | net of accumulated<br>depreciation<br>Baht | on available-for-sale<br>investments<br>Baht | Appropriated<br>- legal reserve<br>Baht | Unappropriated<br>Baht | Total<br>equity<br>Baht |
| Opening balance as at 1 January 2016                                 |      | 1,280,000,000                    | 8,550,989,821                       | 654,327,347                                | 6,479,970                                    | 128,000,000                             | 3,972,561,056          | 14,592,358,194          |
| Loss for the year  |      | ı                                | ı                                   | ı  | ı  | ı                                       | (911,901,190)          | (911,901,190)           |
| Other comprehensive income   |      |                                  |                                     |  |  |   |                        |                         |
| Change in estimated deferred tax rate                                |      | I                                | I                                   | (89,094,783)                               | (882,328)                                    | ı                                       | 1,999,976              | (87,977,135)            |
| Depreciation on assets revaluation, net of tax                       |      |                                  | ı                                   | (11,759,977)                               |  |   | 11,759,977             |                         |
| Disposal and write-off of assets, net of tax                         |      | ı                                | I                                   | (645,593)                                  |  | '                                       | 645,593                | ı                       |
| Change in fair value of available-for-sale                           |      |                                  |                                     |  |  |   |                        |                         |
| investments, net of tax  |      |                                  | '                                   | •  | 6,636,403                                    |   |                        | 6,636,403               |
| Remeasurements of post-employment<br>benefit obligations. net of tax |      |                                  |                                     |  | ,  |   | 573.990                | 573.990                 |
|  | -    |                                  |                                     |  |  |   | 0000                   |                         |
| Total other comprehensive income (expense), net of tax               |      |                                  |                                     | (101,500,353)                              | 5,754,075                                    |   | 14,979,536             | (80,766,742)            |
| Total comprehensive income (expense)                                 |      | '                                |                                     | (101,500,353)                              | 5,754,075                                    |   | (896,921,654)          | (992,667,932)           |
| Transactions with equity   | 90   |                                  |                                     |  |  |   |                        |                         |
|  | 00   |                                  |                                     |  |  | •                                       | (2) 12,000,000         | (212,000,000)           |
| Total transactions with equity                                       |      |                                  |                                     |  |  |   | (512,000,000)          | (512,000,000)           |
| Closing balance as at 31 December 2016                               |      | 1,280,000,000                    | 8,550,989,821                       | 552,826,994                                | 12,234,045                                   | 128,000,000                             | 2,563,639,402          | 13,087,690,262          |

### STATEMENTS OF CASH FLOWS

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|   |            | Consolidated financial statements |                            | Separate financial statements |                 |
|---|------------|-----------------------------------|----------------------------|-------------------------------|-----------------|
|   |            | 2017                              | 2016                       | 2017                          | 2016            |
|   | Notes      | Baht                              | Baht                       | Baht                          | Baht            |
| Cash flows from operating activities  |            |                                   |                            |                               |                 |
| Profit (loss) before income tax   |            | (1,397,911,254)                   | (1,072,971,717)            | 2,542,439,367                 | (1,174,361,142) |
| Adjustments for:  |            |                                   |                            |                               |                 |
| Unrealised (gains) losses on foreign currency   |            |                                   |                            |                               |                 |
| translations  |            | (160,267,935)                     | 11,892,763                 | 101,541,537                   | 75,038,818      |
| Unrealised (gains) losses on revaluation of   |            |                                   |                            |                               |                 |
| derivative financial instruments  |            | (666,635,772)                     | 555,114,154                | (499,075,748)                 | 509,502,206     |
| Allowance for impairment of trade accounts receivable                                     |            | 6,023,573                         | -                          | 5,784,853                     | -               |
| (Reversal of) allowance for inventory cost in excess                                      |            |                                   |                            |                               |                 |
| of net realisable value   |            | 343,697,549                       | (453,738,055)              | 236,074,377                   | (163,959,310)   |
| (Reversal of) provision for damaged inventories from fire accident                        | 43         | (41,593,901)                      | 41,593,901                 | -                             | -               |
| Provision for retirement benefit obligations  | 24         | 28,036,190                        | 24,465,947                 | 10,986,907                    | 12,052,621      |
| Depreciation charges  | 15         | 1,783,658,404                     | 1,158,988,391              | 709,129,282                   | 554,238,796     |
| Amortisation charges - rubber and palm plantations  | 16         | 4,239,312                         | 690,687                    | 283,335                       | 283,335         |
| Amortisation charges - intangible assets  | 17         | 64,489,510                        | 35,546,291                 | 56,360,898                    | 29,456,934      |
| (Reversal of) impairment loss from assets revaluation                                     |            | 24,012,044                        | -                          | (15,650,331)                  | -               |
| Write-off income tax refund   |            | -                                 | 131,984,203                | -                             | 33,576,786      |
| Finance costs   | 33         | 1,245,583,847                     | 707,334,973                | 751,216,541                   | 417,347,562     |
| Finance income  | 33         | (49,660,662)                      | (35,309,641)               | (117,239,265)                 | (75,390,451)    |
| Dividend income   | 31         | (1,805,041)                       | (24,255,815)               | (4,827,098,743)               | (343,419,619)   |
| Share of profit from investments  |            |                                   |                            |                               | ,               |
| in associates and joint ventures  | 13.2, 13.3 | (129,841,447)                     | (402,762,216)              | -                             | -               |
| Gains) losses on disposal and write-off of property,                                      | ·          | ( · · · )                         | ( · · · )                  |                               |                 |
| plant and equipment, rubber and palm plantations  |            |                                   |                            |                               |                 |
| and intangible assets   | 32         | 788,247                           | 62,118,581                 | (3,888,880)                   | 922,716         |
| (Gains) on change in fair value from  |            | ,                                 | ,,                         | (-,,)                         | ,               |
| group investment reclassification   |            | (223,626,008)                     | -                          | -                             | -               |
| Gains from disposal of investments  |            | (220,020,000)                     |                            |                               |                 |
| in associates and general investment  |            | (132,699,762)                     |                            | (217,824,854)                 |                 |
| (Gains) losses on change in fair value of investment properties                           | 19         | (47,893,375)                      | 1,887,415                  | (47,893,375)                  |                 |
| Gains from account receivables by settlement land and buildings                           | 15         | (16,711,862)                      | 1,007,410                  | (5,491,530)                   | -               |
| Insurance claim income from fire accident   |            | (306,810,556)                     | -                          | (0,491,000)                   | -               |
| Changes in operating assets and liabilities:  |            | (300,010,330)                     | -                          | -                             | -               |
|   |            |                                   |                            |                               |                 |
| (Increase) decrease in operating assets - Trade accounts receivable and other receivables |            | 2.344.944.654                     | (4 216 129 094)            | (619 612 002)                 | (1 142 961 216) |
|   |            |                                   | (4,216,128,084)            | (618,612,902)                 | (1,142,861,316) |
| - Amounts due from futures brokers  |            | (176,618,284)                     | 68,164,972                 | 6,803,382                     | 64,484,580      |
| - Inventories   |            | 4,858,293,130                     | (6,554,191,990)            | 2,944,931,916                 | (4,361,636,408) |
| - Other current assets  |            | (200,983,980)                     | 35,506,345<br>(20,174,535) | (169,905,412)<br>109,309,862  | (26,405,231)    |
| - Other non-current assets  |            | (8,218,443)                       | (20,174,535)               | 109,309,662                   | (3,904,798)     |
| Increase (decrease) in operating liabilities  |            | (1 505 400 044)                   | 404 047 540                | (40.070.770)                  | 004 500 704     |
| - Trade accounts payable and other payables   |            | (1,595,469,941)                   | 464,347,512                | (46,270,779)                  | 324,539,701     |
| - Other current liabilities   |            | (22,526,889)                      | 19,532,211                 | (9,328,234)                   | 7,779,621       |
| Cash flows generated from (used in) operating activities                                  |            | 5,524,491,348                     | (9,460,363,707)            | 896,582,204                   | (5,262,714,599) |
| Interest paid   |            | (1,236,158,145)                   | (716,256,809)              | (753,431,974)                 | (430,645,247)   |
| Interest received   |            | 49,660,662                        | 35,309,641                 | 117,659,458                   | 75,390,451      |
| Income tax refunded   |            | 5,652,244                         | 105,391,575                | -                             | 5,147,789       |
| Income tax paid   |            | (401,465,308)                     | (176,373,069)              | (112,052,812)                 | (70,211,691)    |
| Employee benefits paid  | 24         | (5,773,640)                       | (2,311,150)                | (1,877,280)                   | (1,271,150)     |
| Not each flows generated from (used in) exercting activities                              |            | 2 026 407 464                     | (10.014.600.510)           | 146 970 500                   |                 |
| Net cash flows generated from (used in) operating activities                              |            | 3,936,407,161                     | (10,214,603,519)           | 146,879,596                   | (5,684,304,447) |

### STATEMENTS OF CASH FLOWS (CONT'D)

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

|  |       | Consolidated financial<br>statements  |                 | Separate financial statements |                 |
|--|-------|---------------------------------------|-----------------|-------------------------------|-----------------|
|  |       | 2017                                  | 2016            | 2017                          | 2016            |
|  | Notes | Baht                                  | Baht            | Baht                          | Baht            |
| Cash flows from investing activities                                     |       |                                       |                 |                               |                 |
| Cash received from repayment of long-term loans to a subsidiary          | 38.4  | -                                     | -               | 540,000,000                   | 300,000,000     |
| Cash paid for long-term loans to subsidiaries                            | 38.4  | -                                     | -               | (1,178,981,500)               | (823,600,000)   |
| Decrease in fixed deposits pledged as collateral                         |       | 181,478                               | 21,143,362      | -                             | 13,823,734      |
| Dividends received   |       | 2,299,872,940                         | 1,357,646       | 4,827,098,743                 | 320,521,451     |
| Cash paid for investments in subsidiaries                                |       | (5,129,542,633)                       | -               | (6,803,543,256)               | (2,559,480,393) |
| Cash received from disposal of investments in subsidiaries               | 13.1  | -                                     | -               | -                             | 2,014,055,615   |
| Cash received from disposal of investment in associates                  |       |                                       |                 |                               |                 |
| and a long-term investment   |       | 689,389,350                           | -               | 689,389,350                   | -               |
| Cash received from capital decrease of an associate                      | 13.2  | -                                     | 30,000,000      | -                             | 30,000,000      |
| Cash paid for investments in joint venture                               | 13.3  | -                                     | (114,616,726)   | -                             | (114,616,726)   |
| Cash received from disposal of property, plant and equipment,            |       |                                       |                 |                               |                 |
| rubber and palm plantations and intangible assets                        |       | 165,899,521                           | 13,526,906      | 21,033,753                    | 1,412,637       |
| Cash paid for purchase of an investment property                         | 19    | -                                     | (214,987)       | -                             | -               |
| Cash paid for purchase of a long-term investment                         | 14    | (100,000,000)                         | -               | (100,000,000)                 | -               |
| Cash paid for purchases of property, plant and equipment,                |       |                                       |                 |                               |                 |
| rubber and palm plantations and intangible assets                        |       | (3,166,765,899)                       | (2,294,480,551) | (1,085,402,494)               | (1,297,611,406) |
| Net cash used in investing activities                                    |       | (5,240,965,243)                       | (2,343,284,350) | (3,090,405,404)               | (2,115,495,088) |
| Cash flows from financing activities                                     |       |                                       |                 |                               |                 |
| Increase (decrease) in short-term borrowings from financial institutions |       | (2,165,567,864)                       | 9,952,871,355   | 416,299,000                   | 6,604,459,000   |
| Cash received from short-term borrowings from a subsidiary               |       | -                                     | -               | 500,000,000                   | -               |
| Repayments in short-term borrowings from a subsidiary                    |       | -                                     | -               | (500,000,000)                 | -               |
| Proceeds from long-term borrowings                                       | 23.1  | 4,172,362,500                         | 1,410,000,000   | 1,172,362,500                 | 540,000,000     |
| Repayments of long-term borrowings                                       | 23.1  | (1,886,404,000)                       | (205,211,000)   | (765,000,000)                 | (203,807,000)   |
| Proceeds from debentures   | 23.2  | -                                     | 2,265,000,000   | -                             | 2,265,000,000   |
| Repayments of debentures   | 23.2  | -                                     | (850,000,000)   | -                             | (850,000,000)   |
| Proceeds from capital increase from non-controlling interests            |       | -                                     | (393)           | -                             | -               |
| Payments on finance lease liabilities                                    | 23.4  | (6,281,080)                           | (25,394,058)    | (3,944,159)                   | (4,097,234)     |
| Dividend paid  |       | (506,131,898)                         | (512,000,000)   | (506,131,898)                 | (512,000,000)   |
| Dividend paid to non-controlling interests                               |       | (293,100,521)                         | (487)           | -                             | -               |
| Proceeds from capital increase   |       | 2,556,961,811                         | -               | 2,556,961,811                 | -               |
| Net cash provided by financing activities                                |       | 1,871,838,948                         | 12,035,265,417  | 2,870,547,254                 | 7,839,554,766   |
| Net increase (decrease) in cash and cash equivalents                     |       | 567,280,866                           | (522,622,452)   | (72,978,554)                  | 39,755,231      |
| Cash and cash equivalents at the beginning of the years                  |       | 1,674,618,807                         | 2,197,241,259   | 341,997,422                   | 302,242,191     |
| Cash and cash equivalents at the end of the years                        | 7     | 2,241,899,673                         | 1,674,618,807   | 269,018,868                   | 341,997,422     |
| Supplementary information for cash flows:                                |       |                                       |                 |                               |                 |
| Cash paid for purchases of property, plant and                           |       |                                       |                 |                               |                 |
| equipment, rubber and palm plantations and intangible assets:            |       |                                       |                 |                               |                 |
| Property, plant and equipment rubber and palm plantations                |       |                                       |                 |                               |                 |
| and intangible assets acquired   |       | (3,196,124,626)                       | (2,315,092,677) | (1,099,728,283)               | (1,321,232,094) |
| Increase in land and buildings due to account receivables repayment      |       | 42,953,647                            | (2,0:0,002,0::) | 21,476,824                    | (1,021,202,001) |
| Increase in finance lease liabilities                                    | 23.4  | 33,508,102                            | 2,906,590       | 10,687,222                    | 2,841,749       |
| Increase (decrease) in payable from purchases of assets                  | 20.7  | (47,103,024)                          | 17,705,536      | (17,838,257)                  | 20,778,939      |
| Cash paid for purchases of property, plant and equipment,                |       | · · · · · · · · · · · · · · · · · · · |                 | <u>`</u>                      |                 |
| rubber and palm plantations and intangible assets                        |       | (3,166,765,901)                       | (2,294,480,551) | (1,085,402,494)               | (1,297,611,406) |
|  |       |                                       |                 | _                             | _               |



Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 1 General information

Sri Trang Agro-Industry Public Company Limited ("the Company") is a public limited company, incorporated and resident in Thailand. The Company was listed on the Stock Exchange of Thailand on 22 August 1991. In addition, the Company placed new ordinary shares on the Singapore Exchange Securities Trading Limited ("SGX-ST") on 31 January 2011.

On 29 April 2014, the Company changed its listing status from a primary listing to a secondary listing on the main board of Singapore Exchange Securities Trading Limited. The address of its registered office is as follows:

10 Soi 10, Phetkasem Road, Hat Yai, Songkhla, Thailand.

For reporting purposes, the Company and its subsidiaries are referred to as "the Group".

The Company and its subsidiaries ("the Group") manufacture and distribute natural rubber products such as ribbed smoked sheets, concentrated latex, block rubber, gloves and other products. In addition, the Group provides engineering and logistics services.

These consolidated and separate financial statements were authorised for issue by the Board of Directors on 28 February 2018.

### 2 Basis of financial statement preparation

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

The consolidated and separate financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies below:

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

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

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

### 3 Accounting policies

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

3.1 Revised financial reporting standards and interpretations are effective on 1 January 2017. These standards have no impact to the Group.

The Group's management assessed and considered that the revised standards will not have an impact on the Group except for disclosure.

3.2 Revised financial reporting standards are effective for annual periods beginning on or after January 2018 which have significant changes and are relevant to the Group. The Group has not yet adopted these revised standards.

TAS 7 (revised 2017) TAS 12 (revised 2017) TFRS 12 (revised 2017) Statement of cash flows Income taxes Disclosure of interests in other entities

The Group's management assessed and considered that the above revised standards will not have an impact on the Group except for disclosure.

#### 3.3 Group accounting - investments in subsidiaries and associates and interests in joint ventures

(a) Subsidiaries

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

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

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

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

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 3 Accounting policies (Cont'd)

#### Group accounting - investments in subsidiaries and associates and interests in joint ventures (Cont'd) 3.3

(a) Subsidiaries (Cont'd)

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

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

A list of the Group's subsidiaries is set out in Note 13.1.

(b) Transactions with non-controlling interests

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

Disposal of subsidiaries (C)

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

(d) Business combination under common control

> The Group accounts for business combination under common control by measuring acquired assets and liabilities of the acquire in the proportion of interests under common control at the carrying values of the acquiree presented in the highest level of the consolidation prior to the business combination under common control at the acquisition date. The Group retrospectively adjusted the business combination under common control transactions as if the combination occurred from the beginning of period of which the financial statements in the previous period are comparatively presented in accordance with the guidance of business combination under common control as issued by the Federation of Accounting Professions.

> Costs of business combination under common control are the aggregated amount of fair value of assets transferred, liabilities incurred and equity instruments issued by the acquirer at the date of which the exchange in control occurs. Other costs directly attribute to business combination under common control, such as professional fees of legal advisors and other advisors, registration fees, and costs relating to preparation of information for shareholders, are capitalised as an investment in the separate financial statements while immediately recognised as expenses in the consolidated financial statements in the period of which the business combination occurs.

> The difference between costs of business combination under common control and the acquirer's interests in the carrying value of the acquiree is presented as "Surplus arising from business combination under common control" in equity and is derecognised when the investment is disposed (transfer to retained earnings).

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 3 Accounting policies (Cont'd)

#### Group accounting - investments in subsidiaries and associates and interests in joint ventures (Cont'd) 3.3

#### Associates (e)

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting.

A list of the Group's associates is set out in Note 13.2.

(f) Joint arrangements

> Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group assessed the characteristics of its joint arrangement and classified as joint venture which are accounted for using the equity method.

A list of the Group's joint ventures is set out in Note 13.3.

(g) Accounting under equity method

> Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill identifies on acquisition.

> If the ownership interest in associates and joint ventures is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Profit or loss from reduce of the ownership interest in an associates and joint ventures is recognise in profit or loss.

> The Group's share of its associates and joint ventures' post-acquisition profits or losses is recognised in the profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. The cumulative postacquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in associates and joint ventures equals or exceeds its interest in the associates and joint ventures, together with any long-term interests that, in substance, form part of the entity's net investment in the associates or joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associates and joint ventures.

> The Group determines at each reporting date whether there is any objective evidence that the investments in the associates and joint ventures are impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the investments and its carrying value and recognises the amount adjacent to share of profit (loss) of associates and joint ventures in profit or loss.

> Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the associates and joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates and joint ventures have been changed where necessary to ensure consistency with the policies adopted by the Group.

Separate financial statements (h)

> In the separate financial statements, investments in subsidiaries, associates and joint ventures are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 3.4 Foreign currency translation

(a) Functional and presentation currency

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

#### (b) Transactions and balances

Foreign currency transactions are translated into Thai Baht using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies as at period end date are recognised in the profit or loss.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in profit and loss, any exchange component of that gain or loss is recognised in profit and loss.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- Income and expenses for each statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised in other comprehensive income

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

#### 3.5 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Deposits at financial institutions that are restricted in use are presented as "Fixed deposits pledged as collateral" under non-current assets in the statements of financial position.

### 3.6 Trade accounts receivable

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

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

#### 3.7 Inventories

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

### 3.8 Investments

Investments other than investments in subsidiaries, associates and joint ventures are classified into the following four categories: (1) trading investments; (2) held-to-maturity investments; (3) available-for-sale investments; and (4) general investments. The classification is dependent on the purpose for which the investments were acquired. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

- (a) Investments that are acquired principally for the purpose of generating a profit from short-term fluctuations in price are classified as trading investments and included in current assets.
- (b) Investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held-to-maturity.
- (c) Investments intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, are classified as available-for-sale.
- (d) Investments in non-marketable equity securities are classified as general investments.

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

Trading investments and available for sale investments are subsequently measured at fair value. The unrealised gains and losses of trading investments are recognised in profit or loss. The unrealised gains and losses of available for sale investments are recognised in other comprehensive income.

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

General investments are carried at cost less impairment loss

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

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

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 3.9 Property, plant and equipment

Land and buildings comprise mainly factories and offices and are shown at fair value, based on valuations by external independent appraiser every 5 years, less subsequent depreciation for buildings. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset, and the net amount is restated to the revalued amount of the asset. All property and plant are stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Increases in the carrying amount arising on revaluation of lands and building are credited to other comprehensive income and shown as gain on asset revaluation in equity. Decreases that offset previous increases of the same asset are charged in other comprehensive income and debited against gain on asset revaluation directly in equity; all other decreases are charged to profit or loss. Each year, the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based on the asset's original cost is transferred from gain on asset revaluation to retained earnings.

Land is not depreciated. Depreciation on other assets is calculated using the straight line method to allocate their cost or the revalued amount, add if appropriate to their residual values over their estimated useful lives, as follows:

| Land improvements             | 5 - 30 years  |
|-------------------------------|---------------|
| Buildings and structures      | 20 - 40 years |
| Machinery and equipment       | 5 - 10 years  |
| Vehicles                      | 5 years       |
| Fixtures and office equipment | 3 - 5 years   |

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

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

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within "other gain (loss) - net" in profit or loss.

When revalued assets are sold, the amounts included in gain on asset revaluation are transferred to retained earnings.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 3.10 Rubber and palm plantations

Rubber and palm plantations are stated at cost less accumulated amortisation and allowance for impairment, if any.

All costs comprising mainly lands clearing, lands terracing and drainage, planting, weeding and fertilizing involved during the immature period until the rubbers and palms are ready for commercial harvesting at approximately 7 years for rubbers and 2 - 3 years for palms, are capitalised. The Group amortises rubber and palm plantations cost after the commercial harvesting, using a straight-line basis, over a period of 25 years.

### 3.11 Intangible assets

#### **Computer software**

The Group initial computer software programmes from purchase consideration as intangible assets. Historical cost include the expenditure directly attribute to acquisition of items and amortised over their estimated useful life in between 3-10 years.

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

### 3.12 Investment properties

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

Land held under operating leases is classified and accounted for by the Group as investment property when the rest of the definition of investment property is met. The operating lease is accounted for as if it were a finance lease.

Investment property is measured initially at its cost including related transaction costs and measured subsequently after initial recognition at fair value assessed by independent appraiser. Fair value adjustments of investment properties are recognised in profit or loss

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised. The investment property is subsequently measured at fair values. (The fair value of investment property reflects, among other things, rental income from current leases and other assumptions market participants would make when pricing the property under current market conditions.)

Changes in fair values are recognised in profit or loss. Investment properties are derecognised either when they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

Where the Group disposes of a property at fair value in an arm's length transaction, the carrying value immediately prior to the sale is adjusted to the transaction price, and the adjustment is recorded in profit or loss within net gain from fair value adjustment on investment property.

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

#### 3.12 Investment properties (Cont'd)

If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment. Its fair value at the date of reclassification becomes its cost for subsequent accounting purposes.

If an item of owner occupied property becomes and investment property because its use has changed, any difference resulting between the carrying amount and the fair value of this item at the date of transfer is treated in the same way as a revaluation under TAS 16. Any resulting increase in the carrying amount of the property is recognised in profit or loss to the extent that it reverses a previous impairment loss, with any remaining increase recognised in other comprehensive income and increase directly to equity in gain on asset revaluation. Any resulting decrease in the carrying amount of the property is initially charged in other comprehensive income against any previously recognised gain on asset revaluation, with any remaining decrease charged to profit or loss.

Where an investment property undergoes a change in use, evidenced by commencement of development with a view to sale, the property is transferred to inventories. A property's deemed cost for subsequent accounting as inventories is its fair value at the date of change in use.

#### 3.13 Goodwill

At the date of acquisition. Goodwill on acquisitions of subsidiaries (Note 18) is separately reported in the consolidated statement of financial position.

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

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

#### 3.14 Impairment of assets

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

#### 3.15 Financial instruments

(a) Fair value estimation of financial assets and liabilities

The fair values of financial instruments traded in active markets (such as exchange traded and over-the-counter securities and derivatives) are based on quoted market prices at the date of the statement of financial position. The quoted market prices used for financial assets are the current bid prices; the appropriate quoted market prices for financial liabilities are the current asking prices.

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#### Accounting policies (Cont'd) 3

#### 3.15 Financial instruments (Cont'd)

Fair value estimation of financial assets and liabilities (Cont'd) (a)

The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Group and the Company use a variety of methods and makes assumptions that are based on the market conditions existing at each statement of financial position date. Where appropriate, quoted market prices or dealer quotes for similar instruments are used. Valuation techniques, such as discounted cash flow analysis, are also used to determine the fair values of the financial instruments.

The fair values of financial assets and liabilities carried at amortised cost approximate their carrying amounts.

(b) Derivative financial instruments

> Derivative financial instruments comprise foreign exchange swaps, foreign exchange options, forward foreign exchange contracts, rubber futures and physical forward contracts.

The Group does not apply hedge accounting for derivatives.

Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at fair value, and the gains or losses are recognised in the statement of income. Fair value is determined based on guoted market prices from related active exchange market at the date of the statement of financial position.

Derivative financial instruments are reported in the financial statements on a net basis where legal right of set off exists. Derivative financial instruments are carried as assets when their fair value is positive and as liabilities when their fair value is negative.

#### 3.16 Borrowings

Borrowings comprising borrowings from financial institutions and debentures are recognised initially at the fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective yield method.

Fees paid on the establishment of borrowings facilities are recognised as transaction costs of the borrowings to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent that there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

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

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or losses expense in the period in which they are incurred.



Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 3 Accounting policies (Cont'd)

#### 3.17 Leases - where the Group is the lessee

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

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

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

#### 3.18 Current and deferred income taxes

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

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

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

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

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

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 3.19 Employee benefits

(a) Defined contribution

Defined contribution plans are post-employment benefit plans under which Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions once the contributions have been paid.

The contributions are recognised as employee benefit expense through profit or loss in which they are incurred

(b) Retirement benefits

The Group provides retirement benefits plan for employees under Thai Labor Law. Typically defined benefit plans define an amount of retirement benefit that an employee will receive on retirement, usually depends on salary base and estimated service year till the expected retirement period. The defined benefit obligation is calculated annually by independent actuary using the projected unit credit method with actuarial Techniques independent actuary in a regular basis to not resulted in a significant difference from the expected amount at financial reporting date. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using base salary of staff turnover rate, years to retirement, mortality rate, working term and other factor with market yield of government bond.

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

Past-service costs are recognised immediately in profit or loss.

#### 3.20 Provisions

Provisions except employee benefits provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

#### 3.21 Share capital

Ordinary shares are classified as equity.

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

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 3.22 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sales of goods and services net of output tax, returns, rebates and discounts, and after eliminating sales within the Group for the consolidated financial statements.

The Group recognises revenue when the amount of revenue and related costs can be reliably measured; it is probable that future economic benefits will flow to the entity and when the specific criteria for each of the Group's activities are met as follows:

(a) Sales of goods

Sales of goods are recognised when significant risks and rewards of ownership of the products are transferred to the buyer and the collectability of the related receivable is reasonably assured.

(b) Rendering of services

Revenue from services is recognised accordance with its percentage of completion.

(c) Interest income

Interest income is recognised on an accrual basis unless collectability is in doubt using the effective interest method.

(d) Dividend income

Dividend income is recognised when the right to receive payment is established.

(e) Rental income

Rental income is recognised on an accrual basis in accordance with the relevant rental agreements.

#### 3.23 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders.

#### 3.24 Segment reporting

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

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 4 Critical accounting estimates and judgments

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

#### 4.1 Impairment of non-financial assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that their carrying amounts exceed their recoverable amounts. The assessment of the carrying amounts often requires the use of estimates and assumptions such as discount rates, exchange rates, commodity prices, future capital requirements and future operating performance. The key line item affected will be "Property, plant and equipment" as disclosed in Note 15.

#### 4.2 Lands, land improvements, buildings and structures revaluation

After initial recognition of lands, land improvements, buildings and structures. As individual items, the Group presents the assets with revaluated amount at the date of revaluation less the accumulated depreciation and accumulated impairment loss (if any). As the Group's policy, the Group assessed the assets in a regular basis, every 5 years, in order to ensure that the carrying amount is not significant different from the fair value as at reporting date.

In the third quarter of 2017, the Group's fair value of lands, land improvements, buildings and structures was newly determined independently by related independent appraiser using the market approach and the replacement cost less accumulated depreciation. Increases in the carrying amount arising from the revaluation of lands and buildings are recognized to other comprehensive income and presented as a gain on asset revaluation in equity. Decreases that offset previous increases of the same asset are recognised in other comprehensive income and decreased in gains on asset revaluation directly in equity. All other decreases are charged to profit or loss (Note 15) which are presented at level 2 fair value.

#### 4.3 Goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 3.14. The recoverable amounts of cash - generating units have been determined based on value-in-use calculations. These calculations require the use of estimates (Note 18).

#### 4.4 Income tax and deferred income tax

The Group is subject to income tax in numerous jurisdictions. Significant judgment is required in determining the worldwide provision for income tax. There are many transactions and calculations for which the ultimate tax determination is uncertain. In addition, deferred tax assets and liabilities are recognised from temporary differences arising between tax bases of assets and liabilities and their carrying amounts for accounting purposes as at the date of statement of financial position. Significant management judgment is used in considering whether it is highly probable that the Group will generate sufficient taxable profits from its future operations to minimise these deferred tax assets. The Group's assumptions regarding the future taxable profits and the anticipated timing of minimise of deductible temporary differences and significant changes in these assumptions from period to period may have a material impact on financial position and results of operations.

For fair value of derivatives and other financial instruments. Most of derivatives that the Group enter into are traded in an active market and thus the fair value can be determined easily with insignificant degree of judgement.

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#### 5 Financial risk management

#### 5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. Thus risk management plan for the Group focusing on the fluctuation of financial market to reduce the effect of risk to the Group's operations. The Group used financial instruments to protect potential risk.

Risk management is carried out under supervision by the Group management, who identifies, evaluates and hedges financial risks but does not apply hedge accounting.

- (a) Market risk
  - (i) Foreign exchange risk

The Group operates internationally and are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollars. Foreign exchange risk arises from commercial transactions, net investment in foreign operations and borrowings. Management has set up policies to manage their foreign exchange risk against their functional currency. To manage the foreign exchange risk arising from future commercial transactions and borrowings, entities in the Group uses forward contracts. Foreign exchange risk arises when future commercial transactions are denominated in a currency that is not the Company's functional currency.

The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk.

If Thai Baht had changed by 2.37% (2016: 3.09%) against the US dollars and 3.15% (2016: 5.59%) against the Indonesian Rupiah with all other variables held constant, post-tax profit (loss) for the years, and shareholders' equity would have been impacted as follows:

|   | Consolidated<br>stateme |                      | Separate fi<br>stateme |                    |
|---|-------------------------|----------------------|------------------------|--------------------|
| -   | 2017<br>Baht'000        | 2016<br>Baht'000     | 2017<br>Baht'000       | 2016<br>Baht'000   |
| Impact to profit (loss) after<br>tax in the statements of<br>comprehensive income |                         |                      |                        |                    |
| THB against USD<br>- Weakened<br>- Strengthened                                   | 35,738<br>(35,738)      | 32,306<br>(32,306)   | 16,747<br>(16,747)     | 26,251<br>(26,251) |
| THB against Rupiah<br>- Weakened<br>- Strengthened                                | 49,435<br>(49,435)      | 102,911<br>(102,911) | :                      | -                  |
| Impact to shareholders'<br>equity in the statements<br>of financial position      |                         |                      |                        |                    |
| THB against USD<br>- Weakened<br>- Strengthened                                   | 130,563<br>(130,563)    | 169,576<br>(169,576) | -                      | -                  |
| THB against Rupiah<br>- Weakened<br>- Strengthened                                | 58,294<br>(58,294)      | 56,692<br>(56,692)   | :                      | -                  |

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#### 5 Financial risk management (Cont'd)

#### 5.1 Financial risk factors (Cont'd)

- (a) Market risk (Cont'd)
  - (ii) Price risk

The Group is exposed to commodity price risk from the natural rubber industry. The Group has managed the risks arising from price fluctuations by managing raw material sourcing using rubber futures and physical forward contracts. If the price of natural rubber decreases by 5.44% (2016: 16.65%), with all other variables held constant, post-tax profit (loss) for the years will decrease as follows:

|      | Consolidated<br>stateme |                  | Separate fii<br>stateme |                  |
|------|-------------------------|------------------|-------------------------|------------------|
|      | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Loss | 424,177                 | 337,901          | 331,439                 | 200,706          |

The Group is also exposed to equity securities price risk since investments held by the Group are classified on the statements of financial position as available-for-sale. Some of the Group's investments in equity securities are publicly traded in the Stock Exchange of Thailand. To manage its price risk arising from investments in equity, the Group applies the method of portfolios diversification.

The table below summarises the impact of increases in the equity securities on the Group's equity. The analysis is based on the assumption that the price per share of the invested securities had increased by 17.59% (2016: 10.00%), with all other variables held constant and all the Group's available-for-sale equity instruments moved according to the historical correlation with the index:

|  | Consolidated<br>stateme |                  | Separate fii<br>stateme |                  |
|--|-------------------------|------------------|-------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Equity - unrealised gains on<br>available-for-sale |                         |                  |                         |                  |
| investments  | 9,351                   | 4,869            | 5,214                   | 2,419            |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 5 Financial risk management (Cont'd)

#### 5.1 Financial risk factors (Cont'd)

- Market risk (Cont'd) (a)
  - (iii) Cash flow and fair value interest rate risk

The Group's interest rate risk arises from borrowings. Borrowings which are issued at floating rates expose the Group to cash flow interest rate risk. The Group manages their cash flow interest rate risk by entering into interest rate swap contracts. If the interest rate decreases by 0.25% (2016: 0.25%), the post-tax profit (loss) for the years will increase/decrease as follows:

|      | Consolidated<br>stateme |                  | Separate fii<br>stateme |                  |
|------|-------------------------|------------------|-------------------------|------------------|
|      | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Gain | 14,928                  | 10,796           | 7,428                   | 7,991            |

Borrowings which are issued at fixed rates expose the Group to fair value interest rate risk. However, changes in market interest rates will not have an impact on the statement of comprehensive income as borrowings are accounted for on an amortised cost basis.

(b) Credit risk

> Credit risk arises from cash and cash equivalents, derivative financial instruments, deposits with banks and financial institutions, as well as credit risk exposures to customers, including outstanding receivables and committed transactions. The Group also assesses credit quality of banks, financial institutions, and customers, taking into account their financial positions, past experience and other factors. The utilisation of credit limits is regularly monitored.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 5 Financial risk management (Cont'd)

#### 5.1 Financial risk factors (Cont'd)

#### (c) Liquidity risk

The Group monitors its liquidity requirements to ensure it has sufficient cash to meet operational needs.

The table below analyses the Group's maturity grouping based on the remaining periods at the date of statements of financial position to the contractual maturity date based on notional amount. The positive figures represent cash to be inflows and negative figures represent cash to be outflows due to be mature. The amounts disclosed below are the contractual undiscounted cash flows.

|  |                    | Consolidate              | d financial stat         | tements             |                   |
|--|--------------------|--------------------------|--------------------------|---------------------|-------------------|
|  | Less than          | Between                  | Between                  | Over                |                   |
|  | 1 year<br>Baht'000 | 1 to 2 years<br>Baht'000 | 2 to 5 years<br>Baht'000 | 5 years<br>Baht'000 | Total<br>Baht'000 |
| At 31 December 2017                        |                    |                          |                          |                     |                   |
| Short-term borrowings                      |                    |                          |                          |                     |                   |
| from financial institutions                | (24,707,198)       | -                        | -                        | -                   | (24,707,198)      |
| Trade accounts payable                     | (1,438,212)        | -                        | _                        | -                   | (1,438,212)       |
| Accrued expenses                           | (796,242)          | -                        | _                        | -                   | (796,242)         |
| Long-term borrowings                       | (100,242)          |                          |                          |                     | (100,242)         |
| from financial institutions                | (724,995)          | (1,317,825)              | (5,029,083)              | (1,588,546)         | (8,660,449)       |
| Debentures                                 | (683,973)          | (863,022)                | (1,520,320)              | (1,000,040)         | (3,067,315)       |
| Finance lease liabilities                  | (14,736)           | (29,103)                 | (1,520,520)              |                     | (43,839)          |
| Derivative financial instruments           | (14,750)           | (23,103)                 | -                        | -                   | (43,033)          |
| - Foreign exchange swaps                   | (920,558)          | -                        | _                        | -                   | (920,558)         |
| - Rubber futures (Buy)                     | (121,174)          |                          |                          | _                   | (121,174)         |
| - Rubber futures (Sell)                    | 5,105,420          | -                        | -                        | -                   | 5,105,420         |
| - Forward foreign exchange                 | 5,105,420          | -                        | -                        | -                   | 5,105,420         |
| Contracts (Sell)                           | 8,615,656          |                          |                          | -                   | 8,615,656         |
| - Physical forward contracts               | 0,013,030          | -                        | -                        | -                   | 0,015,050         |
| -  | (44,818)           |                          |                          |                     | (44,818)          |
| (Buy)<br>- Foreign exchange options        | (44,010)           | -                        | -                        | -                   | (44,010)          |
| <b>a</b>                                   | (4.270.240)        |                          |                          |                     | (4.270.240)       |
| (Buy)<br>- Foreign exchange options        | (4,379,240)        | -                        | -                        | -                   | (4,379,240)       |
| <b>a</b>                                   | 10 540 466         |                          |                          |                     | 10 540 466        |
| (Sell)<br>- Rubber options (Buy)           | 12,549,466         | -                        | -                        | -                   | 12,549,466        |
|  | (874,998)          | -                        | -                        | -                   | (874,998)         |
| - Rubber options (Sell)                    | 1,648,392          | -                        | -                        | -                   | 1,648,392         |
| At 31 December 2016                        |                    |                          |                          |                     |                   |
| Short-term borrowings                      |                    |                          |                          |                     |                   |
| from financial institutions                | (25,679,909)       | -                        | -                        | -                   | (25,679,909)      |
| Trade accounts payable                     | (1,664,665)        | -                        | -                        | -                   | (1,664,665)       |
| Accrued expenses                           | (1,050,981)        | -                        | -                        | -                   | (1,050,981)       |
| Long-term borrowings                       |                    |                          |                          |                     |                   |
| from financial institutions                | (5,628,242)        | (707)                    | -                        | -                   | (5,628,949)       |
| Debentures                                 | (101,822)          | (673,744)                | (2,384,508)              | -                   | (3,160,074)       |
| Finance lease liabilities                  | (8,727)            | (4,139)                  | (1,249)                  | -                   | (14,115)          |
| Derivative financial instruments           | . ,                | . ,                      | . ,                      |                     | . ,               |
| <ul> <li>Foreign exchange swaps</li> </ul> | (1,009,282)        | -                        | -                        | -                   | (1,009,282)       |
| - Rubber futures (Buy)                     | (612,131)          | -                        | -                        | -                   | (612,131)         |
| - Rubber futures (Sell)                    | 975,096            | -                        | -                        | -                   | 975,096           |
| - Forward foreign exchange                 |                    |                          |                          |                     |                   |
| contracts (Sell)                           | 8,173,703          | -                        | -                        | -                   | 8,173,703         |
| - Physical forward contracts               | , , ,              |                          |                          |                     |                   |
| (Buy)                                      | (211,294)          | -                        | -                        | -                   | (211,294)         |
| - Physical forward contracts               |                    |                          |                          |                     | ( , , , , , ,     |
| (Sell)                                     | 231,061            | -                        | -                        | -                   | 231,061           |
|  |                    |                          |                          |                     | ,                 |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 5 Financial risk management (Cont'd)

#### 5.1 Financial risk factors (Cont'd)

(c) Liquidity risk (Cont'd)

|   |                                 | Separate                            | financial staten                    | nents                       |                   |
|---|---------------------------------|-------------------------------------|-------------------------------------|-----------------------------|-------------------|
|   | Less than<br>1 year<br>Baht'000 | Between<br>1 to 2 years<br>Baht'000 | Between<br>2 to 5 years<br>Baht'000 | Over<br>5 years<br>Baht'000 | Total<br>Baht'000 |
|   | Bant 000                        | Bant 000                            | Bant 000                            | Bant 000                    | Ballt 000         |
| At 31 December 2017<br>Short-term borrowings  |                                 |                                     |                                     |                             |                   |
| from financial institutions   | (17,649,531)                    | -                                   | -                                   | -                           | (17,649,531)      |
| Trade accounts payable  | (1,168,260)                     | -                                   | -                                   | -                           | (1,168,260)       |
| Accrued expenses  | (360,774)                       | -                                   | -                                   | -                           | (360,774)         |
| Long-term borrowings  |                                 |                                     |                                     |                             |                   |
| from financial institutions   | (493,426)                       | (1,077,900)                         | (3,550,501)                         | -                           | (5,121,827)       |
| Debentures  | (683,972)                       | (863,022)                           | (1,520,320)                         | -                           | (3,067,314)       |
| Finance lease liabilities<br>Derivative financial<br>instruments                          | (4,585)                         | (10,196)                            | <u> </u>                            | -                           | (14,781)          |
| - Foreign exchange swaps  | (920,558)                       | -                                   | -                                   | -                           | (920,558)         |
| - Rubber futures (Buy)  | (86,694)                        | -                                   | -                                   | -                           | (86,694)          |
| <ul> <li>Rubber futures (Sell)</li> <li>Forward foreign<br/>exchange contracts</li> </ul> | 3,480,532                       | -                                   | -                                   | -                           | 3,480,532         |
| - (Sell)  | 4,941,931                       | -                                   | -                                   | -                           | 4,941,931         |
| - Foreign exchange  |                                 |                                     |                                     |                             |                   |
| options (Buy)<br>- Foreign exchange   | (2,549,110)                     | -                                   | -                                   | -                           | (2,549,110)       |
| options (Sell)  | 9,869,632                       | -                                   | -                                   | -                           | 9,869,632         |
| - Rubber options (Buy)  | (874,998)                       | -                                   | -                                   | -                           | (874,998)         |
| - Rubber options (Sell)   | 1,648,392                       | -                                   | -                                   | -                           | 1,648,392         |
| At 31 December 2016<br>Short-term borrowings  |                                 |                                     |                                     |                             |                   |
| from financial institutions   | (16,559,224)                    | -                                   | -                                   | -                           | (16,559,224)      |
| Trade accounts payable  | (1,001,265)                     | -                                   | -                                   | -                           | (1,001,265)       |
| Accrued expenses  | (473,496)                       | -                                   | -                                   | -                           | (473,496)         |
| Long-term borrowings  |                                 |                                     |                                     |                             |                   |
| from financial institutions   | (4,463,418)                     | -                                   | -                                   | -                           | (4,463,418)       |
| Debentures  | (101,822)                       | (673,744)                           | (2,384,508)                         | -                           | (3,160,074)       |
| Finance lease liabilities<br>Derivative financial<br>instruments                          | (2,727)                         | (3,461)                             | (1,249)                             | -                           | (7,437)           |
| - Foreign exchange swaps  | (1,009,282)                     | -                                   | -                                   | -                           | (1,009,282)       |
| - Rubber futures (Buy)  | (522,313)                       | -                                   | -                                   | -                           | (522,313)         |
| - Rubber futures (Sell)<br>- Forward foreign<br>exchange contracts                        | 683,214                         | -                                   | -                                   | -                           | 683,214           |
| - receipts  | 5,340,795                       | -                                   | -                                   | -                           | 5,340,795         |
|   | -,,- •••                        |                                     |                                     |                             | -,,-              |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 5 Financial risk management (Cont'd)

#### 5.2 Capital risk management

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

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

Management regards total equity as the capital of the Group. The Group monitors capital on the basis of the net debt to total equity ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total liabilities as shown in the consolidated statement of financial position less cash and cash equivalents. Total equity is as shown in the statements of financial position both Consolidated and Separate financial statements only.

The net debt to total equity ratios as at 31 December 2017 and 2016 were as follows:

|  |                           | Consolidated financial Separate statements statem |                         |                         |
|--|---------------------------|---|-------------------------|-------------------------|
|  | 2017<br>Baht'000          | 2016<br>Baht'000                                  | 2017<br>Baht'000        | 2016<br>Baht'000        |
| Total liabilities<br><u>Less</u> Cash and cash equivalents | 36,430,890<br>(2,241,900) | 36,046,637<br>(1,674,619)                         | 24,366,688<br>(269,019) | 23,798,959<br>(341,997) |
| Net debt   | 34,188,990                | 34,372,018  | 24,097,669              | 23,456,962              |
| Total equity   | 23,276,891                | 19,911,918  | 19,228,222              | 13,087,690              |
| Net debt to total equity ratio                             | 1.47                      | 1.73  | 1.25                    | 1.79                    |

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#### 5.3 Fair value measurements

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities

- Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liabilities, either directly (that is, as prices) or indirectly (that is, derived from prices)
- Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs)

The following table presents the Group's financial assets and liabilities that are measured at fair value at 31 December 2017, excluding lands, land improvements, buildings and structures and investment properties (Note 15 and Note 19).

|  | Con                 | solidated fina      | incial statemei     | nts               |
|--|---------------------|---------------------|---------------------|-------------------|
|  | Level 1<br>Baht'000 | Level 2<br>Baht'000 | Level 3<br>Baht'000 | Total<br>Baht'000 |
| Assets<br>Financial assets at fair value through<br>profit or loss   |                     |                     |                     |                   |
| - Trading derivatives (Note 8)<br>Available-for-sale financial assets  | 256,739             | 151,200             | -                   | 407,939           |
| - Equity securities (Note 14)  | 53,299              |                     | <u> </u>            | 53,299            |
| Total assets   | 310,038             | 151,200             | <u> </u>            | 461,238           |
| Liabilities<br>Financial liabilities at fair value through<br>profit or loss<br>- Trading derivatives (Note 8) | 45,338              | 185,905             | -                   | 231,243           |
| Total liabilities  | 45,338              | 185,905             |                     | 231,243           |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 5 Financial risk management (Cont'd)

#### 5.3 Fair value measurements (Cont'd)

|  | Se                  | parate financ       | ial statements      | i                 |
|--|---------------------|---------------------|---------------------|-------------------|
|  | Level 1<br>Baht'000 | Level 2<br>Baht'000 | Level 3<br>Baht'000 | Total<br>Baht'000 |
| Assets<br>Financial assets at fair value through<br>profit or loss           |                     |                     |                     |                   |
| - Trading derivatives (Note 8)<br>Available-for-sale investment              | 153,777             | 102,743             | -                   | 256,520           |
| - Equity securities (Note 14)  | 52,097              |                     |                     | 52,097            |
| Total assets   | 205,874             | 102,743             |                     | 308,617           |
| Liabilities<br>Financial liabilities at fair value through<br>profit or loss |                     |                     |                     |                   |
| - Trading derivatives (Note 8)   | 34,004              | 164,126             |                     | 198,130           |
| Total liabilities  | 34,004              | 164,126             |                     | 198,130           |

The following table presents the Group's financial assets and liabilities that are measured at fair value at 31 December 2016, excluding lands, land improvements, buildings and structures and investment properties (Note 15 and Note 19).

|  | Con      | solidated fina | ncial statemer | nts      |
|--|----------|----------------|----------------|----------|
|  | Level 1  | Level 2        | Level 3        | Total    |
|  | Baht'000 | Baht'000       | Baht'000       | Baht'000 |
| Assets   |          |                |                |          |
| Financial assets at fair value through<br>profit or loss                     |          |                |                |          |
| - Trading derivatives (Note 8)<br>Available-for-sale investment              | 23,054   | 141,926        | -              | 164,980  |
| - Equity securities (Note 14)  | 48,703   |                | -              | 48,703   |
| Total assets   | 71,757   | 141,926        |                | 213,683  |
| Liabilities<br>Financial liabilities at fair value through<br>profit or loss |          |                |                |          |
| - Trading derivatives (Note 8)   | 280,758  | 374,162        |                | 654,920  |
| Total liabilities  | 280,758  | 374,162        |                | 654,920  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 5 Financial risk management (Cont'd)

#### 5.3 Fair value measurements (Cont'd)

|   | Se                  | parate financi      | ial statements      | ;                 |
|---|---------------------|---------------------|---------------------|-------------------|
|   | Level 1<br>Baht'000 | Level 2<br>Baht'000 | Level 3<br>Baht'000 | Total<br>Baht'000 |
| Assets  |                     |                     |                     |                   |
| Financial assets at fair value through<br>profit or loss      |                     |                     |                     |                   |
| - Trading derivatives (Note 8)                                | 20,156              | 4                   | -                   | 20,160            |
| Available-for-sale investment                                 |                     |                     |                     |                   |
| - Equity securities (Note 14)                                 | 47,587              | -                   | -                   | 47,587            |
| Total assets  | 67,743              | 4                   |                     | 67,747            |
| Liabilities   |                     |                     |                     |                   |
| Financial liabilities at fair value through<br>profit or loss |                     |                     |                     |                   |
| - Trading derivatives (Note 8)                                | 209,386             | 251,460             | -                   | 460,846           |
| Total liabilities   | 209,386             | 251,460             |                     | 460,846           |
|   |                     |                     |                     |                   |

There was no transfer between levels 1 and 2 during the year.

(a) Financial instruments in level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the statement of financial position date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

(b) Financial instruments in level 2

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

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

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

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#### 6 Segment information

The chief operating decision-maker (CODM) has been identified as the Managing Director (MD). The MD reviews the Group's internal reporting regularly in order to assess performance and allocate resources. The MD measures the business based on a measure of segment profit, which is derived on a basis consistent with the measurement of profit for the years in the consolidated financial statements.

Operating segments are defined as components of the Group for which separate financial statements available on a company basis is evaluated regularly by the MD

There are four reportable segments as follows:

- (1) Natural Rubber Products: This segment is engaged in manufacture, sale and trading of ribbed smoked sheets, concentrated latex and block rubbers. This segment also includes the manufacture and sale of powdered and powder-free latex examination gloves, escalator handrails, rubber injection-moulded goods, and high-pressure hydraulic hoses.
- (2) Engineering Business: This segment is engaged in the engineering services including research and development of machinery and production processes, and also providing information system services.
- (3) Plantation: This segment is engaged in plantations including rubber, palm and temperate fruits.
- (4) Other Businesses: This segment is engaged in logistics services and other services. These services are provided mainly to the Group, with minor services provided externally.

As at 31 December 2017, the Group operates across four business segments in seven main geographical areas (2016: seven main geographical areas). The allocation of revenue to each geographical area is based on the origin of sales.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

6 Segment information (Cont'd)

Reportable segments by geographical areas of consolidated financial statements for the year ended 31 December 2017

|   |                                    |                                 |                            |                          | Consolidate           | <b>Consolidated financial statements</b> | atements                |                             |                      |                          |                                      |
|---|------------------------------------|---------------------------------|----------------------------|--------------------------|-----------------------|--|-------------------------|-----------------------------|----------------------|--------------------------|--------------------------------------|
|   |                                    |                                 | Natural                    | Natural Rubber Products  | ts                    |  |                         | Engineering<br>Business     | Plantation           | Other<br>Businesses      |                                      |
|   | Thailand<br>Baht'000               | Indonesia<br>Baht'000           | Singapore<br>Bahť 000      | USA<br>Baht'000          | China<br>Baht'000     | Vietnam<br>Bahť 000                      | Myanmar<br>Baht'000     | Thailand<br>Baht'000        | Thailand<br>Baht'000 | Thailand<br>Baht'000     | Total<br>Baht'000                    |
| Segment revenues<br>Inter-segment revenues  | 73,821,737<br>(13,973,051)         | 12,812,212<br>(10,659,499)      | 25,867,508<br>(2,996,449)  | 2,349,048<br>-           | 1,833,858<br>(49,653) |  | 352,323<br>(352,323)    | 1,081,214<br>(937,127)      | 3,397<br>(1,609)     | 1,128,545<br>(893,137)   | 119,249,842<br>(29,862,848)          |
| Revenues from<br>external customers   | 59,848,686                         | 2,152,713                       | 22,871,059                 | 2,349,048                | 1,784,205             |  | '                       | 144,087                     | 1,788                | 235,408                  | 89,386,994                           |
| Depreciation and<br>amortisation<br>Finance income<br>Finance costs<br>Share of profit from<br>investments in | (1,468,992)<br>45,355<br>(827,668) | (279,109)<br>1,711<br>(339,398) | (6,586)<br>384<br>(18,496) | (1,605)<br>-<br>(34,166) | (2,728)<br>801<br>-   | · ← ·                                    | (5,116)<br>-<br>(3,858) | (22,076)<br>970<br>(21,264) | (35,749)<br>88<br>-  | (30,425)<br>351<br>(734) | (1,852,386)<br>49,661<br>(1,245,584) |
| associates and joint venture  | 129,841                            | 1                               | T                          | I<br>I                   | '  <br>               | 1  | '                       | 1                           | I                    | 1                        | 129,841                              |
| Profit (loss) before<br>income tax  | 2,505,829                          | 903,738                         | 784,367                    | (107,669)                | (49,611)              | (1,805)                                  | 7,628                   | 33,099                      | (175,873)            | 4,070                    | 3,903,773                            |
| Income tax  | 222,258                            | (235,277)                       | (33,031)                   | 5,592                    | 12,176                | •  | '                       | (873)                       | 12,063               | (3,538)                  | (20,630)                             |
| Profit (loss) for the year  | 2,728,087                          | 668,461                         | 751,336                    | (102,077)                | (37,435)              | (1,805)                                  | 7,628                   | 32,226                      | (163,810)            | 532                      | 3,883,143                            |
| Intersegmental balances   |                                    |                                 |                            |                          |                       |  |                         |                             |                      | I                        | (5,301,684)                          |
| Total loss for the year   |                                    |                                 |                            |                          |                       |  |                         |                             |                      | I                        | (1,418,541)                          |
| Total assets  | 58,032,182                         | 7,463,181                       | 6,039,550                  | 461,647                  | 1,437,773             | 25,644                                   | 157,835                 | 1,255,111                   | 6,561,032            | 4,138,569                | 85,572,524                           |
| Intersegmental balances<br><b>Total assets</b>  |                                    |                                 |                            |                          |                       |  |                         |                             |                      |                          | (25,864,743)<br>59,707,781           |
|   |                                    |                                 |                            |                          |                       |  |                         |                             |                      |                          |                                      |

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# 6 Segment information (Cont'd)

Reportable segments by geographical areas of consolidated financial statements for the year ended 31 December 2016

|   |                                  |                                 |                           |                          | Consolidate           | <b>Consolidated financial statements</b> | atements                |                             |                      |                            |                                    |
|---|----------------------------------|---------------------------------|---------------------------|--------------------------|-----------------------|--|-------------------------|-----------------------------|----------------------|----------------------------|------------------------------------|
|   |                                  |                                 | Natural                   | Natural Rubber Products  | ş                     |  |                         | Engineering<br>Business     | Plantation           | Other<br>Businesses        |                                    |
|   | Thailand<br>Bahť 000             | Indonesia<br>Baht'000           | Singapore<br>Bahť/000     | USA<br>Baht'000          | China<br>Baht'000     | Vietnam<br>Bahť 000                      | Myanmar<br>Baht'000     | Thailand<br>Baht'000        | Thailand<br>Bahť 000 | Thailand<br>Baht'000       | Total<br>Baht'000                  |
| Segment revenues<br>Inter-segment revenues  | 53,455,378<br>(5,346,292)        | 8,644,332<br>(6,432,748)        | 22,578,565<br>(1,511,231) | 1,888,666<br>(21,632)    | 1,277,297<br>-        |  | 153,744<br>(153,744)    | 2,432,624<br>(387,361)      | 874<br>-             | 1,545,820<br>(858,772)     | 91,977,300<br>(14,711,780)         |
| Revenues from<br>external customers   | 48,109,086                       | 2,211,584                       | 21,067,334                | 1,867,034                | 1,277,297             |  | ĺ                       | 2,045,263                   | 874                  | 687,048                    | 77,265,520                         |
| Depreciation and<br>amortisation<br>Finance income<br>Finance costs<br>Share of profit from<br>invocements in | (818,239)<br>30,663<br>(458,192) | (279,282)<br>2,895<br>(167,317) | (8,364)<br>221<br>(5,397) | (2,023)<br>-<br>(29,115) | (2,245)<br>1,053<br>- | (95)<br>2<br>(7)                         | (5,388)<br>-<br>(4,671) | (19,477)<br>198<br>(41,207) | (30,071)<br>90<br>-  | (30,041)<br>188<br>(1,429) | (1,195,225)<br>35,310<br>(707,335) |
| associates and<br>joint ventures  | 402,762                          |                                 | '<br>'                    | •                        | •                     |  | '                       | '                           | •                    | •                          | 402,762                            |
| Profit (loss) before<br>income tax  | (587,837)                        | (673,482)                       | 493,399                   | (137,091)                | (21,805)              | (1,366)                                  | (19,070)                | 201,017                     | (130,888)            | 68,846                     | (808,277)                          |
| Income tax  | 268,762                          | 92,632                          | (70,664)                  | 38,005                   | 10,831                | •  | •                       | (41,538)                    | 91                   | (14,877)                   | 283,242                            |
| Profit (loss) for the year  | (319,075)                        | (580,850)                       | 422,735                   | (99,086)                 | (10,974)              | (1,366)                                  | (19,070)                | 159,479                     | (130,797)            | 53,969                     | (525,035)                          |
| Intersegmental balances   |                                  |                                 |                           |                          |                       |  |                         |                             |                      | I                          | (264,695)                          |
| Total loss for the year   |                                  |                                 |                           |                          |                       |  |                         |                             |                      | Ι                          | (789,730)                          |
| Total assets  | 44,774,453                       | 7,028,403                       | 5,832,076                 | 1,192,068                | 507,563               | 30,848                                   | 118,656                 | 2,386,886                   | 6,037,853            | 4,047,556                  | 71,956,362                         |
| Intersegmental balances   |                                  |                                 |                           |                          |                       |  |                         |                             |                      | I                          | (15,997,807)                       |
| Total assets  |                                  |                                 |                           |                          |                       |  |                         |                             |                      | I                          | 55,958,555                         |

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

The non-current assets, excluding financial instruments, deferred income tax assets and withholding tax deducted at source, can be presented as segment by geography as follows:

|           | Consolidate<br>statem |                  |
|-----------|-----------------------|------------------|
|           | 2017<br>Baht'000      | 2016<br>Baht'000 |
| Thailand  | 26,642,434            | 15,807,820       |
| Indonesia | 2,817,865             | 2,003,222        |
| Singapore | 165,898               | 160,012          |
| USĂ       | 1,580                 | 2,588            |
| China     | 18,227                | 23,040           |
| Myanmar   | 25,627                | 31,371           |
| Vietnam   | 131                   | 209              |
| Total     | 29,671,762            | 18,028,262       |

#### 7 Cash and cash equivalents

|                                  | Consolidated<br>statem |           | Separate fi<br>stateme |          |
|----------------------------------|------------------------|-----------|------------------------|----------|
|                                  | 2017                   | 2016      | 2017                   | 2016     |
|                                  | Baht'000               | Baht'000  | Baht'000               | Baht'000 |
| Cash on hand                     | 109,973                | 60,071    | 23,281                 | 29,587   |
| Deposits held at call with banks | 2,131,927              | 1,614,548 | 245,738                | 312,410  |
| Total cash and cash equivalents  | 2,241,900              | 1,674,619 | 269,019                | 341,997  |

The effective interest rates on deposits held at call with banks were 0.10% - 4.50% per annum (2016: 0.05% - 3.50% per annum).

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#### 8 **Derivative financial instruments**

|  | Con                | solidated finan         | cial statements    | 6                       |
|--|--------------------|-------------------------|--------------------|-------------------------|
|  | 201                | 7                       | 201                | 6                       |
|  | Assets<br>Baht'000 | Liabilities<br>Baht'000 | Assets<br>Baht'000 | Liabilities<br>Baht'000 |
| Foreign exchange swaps                 | 23,779             | (55,844)                | -                  | (120,311)               |
| Foreign exchange options               | -                  | (65,293)                | -                  | -                       |
| Rubber options                         | 14,161             | (58,646)                | -                  | -                       |
| Forward foreign exchange contracts     | 113,261            | (5,183)                 | 60,359             | (188,190)               |
| Rubber futures                         | 256,738            | (45,338)                | 23,054             | (280,758)               |
| Physical forward contracts             |                    | (939)                   | 81,567             | (65,661)                |
| Total derivative financial instruments | 407,939            | (231,243)               | 164,980            | (654,920)               |

|  | S                  | eparate financia        | al statements      |                         |
|--|--------------------|-------------------------|--------------------|-------------------------|
|  | 201                | 7                       | 201                | 6                       |
|  | Assets<br>Baht'000 | Liabilities<br>Baht'000 | Assets<br>Baht'000 | Liabilities<br>Baht'000 |
| Foreign exchange swaps                 | 23,778             | (55,844)                | -                  | (120,311)               |
| Foreign exchange options               | -                  | (48,665)                | -                  | -                       |
| Rubber options                         | 14,161             | (58,646)                | -                  | -                       |
| Forward foreign exchange contracts     | 64,804             | (971)                   | 4                  | (131,150)               |
| Rubber futures                         | 153,777            | (34,004)                | 20,156             | (209,385)               |
| Total derivative financial instruments | 256,520            | (198,130)               | 20,160             | (460,846)               |

|                                    | Consolidated<br>stateme |                  | Separate fi<br>stateme |                  |
|------------------------------------|-------------------------|------------------|------------------------|------------------|
|                                    | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000 |
| Notional amounts                   |                         |                  |                        |                  |
| Foreign exchange swaps             | 920,558                 | 1,009,282        | 920,558                | 1,009,282        |
| Foreign exchange options           | 16,928,706              | -                | 12,418,742             | -                |
| Rubber options                     | 2,523,390               | -                | 2,523,390              | -                |
| Forward foreign exchange contracts | 8,615,656               | 8,173,703        | 4,941,931              | 5,340,795        |
| Rubber futures                     | 5,226,594               | 1,587,227        | 3,567,226              | 1,205,527        |
| Physical forward contracts         | 44,818                  | 442,355          | -                      | -                |

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#### 9 Trade accounts receivable and other receivables, net

|  | Consolidated<br>stateme                    |  | Separate fi<br>stateme                  |  |
|--|--|--|---|--|
|  | 2017<br>Baht'000                           | 2016<br>Baht'000                           | 2017<br>Baht'000                        | 2016<br>Baht'000                         |
| Trade accounts receivable<br>- other companies<br><u>Less</u> Allowance for impairment of<br>trade accounts receivable       | 6,384,306<br>(49,056)                      | 7,643,206<br>(42,359)                      | 3,159,695<br>(33,421)                   | 2,976,587<br>(27,636)                    |
|  | (12,222)                                   | (1=,000)                                   | (                                       | (,)                                      |
| Total trade accounts receivable<br>- other companies, net<br>Trade accounts receivable                                       | 6,335,250                                  | 7,600,847                                  | 3,126,274                               | 2,948,951                                |
| - related companies (Note 38.3)  | 4,140                                      | 98,594                                     | 774,966                                 | 333,977                                  |
| Total trade accounts receivable, net<br>Advances for inventories<br>Prepaid expenses<br>Accrued income and other receivables | 6,339,390<br>172,467<br>198,666<br>501,785 | 7,699,441<br>129,536<br>155,640<br>108,639 | 3,901,240<br>82,073<br>63,849<br>75,331 | 3,282,928<br>65,395<br>30,771<br>146,976 |
| Total trade accounts receivable and other receivables, net   | 7,212,308                                  | 8,093,256                                  | 4,122,493                               | 3,526,070                                |

In 2016, the Group recognised and wrote-off bad debt (including reversing the related allowance for impairment) in consolidated financial statements of Baht 82 million (2017: nil) and in separate financial statements of Baht 35 million (2017: nil).

The aging analysis of the trade accounts receivable - other companies as at 31 December from the due date is as follows:

|   | Consolidated<br>stateme |                      | Separate fi<br>stateme |                      |
|---|-------------------------|----------------------|------------------------|----------------------|
|   | 2017<br>Baht'000        | 2016<br>Baht'000     | 2017<br>Baht'000       | 2016<br>Baht'000     |
| Within credit terms<br>Overdue 1 - 30 days              | 5,392,887<br>832,691    | 6,886,141<br>637,701 | 2,428,577<br>629.149   | 2,493,897<br>421,462 |
| Overdue 31 - 60 days                                    | 50.049                  | 31.411               | 26.301                 | 18,560               |
| Overdue 61 - 90 days                                    | 24,029                  | 27,824               | 13,499                 | 989                  |
| Overdue 91 - 120 days                                   | 13,486                  | 2,566                | 10,180                 | -                    |
| Overdue 121 - 365 days                                  | 15,832                  | 12,284               | 11,452                 | 7,453                |
| More than 365 days                                      | 55,332                  | 45,279               | 40,537                 | 34,226               |
| Less Allowance for impairment of                        | 6,384,306               | 7,643,206            | 3,159,695              | 2,976,587            |
| trade accounts receivable                               | (49,056)                | (42,359)             | (33,421)               | (27,636)             |
| Total trade accounts receivable<br>other companies, net | 6,335,250               | 7,600,847            | 3,126,274              | 2,948,951            |

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#### 9 Trade accounts receivable and other receivables, net (Cont'd)

The aging analysis of the trade accounts receivable - related companies as at 31 December from the due date is as follows:

|  | Consolidated<br>stateme |                  | Separate fi<br>stateme |                  |
|--|-------------------------|------------------|------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000 |
| Within credit terms<br>Overdue 1 - 30 days             | 4,138                   | 96,613<br>1,981  | 767,717<br>14          | 318,735<br>8,346 |
| Overdue 31 - 60 days<br>Overdue 61 - 90 days           | 2                       | -                | 1                      | 6,711            |
| Overdue 91 - 120 days<br>Overdue 121 - 365 days        | -                       | -<br>-           | -<br>7,234             | -<br>185         |
| More than 365 days                                     | <u> </u>                | -                | -                      | -                |
| Total trade accounts receivable<br>- related companies | 4,140                   | 98,594           | 774,966                | 333,977          |

#### 10 Inventories, net

|   |                        | Cons                   | solidated fina                             | ncial stateme    | nts                    |                        |
|---|------------------------|------------------------|--|------------------|------------------------|------------------------|
|   | At c                   | ost                    | Allowance fo<br>cost in exco<br>realisable | ess of net       | Total inven            | tories, net            |
|   | 2017<br>Baht'000       | 2016<br>Baht'000       | 2017<br>Baht'000                           | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000       |
| Finished goods<br>Work-in-progress<br>Raw materials, packagings | 6,911,670<br>3,845,619 | 4,749,865<br>3,926,578 | (316,017)<br>(85,419)                      | (617)<br>(527)   | 6,595,653<br>3,760,200 | 4,749,248<br>3,926,051 |
| and chemicals<br>Spare parts and supplies                       | 6,487,633<br>372,348   | 12,189,730<br>112,369  | (5,724)<br>(87,131)                        | *(46,395)<br>-   | 6,481,909<br>285,217   | 12,143,335<br>112,369  |
| Total   | 17,617,270             | 20,978,542             | (494,291)                                  | (47,539)         | 17,122,979             | 20,931,003             |

\* As at 31 December 2016, the Group set up and allowance for damaged inventories from fire accident in PT Star Rubber approximately Baht 42 million (Rupiah 15,552 million). During 2017, the Group also reversed all related allowance of impairment loss for damaged inventories out from the financial statements based on the confirmation letter of related claim compensation from their insurers (Note 43).

|  |                        | S                      | Separate financ                             | ial statement    | s                      |                        |
|--|------------------------|------------------------|---|------------------|------------------------|------------------------|
|  | At                     | cost                   | Allowance for<br>cost in exce<br>realisable | ss of net        | Total inven            | tories, net            |
|  | 2017<br>Baht'000       | 2016<br>Baht'000       | 2017<br>Baht'000                            | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000       |
| Finished goods<br>Work-in-progress<br>Raw materials, vessels | 3,079,210<br>1,989,626 | 2,058,843<br>2,470,203 | (232,449)<br>(7,233)                        | :                | 2,846,761<br>1,982,393 | 2,058,843<br>2,470,203 |
| and chemicals<br>Spare parts and supplies                    | 2,795,540<br>55,325    | 6,285,089<br>50,499    | (287)                                       | (3,895)          | 2,795,253<br>55,325    | 6,281,194<br>50,499    |
| Total  | 7,919,701              | 10,864,634             | (239,969)                                   | (3,895)          | 7,679,732              | 10,860,739             |

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#### **10** Inventories, net (Cont'd)

During the year 2017, the cost of inventories for the consolidated financial statements was recognised as costs of sales and services amounting to Baht 76,998 million (2016: Baht 66,904 million) and for the separate financial statements amounting to Baht 48,541 million (2016: Baht 33,512 million).

Inventories are carried at lower of cost or net realisable value. As at 31 December 2017, the Group provided for an allowance for inventory cost in excess of net realisable value for consolidated financial statements amounting to Baht 344 million (2016: Reversal of allowance for inventory cost in excess of net realisable value amounting to Baht 454 million) and for the separate financial statements amounting to Baht 236 million (2016: Reversal of allowance for inventory cost in excess of net realisable value amounting to Baht 454 million).

#### 11 Other current assets

|                                       | Consolidated<br>statem |          | Separate f<br>statem |          |
|---------------------------------------|------------------------|----------|----------------------|----------|
|                                       | 2017                   | 2016     | 2017                 | 2016     |
|                                       | Baht'000               | Baht'000 | Baht'000             | Baht'000 |
| Value added tax refundable            | 507,229                | 219,954  | 156,953              | 64,930   |
| Prepaid withholding tax               | 16,121                 | 23,378   | -                    | -        |
| Undue input value added tax suspenses | 30,351                 | 70,770   | 13,620               | 47,791   |
| Total other current assets            | 553,701                | 314,102  | 170,573              | 112,721  |

#### 12 Fixed deposits pledged as collateral

As at 31 December 2017, the Group had fixed deposits pledged as collateral amounting to Baht 12 million (2016: Baht 12 million). For the year ended 31 December 2017, the fixed deposits earned interest rate of 0.65% to 1.50% per annum (2016: 0.10% to 1.35% per annum). Fixed deposits are pledged as collateral for short-term borrowings and bank guarantees facilities from several financial institutions.

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

#### 13.1 Investment in subsidiaries

The amount recognised in the statement of financial position are as follows:

|                   | Consolidated financial<br>statements |                  | Separate financial<br>statements |                  |
|-------------------|--------------------------------------|------------------|----------------------------------|------------------|
| As at 31 December | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Subsidiaries      | <u> </u>                             | -                | 18,153,389                       | 11,246,845       |

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

#### 13.1 Investment in subsidiaries (Cont'd)

Significant investments of the Company and its subsidiaries are as follows:

|   | Consolidated financial statements   |   |                                   |                                   |  |
|---|---|---|-----------------------------------|-----------------------------------|--|
|   |   |   | % Own<br>inte                     | ership<br>rest                    |  |
|   | Activities  | Countries of<br>incorporation             | 2017                              | 2016                              |  |
| <b>Subsidiaries</b><br>Sri Trang USA, Inc.<br>PT Sri Trang Lingga Indonesia   | Distribution of rubber products<br>Manufacture of block rubber  | USA<br>Indonesia                          | 100.00<br>90.00                   | 100.00<br>90.00                   |  |
| Anvar Parawood Co., Ltd.<br>Rubberland Products Co., Ltd.   | products<br>Manufacture of parawood<br>Manufacture of rubber  | Thailand<br>Thailand                      | 99.94<br>99.99                    | 99.94<br>99.99                    |  |
| Namhua Rubber Co., Ltd.   | products<br>Manufacture of rubber<br>products   | Thailand                                  | 99.99                             | 99.99                             |  |
| Sadao P.S. Rubber Co., Ltd.   | Manufacture of rubber<br>products   | Thailand                                  | 99.99                             | 99.99                             |  |
| Startex Rubber Co., Ltd.<br>Premier System Engineering Co., Ltd.  | Investment holding<br>Providing engineering<br>services   | Thailand<br>Thailand                      | 99.99<br>99.99                    | 99.99<br>99.99                    |  |
| Starlight Express Transport Co., Ltd.<br>Sri Trang Rubber & Plantation Co., Ltd.<br>Shi Dong Shanghai Rubber Co., Ltd.<br>Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp.,Ltd) <sup>1</sup> | Providing of logistics services<br>Rubber plantation<br>Distribution of rubber products<br>Manufacture of medical<br>gloves | Thailand<br>Thailand<br>China<br>Thailand | 99.99<br>99.99<br>100.00<br>90.23 | 99.99<br>99.99<br>100.00<br>40.23 |  |
| Indirect subsidiaries<br>Sri Trang International Pte Ltd.<br>(Held by Startex Rubber Co., Ltd.)   | Distribution of rubber products   | Singapore                                 | 99.99                             | 99.99                             |  |
| Shi Dong Investments Pte Ltd.<br>(Held by Sri Trang International Pte Ltd.)   | Investment holding  | Singapore                                 | 99.99                             | 99.99                             |  |
| PT Star Rubber<br>(Held by Shi Dong Investments Pte Ltd.)   | Manufacture of block rubber<br>products   | Indonesia                                 | 98.99                             | 98.99                             |  |
| Sri Trang Indochina (Vietnam) Co., Ltd.<br>(Held by Sri Trang International Pte Ltd.)   | Distribution of rubber products   | Vietnam                                   | 99.99                             | 99.99                             |  |
| Sri Trang Ayeyar Rubber Industry Co., Ltd.<br>(Held by Sri Trang International Pte Ltd.)  | Manufacture of block rubber<br>products   | Myanmar                                   | 58.99                             | 58.99                             |  |
| Shidong Shanghai Medical Equipment (Held by Startex Rubber Co., Ltd.) <sup>2</sup>  | Distribution of gloves  | China                                     | 99.99                             | -                                 |  |

The movement in investments in subsidiaries can be summarised as follows:

|  | Consolidated financial statements |              |                  |                              |                  |                              |
|--|-----------------------------------|--------------|------------------|------------------------------|------------------|------------------------------|
|  | 31 Decem                          |              |                  | ecember 2017                 | 31 De            | ecember 2016                 |
|  | Relationships                     | Currencies   | Shares<br>('000) | (Equivalent)<br>Baht Million | Shares<br>('000) | (Equivalent)<br>Baht Million |
| Additional investment and<br>reclassification  |                                   |              |                  |                              |                  |                              |
| Startex Rubber Co., Ltd.   | Subsidiary                        | Baht Million | -                | 50                           | -                | 2,025                        |
| Sri Trang International Pte Ltd.   | Indirect<br>subsidiary            | USD Million  | -                | -                            | (61)             | (2,014)                      |
| Sri Trang USA, Inc.  | Subsidiary                        | USD Million  | 1                | 34                           | -                | -                            |
| Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp., Ltd) <sup>1</sup> | Subsidiary                        | Baht Million | 18,046           | 6,430                        | -                | -                            |
| Sri Trang Rubber & Plantation Co., Ltd.  | Subsidiary                        | Baht Million | 2,500            | 392                          | -                | 534                          |
| Shidong Shanghai Medical Equipment Co.,Ltd. <sup>2</sup>                                   | Indirect<br>subsidiary            | USD Million  | -                | 57                           | -                | -                            |
|  |                                   | Total        |                  | 6,963                        |                  | 545                          |

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

#### 13.1 Investment in subsidiaries (Cont'd)

<sup>1</sup> In March 2017, Sri Trang Gloves (Thailand) Co., Ltd. ("Sri Trang Gloves") was changed status from a joint venture to a direct subsidiary and also its name. The Group holds 90.23% of the shares in Sri Trang Gloves. Related detail is shown in Note 37 Business acquisition.

<sup>2</sup> In May 2017, The Company established its new indirect subsidiary being named as Shidong Shanghai Medical Equipment Co., Ltd. ("SDME") in China. The Company has invested in SDME through its subsidiary, Startex Rubber Co., Ltd. ("STC"), 99.99% in which STC holds 100% of shares.

#### 13.2 Investment in associates

#### Investments accounted for using equity method

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

|                   | Consolidate<br>staten             |                                   | Separate financial<br>statements |                                 |  |
|-------------------|-----------------------------------|-----------------------------------|----------------------------------|---------------------------------|--|
| As at 31 December | 2017<br>Baht'000<br>Equity Method | 2016<br>Baht'000<br>Equity Method | 2017<br>Baht'000<br>Cost Method  | 2016<br>Baht'000<br>Cost Method |  |
| Associates        | 367,990                           | 1,489,920                         | 157,569                          | 619,178                         |  |

The amount of share of profit recognised in the statements of comprehensive income are as follows:

|                                 | Consolidated fi<br>statement |                  | Separate financial<br>statements |                  |  |
|---------------------------------|------------------------------|------------------|----------------------------------|------------------|--|
| For the years ended 31 December | 2017<br>Baht'000             | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |  |
| Associates                      | 155,444                      | 178,851          |                                  | -                |  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 13.2 Investment in associates (Cont'd)

The Group's share of the results of its associates, all of which are unlisted, and its share of the assets (including goodwill and liabilities) are as follows:

|   |  |                               | Baht'000         |               |                |                         | %                     |
|---|--|-------------------------------|------------------|---------------|----------------|-------------------------|-----------------------|
| Name  | Activities   | Countries of<br>incorporation | Assets           | Liabilities   | Revenues       | Profit(loss)<br>sharing | Ownership<br>interest |
| 2017  |  |                               |                  |               |                |                         |                       |
| Direct associates   |  |                               |                  |               |                |                         |                       |
| Semperflex Asia Co., Ltd. <sup>3</sup>  | Manufacture of hydraulic<br>hoses                              | Thailand                      | 472,146          | 105,524       | 675,963        | 159,484                 | 42.50                 |
| Sempermed USA, Inc. <sup>4</sup>  | Distribution of medical<br>gloves                              | USA                           | -                | -             | -              | 11,222                  | -                     |
| Pattana Agro Futures Co., Ltd. <sup>3</sup>   | Futures broker   | Thailand                      | 8,303            | 48            | 118            | 49                      | 40.00                 |
| Semperflex Shanghai Co., Ltd. <sup>4</sup>  | Manufacture of hydraulic<br>hoses                              | China                         | -                | -             | -              | 2,526                   | -                     |
| Sempermed Singapore Pte Ltd. <sup>4</sup>   | Investment holding in the<br>company selling<br>medical gloves | Singapore                     | -                | -             | -              | (2,479)                 | -                     |
| Indirect associates<br>Sempermed Brazil Comercio<br>Exterior LTDA. (Held by<br>Sempermed Singapore                        | Sales of medical gloves  | Brazil                        | -                | -             | -              | (19,936)                | -                     |
| Pte Ltd.) <sup>4</sup><br>Formtech Engineering (M)<br>Sdn. Bhd. (Held by<br>Sempermed Singapore<br>Pte Ltd.) <sup>4</sup> | Manufacture of glove<br>formers                                | Malaysia                      | -                | -             | -              | 4,578                   | -                     |
| 2016  |  |                               |                  |               |                |                         |                       |
| Direct associates<br>Semperflex Asia Co., Ltd.  | Manufacture of hydraulic hoses                                 | Thailand                      | 901,490          | 72,856        | 630,643        | 155,297                 | 42.50                 |
| Sempermed USA, Inc.   | Distribution of medical<br>gloves                              | USA                           | 628,046          | 264,046       | 1,497,112      | 24,365                  | 45.12                 |
| Pattana Agro Futures Co., Ltd.<br>Semperflex Shanghai Co., Ltd.   | Futures broker   | Thailand<br>China             | 8,435<br>384,692 | 100<br>88,808 | 543<br>276,051 | (1,602)<br>28,395       | 40.00<br>50.00        |
| Sempermed Singapore Pte Ltd.  | Investment holding in the<br>company selling<br>medical gloves | Singapore                     | 52,812           | 27,821        | -              | (39,884)                | 50.00                 |
| Indirect associates   |  |                               |                  |               |                |                         |                       |
| Sempermed Brazil Comercio<br>Exterior LTDA. (Held by<br>Sempermed Singapore   | Sales of medical gloves  | Brazil                        | 52,016           | 15,799        | -              | -                       | 50.00                 |
| Pte Ltd.)<br>Formtech Engineering (M)<br>Sdn. Bhd. (Held by<br>Sempermed Singapore<br>Pte Ltd.)                           | Manufacture of glove<br>formers                                | Malaysia                      | 50,944           | 14,892        | 68,170         | 12,280                  | 41.43                 |

<sup>3</sup> All associate companies of the Group are private companies and there is no quoted market price available for its shares. Moreover, there are no contingent liabilities relating to the Group's interest in the associates.

<sup>4</sup> In March 2017, The Company disposed its investment in associates and an indirect joint venture to Semperit Technische Produkte Gesellschaft m.b.H. ("Semperit"). Therefore, profits (losses) from operation of associates had been recognised as profit (loss) sharings in consolidated financial statements until the Group disposed the investments.

The Group has individually immaterial associates as disclosed above that are accounted for using the equity method.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 13.2 Investment in associates (Cont'd)

Movement in investments in associates can be summarised as follows:

|  | Consolidated financial statements |              |              |  |
|--|-----------------------------------|--------------|--------------|--|
|  |                                   | 2017         | 2016         |  |
|  | Relationships                     | Baht million | Baht million |  |
| Pattana Agro Futures Co., Ltd.   | Direct associate                  | -            | (30)         |  |
| Sempermed USA, Inc. <sup>5</sup>   | Direct associate                  | (330)        | -            |  |
| Semperflex Shanghai Co., Ltd. <sup>5</sup>   | Direct associate                  | (294)        | -            |  |
| Sempermed Singapore Pte Ltd. <sup>5</sup>  | Direct associate                  | (21)         | -            |  |
| Sempermed Brazil Comercio Exterior LTDA<br>(held by Sempermed Singapore Pte Ltd.) <sup>5</sup> | Indirect associate                | -            | -            |  |
| Formtech Engineering (M) Sdn. Bhd.   |                                   |              |              |  |
| (held by Sempermed Singapore Pte Ltd.) <sup>5</sup>  | Indirect associate                | (20)         | -            |  |
|  | Total(s)                          | (665)        | (30)         |  |

<sup>5</sup> In March 2017, The Company disposed its investment in associates and an indirect joint venture to Semperit Technische Produkte Gesellschaft m.b.H. Related detail is shown in Note 37 Business acquisition.

#### 13.3 Investment in joint ventures

#### Investments accounted for using equity method

The amount recognised in the statement of financial position are as follows:

|                   | Consolidated financial Separat<br>statements state |                  |                  |                  |
|-------------------|--|------------------|------------------|------------------|
| As at 31 December | 2017<br>Baht'000                                   | 2016<br>Baht'000 | 2017<br>Baht'000 | 2016<br>Baht'000 |
| Joint ventures    | 362,012  | 3,699,158        | 134,717          | 197,717          |

The amount of share of profit recognised in the statement of comprehensive income are as follows:

|                                 | Consolidated<br>stateme |                  | Separate financial<br>statements |                  |  |
|---------------------------------|-------------------------|------------------|----------------------------------|------------------|--|
| For the years ended 31 December | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |  |
| Joint ventures                  | (25,603)                | 223,911          |                                  |                  |  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

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

#### 13.3 Investment in joint ventures (Cont'd)

#### Investments accounted for using equity method (Cont'd)

The jointly controlled entities are as follows:

|   | Consolidated financial statements       |                             |                     |                     |  |  |
|---|---|-----------------------------|---------------------|---------------------|--|--|
|   |   |                             | % Ownersh           | nip interest        |  |  |
| Name  | Activities                              | Country of<br>incorporation | 31 December<br>2017 | 31 December<br>2016 |  |  |
| Direct joint ventures   |   |                             |                     |                     |  |  |
| Thaitech Rubber Corp., Ltd.   | Manufacture of block<br>rubber products | Thailand                    | 42.51               | 42.51               |  |  |
| Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp. Ltd.)                       | Manufacture of medical gloves           | Thailand                    | -                   | 40.23               |  |  |
| Indirect joint ventures   |   |                             |                     |                     |  |  |
| Shanghai Sempermed Gloves Co., Ltd. <sup>6</sup><br>(held by Sri Trang Gloves (Thailand) Co., Ltd.) | Manufacture of medical gloves           | China                       | -                   | 40.23               |  |  |
| PT. Thaitech Rubber Indonesia<br>(held by Thaitech Rubber Co.,Ltd.)                                 | Manufacturing and selling of<br>rubbers | Indonesia                   | 42.51               | 42.51               |  |  |

<sup>6</sup> In March 2017, Sri Trang Gloves (Thailand) Co., Ltd (formerly Siam Sempermed Corp. Ltd.) disposed all of investment in Shanghai Sempermed Gloves Co., Ltd. to Semperit Technische Produkte Gesellschaft m.b.H.

The company has changed group of investment from a joint venture to a subsidiary can be summarised as follows:

|  | Consolidated financial statements |                      |                      |  |  |
|--|-----------------------------------|----------------------|----------------------|--|--|
|  | Relationship                      | 2017<br>Baht million | 2016<br>Baht million |  |  |
| Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp., Ltd.) | A joint venture                   | (1,764)              | -                    |  |  |

#### Individually immaterial joint ventures

The Group has interests in an individually immaterial joint ventures that are accounted for using the equity method.

| For the years ended 31 December  | 2017<br>Baht'000      | 2016<br>Baht'000    |
|--|-----------------------|---------------------|
| Aggregate carrying amount of an individually immaterial<br>a joint venture         |                       |                     |
| Aggregate amounts of the Group's share of:<br>Loss before income tax<br>Income tax | (322,144)<br>(33,811) | (156,781)<br>9,135  |
| Loss for the years<br>Other Comprehensive income (expense)                         | (355,955)<br>(49,728) | (147,646)<br>10,525 |
| Total comprehensive expense for the years  | (405,683)             | (137,121)           |

All joint ventures of the group are private companies and there is no quoted market price available for its shares. Moreover, there are no contingent liabilities relating to the Group's interest in the associates.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 14 Long-term investments

The movements in long-term investments for the years can be summarised as follows:

|   | Consolidated<br>stateme       |                  | Separate fi<br>stateme        |                  |
|---|-------------------------------|------------------|-------------------------------|------------------|
|   | 2017<br>Baht'000              | 2016<br>Baht'000 | 2017<br>Baht'000              | 2016<br>Baht'000 |
| Opening net book amounts<br>Addition<br>Disposals<br>Changes in fair values of available-for-sale | 59,130<br>100,000<br>(10,427) | 50,626<br>-<br>- | 58,014<br>100,000<br>(10,427) | 49,718<br>-<br>- |
| investments (Note 26)   | 4,596                         | 8,504            | 4,510                         | 8,296            |
| Ending net book amounts   | 153,299                       | 59,130           | 152,097                       | 58,014           |

Long-term investments as at 31 December are analysed as follows:

|  | Consolidated<br>stateme |                  | Separate fir<br>stateme |                  |
|--|-------------------------|------------------|-------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Equity securities<br>Available-for-sale investments<br>General investments | 53,299<br>100,000       | 48,703<br>10,427 | 52,097<br>100,000       | 47,587<br>10,427 |
| Total long-term investments  | 153,299                 | 59,130           | 152,097                 | 58,014           |

#### Available-for-sale investments

|   | Consolidated<br>stateme |          | Separate fin<br>stateme |          |
|---|-------------------------|----------|-------------------------|----------|
|   | 2017                    | 2016     | 2017                    | 2016     |
|   | Baht'000                | Baht'000 | Baht'000                | Baht'000 |
| Available-for-sale investments at cost                | 32,758                  | 32,758   | 32,294                  | 32,294   |
| Cumulative changes in fair value                      | 20,541                  | 15,945   | 19,803                  | 15,293   |
| Total available-for-sale investments<br>at fair value | 53,299                  | 48,703   | 52,097                  | 47,587   |

The table below shows deferred income tax impact on unrealised gains on available-for-sale investments.

|   | Consolidated<br>stateme |          | Separate fi<br>stateme |          |
|---|-------------------------|----------|------------------------|----------|
|   | 2017                    | 2016     | 2017                   | 2016     |
|   | Baht'000                | Baht'000 | Baht'000               | Baht'000 |
| Cumulative changes in fair value                                      | 20,541                  | 15,945   | 19,803                 | 15,293   |
| Effect on deferred income tax   | (4,108)                 | (3,189)  | (3,961)                | (3,059)  |
| Cumulative net gains from changes in fair value, net of tax (Note 26) | 16,433                  | 12,756   | 15,842                 | 12,234   |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 14 Long-term investments (Cont'd)

#### General investment

|                    | Consolidated<br>stateme |                  | Separate fir<br>stateme |                  |
|--------------------|-------------------------|------------------|-------------------------|------------------|
|                    | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| General investment | 100,000                 | 10,427           | 100,000                 | 10,427           |

As at 31 December 2017, the Group did not disclose information regarding the fair value of its general investment, which is the investment in Thai Rubber Joint Venture Limited Baht 100 million (2016: nil) at book value, as it is a private company and there is no quoted market price available for its shares.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS Sri Trang Agro-Industry Public Company Limited and its subsidiaries

As at 31 December 2017

15 Property, plant and equipment, net

|   |   |  |  | Baht'000  |   |  |   |
|---|---|--|--|---|---|--|---|
|   |   |  | Consolidat   | <b>Consolidated financial statements</b>  | tatements   |  |   |
|   | Revaluation basis   | on basis   |  | Cos   | Cost basis  |  |   |
|   | Lands and land<br>improvements  | Buildings and<br>structures  | Machinery and<br>equipment   | Vehicles  | Fixtures and office equipment   | Assets under<br>construction<br>and installation                               | Total   |
| <b>At 1 January 2016</b><br>Cost or revalued amount<br><u>Less</u> Accumulated depreciation<br><u>Less</u> Allowance for impairment   | 7,159,328<br>(311,491)<br>-   | 4,974,996<br>(940,550)<br>-  | 5,745,883<br>(3,088,481)<br>(6,224)  | 858,641<br>(571,076)<br>-   | 476,214<br>(298,405)<br>-   | 1,186,655<br>-<br>-  | 20,401,717<br>(5,210,003)<br>(6,224)  |
| Net book value  | 6,847,837   | 4,034,446  | 2,651,178  | 287,565   | 177,809   | 1,186,655  | 15,185,490  |
| For the year ended 31 December 2016<br>Opening net book value<br>Additions<br>Transfers in (out)<br>Disposals and write-offs, net<br>Depreciation charges (Note 29)<br>Depreciation capitalised to assets<br>Currency differences on translation, net<br>Closing net book value<br>At 31 December 2016<br>Cost or revalued amount<br><u>Less</u> Accumulated depreciation<br><u>Less</u> Allowance for impairment | 6,847,837<br>115,875<br>454,216<br>(4,674)<br>(192,311)<br>(192,311)<br>4,273<br>7,719,359<br>(494,167) | 4,034,446<br>23,440<br>438,603<br>(34,612)<br>(142,533)<br>(67,639)<br>16,306<br>4,268,011<br>5,410,631<br>(1,142,620) | 2,651,178<br>125,535<br>449,289<br>(29,435)<br>(644,092)<br>(2,484)<br>11,966<br>2,561,957<br>2,561,957<br>6,187,249<br>(3,619,235)<br>(6,057) | 287,565<br>61,521<br>26,239<br>(1,618)<br>(86,555)<br>1,212<br>288,364<br>288,364<br>911,553<br>(623,189) | 177,809<br>52,389<br>80,434<br>(1.087)<br>(93,497)<br>(93,497)<br>(93,497)<br>215,803<br>215,803<br>(373,313) | 1,186,655<br>1,463,990<br>(1,448,781)<br>(1,448,781)<br>1,206,187<br>1,206,187 | 15,185,490<br>1,842,750<br>(1,426)<br>(1,158,988)<br>(70,147)<br>37,835<br>15,765,514<br>15,765,514<br>(6,252,524)<br>(6,057) |
| Net book value  | 7,225,192   | 4,268,011  | 2,561,957  | 288,364   | 215,803   | 1,206,187  | 15,765,514  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

Property, plant and equipment, net (Cont'd) 15 Baht'000

|   |                                |                | Consolidate            | <b>Consolidated financial statements</b> | atements       |              |                         |
|---|--------------------------------|----------------|------------------------|--|----------------|--------------|-------------------------|
|   | Revaluation basis              | n basis        |                        | Ö  | Cost basis     |              |                         |
|   |                                |                |                        |  |                | Assets under |                         |
|   | Lands and land<br>improvements | Buildings and  | Machinery              | Vahirlas                                 | Fixtures and   | construction | Total                   |
|   |                                | 2010010        |                        |  |                |              | I Otal                  |
| For the year ended 31 December 2017         |                                |                |                        |  |                |              |                         |
| Opening net book value                      | 7,225,192                      | 4,268,011      | 2,561,957              | 288,364                                  | 215,803        | 1,206,187    | 15,765,514              |
| Property, plant and equipment from business |                                |                |                        |  |                |              |                         |
| acquisition                                 | 438,254                        | 973,659        | 2,565,616              | 66,204                                   | 26,669         | 64,425       | 4,134,827               |
| Additions                                   | 128,206                        | 63,784         | 123,614                | 117,560                                  | 38,940         | 2,494,460    | 2,966,564               |
| Transfers in (out)                          | 233,035                        | 300,038        | 1,304,951              | 17,920                                   | 45,372         | (1,901,316)  | •                       |
| Reclassification, net                       | 518,258                        | (518,258)      | •                      | •  | •              |              | •                       |
| Disposals and write-offs, net               | (77,759)                       | (36,055)       | (27,788)               | (5,651)                                  | (1,500)        | (16,681)     | (165,434)               |
| Additions of assets revaluation             | 2,469,633                      | 1,259,893      |                        | , <b>1</b>                               | . <b>1</b>     | . <b>1</b>   | 3,729,526               |
| Reductions of assets revaluation            | (39,592)                       | (77,011)       | •                      | '  | •              | •            | (116,603)               |
| Depreciation charges (Note 29)              | (180,413)                      | (324,331)      | (1,070,496)            | (117,378)                                | (91,040)       | •            | (1,783,658)             |
| Depreciation capitalised to assets          | (60,710)                       | (9,226)        | (2,569)                |  |                | •            | (72,505)                |
| Allowance for impairment                    | (49,700)                       |                |                        | '  | •              | •            | (49,700)                |
| Currency differences on translation, net    | (32,397)                       | (78,593)       | (53,028)               | (11,585)                                 | (4,732)        | (38,505)     | (218,840)               |
| Closing net book value                      | 10,572,007                     | 5,821,911      | 5,402,257              | 355,434                                  | 229,512        | 1,808,570    | 24,189,691              |
| At 31 December 2017                         |                                |                |                        |  |                |              |                         |
| Cost or revalued amount                     | 11,068,818                     | 6,409,049      | 9,921,850              | 1,057,193                                | 666,282        | 1,808,570    | 30,931,762              |
| Less Accumulated depreciation               | (447,111)                      | (587,138)<br>- | (4,513,703)<br>/5 890) | (701,759)<br>-                           | (436,770)<br>- |              | (6,686,481)<br>(55 590) |
| Less Allowance for Inpaintent               | (001,04)                       |                | (000,0)                |  |                |              | (000,000)               |
| Net book value                              | 10,572,007                     | 5,821,911      | 5,402,257              | 355,434                                  | 229,512        | 1,808,570    | 24,189,691              |
|   |                                |                |                        |  |                |              |                         |

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS Sri Trang Agro-Industry Public Company Limited and its subsidiaries

As at 31 December 2017

Property, plant and equipment, net (Cont'd) 15

|   |                                |                               | Separate                            | Baht'000<br>Seoarate financial statements | ements                        |  |                                     |
|---|--------------------------------|-------------------------------|-------------------------------------|---|-------------------------------|--|-------------------------------------|
|   | Revaluation                    | valuation basis               |                                     | Cos                                       | Cost basis                    |  |                                     |
|   | Lands and land<br>improvements | Buildings and<br>structures   | Machinery and<br>equipment          | Vehicles                                  | Fixtures and office equipment | Assets under<br>construction<br>and installation | Total                               |
| <b>At 1 January 2016</b><br>Cost or revalued amount<br><u>Less</u> Accumulated depreciation<br><u>Less</u> Allowance for impairment   | 2,363,114<br>(160,941)<br>-    | 1,964,530<br>(321,580)<br>-   | 2,795,365<br>(1,433,308)<br>(6,224) | 237,373<br>(165,680)<br>-                 | 304,877<br>(187,583)<br>-     | 834,854<br>-<br>-                                | 8,500,113<br>(2,269,092)<br>(6,224) |
| Net book value  | 2,202,173                      | 1,642,950                     | 1,355,833                           | 71,693                                    | 117,294                       | 834,854  | 6,224,797                           |
| For the year ended 31 December 2016<br>Opening net book value<br>Additions  | 2,202,173<br>71,769            | 1,642,950<br>5,236            | 1,355,833<br>58,034                 | 71,693<br>25,088                          | 117,294<br>16,089             | 834,854<br>960,264                               | 6,224,797<br>1,136,480              |
| Transfers in (out)<br>Disposals and write-offs, net<br>Depreciation charges (Note 29)   | 189,571<br>-<br>(61,999)       | 280,923<br>(225)<br>(103,970) | 438,973<br>(2,100)<br>(317,148)     | 13,364<br>(5)<br>(25,052)                 | 36,278<br>(4)<br>(46,070)     | (959,109)<br>-<br>-                              | -<br>(2,334)<br>(554,239)           |
| Closing net book value  | 2,401,514                      | 1,824,914                     | 1,533,592                           | 85,088                                    | 123,587                       | 836,009  | 6,804,704                           |
| <b>At 31 December 2016</b><br>Cost or revalued amount<br><u>Less</u> Accumulated depreciation<br><u>Less</u> Allowance for impairment | 2,624,454<br>(222,940)<br>-    | 2,250,191<br>(425,277)<br>-   | 3,260,045<br>(1,720,396)<br>(6,057) | 262,959<br>(177,871)<br>-                 | 347,297<br>(223,710)<br>-     | 836,009  | 9,580,955<br>(2,770,194)<br>(6,057) |

6,804,704

836,009

123,587

85,088

1,533,592

1,824,914

2,401,514

Net book value

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# Property, plant and equipment, net (Cont'd) 15

For the year ended 31 December 2017 Opening net book value Additions

Transfers in (out) Disposals and write-offs, net Additions of assets revaluation Reductions of assets revaluation

Depreciation charges (Note 29)

Closing net book value

At 31 December 2017 Cost or revalued amount Less Accumulated depreciation

Less Allowance for impairment

Net book value

|                                |                             |                            | Baht'000                      |                               |  |                        |
|--------------------------------|-----------------------------|----------------------------|-------------------------------|-------------------------------|--|------------------------|
|                                |                             | Separate 1                 | Separate financial statements | ements                        |  |                        |
| Revaluation basis              | on basis                    |                            | Cos                           | Cost basis                    |  |                        |
| Lands and land<br>improvements | Buildings and<br>structures | Machinery and<br>equipment | Vehicles                      | Fixtures and office equipment | Assets under<br>construction<br>and installation | Total                  |
|                                |                             |                            |                               |                               |  |                        |
| 2,401,514                      | 1,824,914                   | 1,533,592                  | 85,088                        | 123,587                       | 836,009  | 6,804,704              |
| 23,183                         | 17,330                      | 42,946                     | 21,266                        | 9,949                         | 955,883  | 1,070,557              |
| 90,109                         | 169,119                     | 737,088                    | 5,919                         | 25,694                        | (1,027,929)                                      | •                      |
| (1,240)                        | (1,145)                     | (5,767)                    | (1,034)                       | (488)                         | (1,336)  | (17,010)               |
| 1,289,975                      | 560,396                     |                            |                               | . 1                           |  | 1,850,371              |
| (11,203)                       | (44,173)                    |                            | '                             | •                             |  | (55,376)               |
| (95,525)                       | (136,919)                   | (394,099)                  | (31,125)                      | (51,461)                      |  | (709,129)              |
| 3,696,813                      | 2,389,522                   | 1,913,760                  | 80,114                        | 107,281                       | 756,627  | 8,944,117              |
|                                |                             |                            |                               |                               |  |                        |
| 3,910,485                      | 2,569,006                   | 3,991,022                  | 279,052                       | 378,308                       | 756,627  | 11,884,500             |
| (213,672)<br>-                 | (179,484)<br>-              | (2,071,372)<br>(5,890)     | (198,938)<br>-                | (271,027)<br>-                |  | (2,934,493)<br>(5,890) |
|                                |                             |                            | 77700                         |                               |  |                        |
| 3,696,813                      | 2,389,522                   | 1,913,760                  | 80,114                        | 107,281                       | 156,627  | 8,944,117              |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### **15 Property, plant and equipment, net** (Cont'd)

The Group's lands, land improvements, buildings and structures thereon were newly revalued in the third quarter of 2017 by independent appraiser using the market approach and the depreciated replacement cost. The asset revaluation surplus net of applicable deferred income tax was credited to 'other component of equity' (Note 26). The Group's lands, land improvements, buildings and structures thereon present at level 2 fair value.

There were no transfers between levels during the year

The table below shows deferred income tax impact on asset revaluation surplus.

|   | Consolidated<br>statem |                  | Separate fi<br>stateme |                  |
|---|------------------------|------------------|------------------------|------------------|
|   | 2017<br>Baht'000       | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000 |
| Assets revaluation surplus<br>Less Accumulated depreciation on assets | 5,387,196              | 1,843,361        | 2,619,590              | 840,245          |
| revaluation surplus   | (290,409)              | (213,420)        | (188,499)              | (149,211)        |
| Less Deferred income tax  | (1,047,341)            | (333,081)        | (486,218)              | (138,207)        |
| Assets revaluation surplus, net of accumulated                        |                        |                  |                        |                  |
| depreciation and deferred income tax                                  | 4,049,446              | 1,296,860        | 1,944,873              | 552,827          |

If the lands, land improvements, buildings and structures were stated on the historical cost basis, the total carrying amount would be as follows:

|                               | Consolidate<br>statem |             | Separate f<br>statem |             |
|-------------------------------|-----------------------|-------------|----------------------|-------------|
|                               | 2017                  | 2016        | 2017                 | 2016        |
|                               | Baht'000              | Baht'000    | Baht'000             | Baht'000    |
| Cost                          | 12,967,063            | 11,106,570  | 4,994,856            | 4,722,763   |
| Less Accumulated depreciation | (2,645,664)           | (2,241,936) | (1,381,372)          | (1,200,939) |
| Less Allowance for impairment | (55,590)              | (6,057)     | (5,890)              | (6,057)     |
| Net book value                | 10,265,809            | 8,858,577   | 3,607,594            | 3,515,767   |

#### **Consolidated financial statements**

The Group's depreciation expense of Baht 1,584 million (2016: Baht 1,020 million) was charged in costs of sales and services and of Baht 200 million (2016: Baht 139 million) in administrative expenses.

As at 31 December 2017, certain lands, land improvements, buildings and structures thereon, and machineries and equipment of some subsidiaries with the total net book value amounting to Baht 382 million (2016: Baht 677 million) are mortgaged as collateral for credit facilities and short-term and long-term borrowings from banks as explained in Note 23.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 15 Property, plant and equipment, net (Cont'd)

#### Separate financial statements

The Company's depreciation expense of Baht 632 million (2016: Baht 491 million) was charged in "costs of sales and services" and of Baht 77 million (2016: Baht 63 million) in administrative expenses.

Leased assets included above, where the Group and the Company are lessees under finance leases, comprise vehicles, fixtures and office equipments:

|  | Consolidated<br>stateme |                  | Separate fi<br>stateme |                  |
|--|-------------------------|------------------|------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000 |
| Cost of assets acquired under finance leases | 112,814                 | 111,161          | 25,342                 | 19,962           |
| Less Accumulated depreciation                | (54,388)                | (61,277)         | (8,166)                | (9,770)          |
| Net book value                               | 58,426                  | 49,884           | 17,176                 | 10,192           |

The Group leases various vehicles and fixtures and office equipment under non-cancellable finance lease agreements. The lease terms are between 3 to 5 years.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### **15 Property, plant and equipment, net** (Cont'd)

According to the Group's accounting policy in asset valuation determine to assess the value of lands, land improvements, buildings and structures by an independent appraiser for every 5 years, which become due in 2017. The Group has engaged an independent appraiser approved by The Securities and Exchange Commission.

Due to the revaluation of lands, land improvements, buildings and structures following the accounting policy of the Group at 31 December 2017, this results in changes of increases in the Group's assets revaluation surplus, net of tax totalling amount to Baht 2,849 million and the company's Baht 1,423 million for the year ended 31 December 2017.

The fair value measurement information in accordance with financial reporting standard no.13: Fair value measurement at 31 December 2017 is given below.

|   | Consolidated financial statements   |   |  |
|---|---|---|--|
|   | Quoted prices in<br>active markets for<br>identical assets<br>(Level 1)<br>Thousand<br>Baht | Significant other<br>observable inputs<br>(Level 2)<br>Thousand<br>Baht | Significant<br>unobservable<br>inputs<br>(Level 3)<br>Thousand<br>Baht |
| Recurring fair value measurements<br>Lands and land improvements<br>Buildings | -   | 10,572,007<br>5,821,911   | -  |
|   | Separate financial statements   |   |  |
|   | Quoted prices in<br>active markets for<br>identical assets<br>(Level 1)<br>Thousand<br>Baht | Significant other<br>observable inputs<br>(Level 2)<br>Thousand<br>Baht | Significant<br>unobservable<br>inputs<br>(Level 3)<br>Thousand<br>Baht |
| Recurring fair value measurements<br>Lands and land improvements<br>Buildings | -   | 3,696,814<br>2,389,522  | -  |

#### Fair value measurement technique

Level 2 fair value of lands and land improvements has been generally derived using the sales comparison approach by an independent appraiser. Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as spaces, location, environment and highest best and use. The most significant input into this valuation approach is price per Rai (local space unit) and size of lands.

Level 2 fair values of buildings and structures have been generally derived using the replacement cost approach by an independent appraiser. Replacement value is calculated from construction prices in the market to build the similar characteristics of properties in close proximity and adjusted for depreciation which calculated from utilized period and remaining expected useful life. The most significant input into this valuation approach is construction price per square meter, utility spaces and useful life of buildings.

There was no change in method of estimation in fair value during the period.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# Rubber and palm plantations, net 16

|  |                           |                                  | Baht'000                                 |                |                              |
|--|---------------------------|----------------------------------|--|----------------|------------------------------|
|  |                           | Consolidate                      | <b>Consolidated financial statements</b> | nents          |                              |
|  | Rubber                    | er.                              | Palm                                     |                |                              |
|  | Mature                    | Immature                         | Mature                                   | Immature       | Total                        |
| At 1 January 2016<br>Cost<br>Loss Accumulated amortication                                       | 11,888<br>(5.273)         | 1,209,426                        | 8,721<br>(4 441)                         | 948<br>(29)    | 1,230,983<br>(9 743)         |
| Net book value   | 6,615                     | 1,209,426                        | 4,280                                    | 919            | 1,221,240                    |
| For the year ended 31 December 2016<br>Opening net book value<br>Additions                       | 6,615<br>-                | 1,209,426<br>282,708             | 4,280                                    | 919<br>-       | 1,221,240<br>282,708         |
| Transfers in (out)<br>Amortisation charges (Note 29)<br>Depreciation capitalised to assets       | 4,635<br>(180)<br>(1,762) | (4,635)<br>-<br>71,909           | -<br>(468)<br>-                          | -<br>(43)<br>- | -<br>(691)<br>70,147         |
| Closing net book value   | 9,308                     | 1,559,408                        | 3,812                                    | 876            | 1,573,404                    |
| At 31 December 2016<br>Cost<br><u>Less</u> Accumulated amortisation                              | 16,523<br>(7,215)         | 1,559,408<br>-                   | 8,721<br>(4,909)                         | 948<br>(72)    | 1,585,600<br>(12,196)        |
| Net book value   | 9,308                     | 1,559,408                        | 3,812                                    | 876            | 1,573,404                    |
| For the year ended 31 December 2017<br>Opening net book value<br>Additions<br>Transfers in (out) | 9,308<br>-<br>-<br>25.573 | 1,559,408<br>191,774<br>(25,780) | 3,812<br>-                               | 876<br>-<br>-  | 1,573,404<br>191,774         |
| Disposals, net<br>Amortisation charges (Note 29)<br>Depreciation capitalised to assets           | (3,719)                   | (1,068)<br>(1,068)<br>72,505     | -<br>(469)<br>-                          | (51)<br>-<br>- | (1,068)<br>(4,239)<br>72,505 |
| Closing net book value   | 31,162                    | 1,796,839                        | 3,343                                    | 1,032          | 1,832,376                    |
| At 31 December 2017<br>Cost<br><u>Less</u> Accumulated amortisation                              | 42,097<br>(10,935)        | 1,796,839<br>-                   | 8,720<br>(5,377)                         | 1,155<br>(123) | 1,848,811<br>(16,435)        |
| Net book value   | 31,162                    | 1,796,839                        | 3,343                                    | 1,032          | 1,832,376                    |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# **16** Rubber and palm plantations, net (Cont'd)

|                                     |         | Baht'00          |            |         |  |
|-------------------------------------|---------|------------------|------------|---------|--|
|                                     | Se      | eparate financia | statements |         |  |
|                                     | Rubbe   | r                | Palm       |         |  |
|                                     | Mature  | Immature         | Mature     | Total   |  |
| At 1 January 2016                   |         |                  |            |         |  |
| Cost                                | 3,584   | -                | 3,182      | 6,766   |  |
| Less Accumulated amortisation       | (1,915) | -                | (2,017)    | (3,932) |  |
| Net book value                      | 1,669   |                  | 1,165      | 2,834   |  |
| For the year ended 31 December 2016 |         |                  |            |         |  |
| Opening net book value              | 1,669   | -                | 1,165      | 2,834   |  |
| Amortisation charges (Note 29)      | (90)    | -                | (193)      | (283)   |  |
| Closing net book value              | 1,579   |                  | 972        | 2,551   |  |
| -                                   |         |                  |            |         |  |
| At 31 December 2016                 | 2 5 0 4 |                  | 2 4 9 2    | 0.700   |  |
| Cost                                | 3,584   | -                | 3,182      | 6,766   |  |
| Less Accumulated amortisation       | (2,005) |                  | (2,210)    | (4,215) |  |
| Net book value                      | 1,579   |                  | 972        | 2,551   |  |
| For the year ended 31 December 2017 |         |                  |            |         |  |
| Opening net book value              | 1,579   | -                | 972        | 2,551   |  |
| Additions                           | -       | 2,075            | -          | 2,075   |  |
| Amortisation charges (Note 29)      | (91)    |                  | (192)      | (283)   |  |
| Closing net book value              | 1,488   | 2,075            | 780        | 4,343   |  |
| At 31 December 2017                 |         |                  |            |         |  |
| Cost                                | 3,584   | 2,075            | 3,182      | 8,841   |  |
| Less Accumulated amortisation       | (2,096) | 2,075            | (2,402)    | (4,498) |  |
| Net book value                      | 1,488   | 2,075            | 780        | 4,343   |  |
|                                     |         |                  |            |         |  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 17 Intangible assets, net

|   | Computer s  | oftware   |
|---|---|---|
|   | Consolidated<br>financial<br>statements<br>Baht'000 | Separate<br>financial<br>statements<br>Baht'000 |
| At 1 January 2016<br>Cost                   | 422.049   | 201 021   |
| Less Accumulated amortisation               | 432,048<br>(101,736)                                | 381,831<br>(67,145)                             |
| Net book value                              | 330,312   | 314,686   |
| For the year ended 31 December 2016         |   |   |
| Opening net book value                      | 330,312   | 314,686   |
| Additions                                   | 188,853   | 184,752   |
| Write-offs, net                             | (2,776)   | -   |
| Amortisation charges (Note 29)              | (35,546)  | (29,457)  |
| Currency differences on translation, net    | (38)  | -   |
| Closing net book value                      | 480,805   | 469,981   |
| At 31 December 2016                         |   |   |
| Cost  | 612,869   | 566,583   |
| Less Accumulated amortisation               | (132,064)   | (96,602)  |
| Net book value                              | 480,805   | 469,981   |
| For the year ended 31 December 2017         |   |   |
| Opening net book value                      | 480,805   | 469,981   |
| Intangible assets from business acquisition | 6,701   | -   |
| Additions<br>Disposals and write-offs, net  | 37,787<br>(186)                                     | 27,096<br>(135)                                 |
| Amortisation charges (Note 29)              | (180)   | (56,361)  |
| Currency differences on translation, net    | (823)   | -   |
| Closing net book value                      | 459,794   | 440,581   |
| At 31 December 2017                         |   |   |
| Cost  | 653,730   | 592,545   |
| Less Accumulated amortisation               | (193,936)   | (151,964)                                       |
| Net book value                              | 459,794   | 440,581   |
|   |   |   |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

### 18 Goodwill

|  | Consolidated<br>financial information<br>Baht'000 |
|--|---|
| Opening balance as at 1 January 2017<br>Business acquisition (Note 37) | 2,953,782   |
| Closing balance as at 31 December 2017                                 | 2,953,782   |

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

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

| Terminal growth rate | 0.00% |
|----------------------|-------|
| Discount rate        | 8.47% |

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

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

### 19 Investment properties

The movements in the investment properties can be summarised as follows:

|  | Consolidated<br>stateme |                  | Separate fi<br>stateme |                  |
|--|-------------------------|------------------|------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000 |
| Opening net book amount<br>Additions   | 151,932<br>-            | 154,511<br>215   | 27,770                 | 27,770           |
| Gains(losses) from fair value estimation of<br>investment properties<br>Currency differences on translation, net | 47,893<br>(10,915)      | (1,887)<br>(907) | 47,893                 | -                |
| Ending net book amount   | 188,910                 | 151,932          | 75,663                 | 27,770           |

The investment property of the Group represent is property held for a currently undetermined future use and lands not in use. The Group has not determined whether it will be held as owner-occupied property or for short-term capital gain appreciation. The lands not used in operations and the investment properties of the Group present at level 2 fair value.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

### **19** Investment properties (Cont'd)

The lands not used in operations was revalued by an independent appraiser using the market approach.

Investment properties are carried at fair value at the date of statements of financial position as determined by the most recent transacted market value of a property in the location and of the same category as the one held by the subsidiary.

There were no changes to the valuation techniques during the year.

# 20 Deferred income tax

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

|  | Consolidated<br>stateme |                  | Separate fii<br>stateme |                  |
|--|-------------------------|------------------|-------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| <b>Deferred income tax assets:</b><br>Deferred income tax assets to be           |                         |                  |                         |                  |
| recovered within 12 months<br>Deferred income tax assets to be                   | 130,260                 | 169,852          | 53,280                  | 92,375           |
| recovered after more than 12 months  | 737,125                 | 547,410          | 409,543                 | 195,421          |
|  | 867,385                 | 717,262          | 462,823                 | 287,796          |
| <b>Deferred income tax liabilities:</b><br>Deferred income tax liabilities to be |                         |                  |                         |                  |
| settled within 12 months<br>Deferred income tax liabilities to be                | 56,831                  | 4,032            | 51,304                  | 4,032            |
| settled after more than 12 months  | 1,357,594               | 340,227          | 502,756                 | 144,264          |
|  | 1,414,425               | 344,259          | 554,060                 | 148,296          |
| Deferred income tax - net  | (547,040)               | 373,003          | (91,237)                | 139,500          |

The movements of deferred income tax for the years are as follows:

|  | Consolidated<br>stateme |                  | Separate fir<br>stateme |                  |
|--|-------------------------|------------------|-------------------------|------------------|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Opening net book amounts<br>Deferred income tax from business                | 373,003                 | 51,620           | 139,500                 | (33,181)         |
| acquisition (Note 37)  | (292,635)               | -                | -                       | -                |
| Charged to profit or loss  | 468,607                 | 432,587          | 126,036                 | 262,460          |
| Credited to other comprehensive income<br>Cumulative currency differences on | (1,066,467)             | (113,822)        | (356,773)               | (89,779)         |
| translation  | (29,548)                | 2,618            |                         | -                |
| Ending net book amounts  | (547,040)               | 373,003          | (91,237)                | 139,500          |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Deferred income tax (Cont'd) 20

|   |                               |  |   |   | Consolidated                    | <b>Consolidated financial statements</b>  | nts                                       |   |   |                                 |
|---|-------------------------------|--|---|---|---------------------------------|---|---|---|---|---------------------------------|
|   | 1 January<br>2016<br>Baht'000 | Recorded<br>to<br>profit or co<br>loss<br>Baht'000 | ecorded Recorded<br>to to other<br>profit or comprehensive<br>loss income<br>3ahť'000 | Cumulative<br>currency<br>differences on<br>translation<br>Baht'000 | 31 December<br>2016<br>Baht'000 | Deferred Tax<br>Assets and<br>Liabilities from<br>business<br>acquisition<br>Baht'000 | Recorded to<br>profit or loss<br>Bahť 000 | Recorded<br>to other<br>comprehensive<br>income<br>Baht'000 | Cumulative<br>currency<br>differences on<br>translation<br>Baht'000 | 31 December<br>2017<br>Baht'000 |
| Deferred income tax assets<br>Tax losses carried forward  | 164,749                       | 299,856  |   | 1,502   | 466,107                         |   | 173,663                                   |   | (16,665)  | 623,105                         |
| drirealised gains (losses) on<br>derivative financial instruments                                   | 2,945                         | 108,720  |   | (867)   | 110,798                         |   | (73,230)                                  |   | (2,412)   | 35,156                          |
| in excess of net realisable value   | 63,157                        | (44,671)   |   | 1,705   | 20,191                          | 26,361  | 27,629                                    |   | (2,455)   | 71,726                          |
| revaluation   | 24,791                        | 17,581   |   | 187   | 42,559                          | ı   | 7,514                                     | ı   | (721)   | 49,352                          |
| Provision for reurement benefit<br>obligations<br>Others  | 21,935<br>30,900              | 14,388<br>8,001                                    | 2,075<br>-  | 299<br>9  | 38,697<br>38,910                | 14,025<br>-   | 10,814<br>(12,892)                        | 5,809<br>-  | (4,725)<br>(2,592)  | 64,620<br>23,426                |
|   | 308,477                       | 403,875  | 2,075   | 2,835   | 717,262                         | 40,386  | 133,498                                   | 5,809   | (29,570)  | 867,385                         |
| Deferred income tax liabilities<br>Assets revaluation surplus                                       | 224,268                       | (4,504)  | 113,317   |   | 333,081                         | 333,021   | (66,998)                                  | 738,337   |   | 1,337,441                       |
| investment properties   | 1,108                         | 1,891  |   | ı   | 2,999                           |   | 9,579                                     | ı   |   | 12,578                          |
| Unreaused gams (rosses) on<br>derivative financial instruments<br>Adjustment of inventory from fair | 19,585                        | (15,553)   |   |   | 4,032                           |   | 55,834                                    | •   | ·   | 59,866                          |
| value to the lower of cost or<br>net realisable value<br>Others                                     | 10,035<br>1,861               | (10,123)<br>(423)                                  | 2,580   | 201<br>16   | 113<br>4,034                    |   | (113)<br>(393)                            | - 919   | - (20)  | -<br>4,540                      |
|   | 256,857                       | (28,712)   | 115,897   | 217   | 344,259                         | 333,021   | (2,091)                                   | 739,256   | (20)  | 1,414,425                       |
| Deferred income tax assets<br>(liabilities), net  | 51,620                        | 432,587  | (113,822)   | 2,618   | 373,003                         | (292,635)   | 135,589                                   | (733,447)   | (29,550)  | (547,040)                       |

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# Deferred income tax (Cont'd) 20

|                               |   | Recorded<br>to other |  |   | Recorded<br>to other   |  |
|-------------------------------|---|----------------------|--|---|--|--|
| 1 January<br>2016<br>Baht'000 | Recorded to<br>profit or loss<br>Baht'000   | compreh              | 31 December<br>2016<br>Baht'000  | Recorded to<br>profit or loss<br>Baht'000   | comprehensive<br>income<br>Baht'000  | 31 December<br>2017<br>Baht*000  |
|                               | 157,546   |                      | 157,546  | 215,527   |  | 373,073  |
| 14,499                        | 77,669  |                      | 92,168   | (61,532)  |  | 30,636   |
| 12,480                        | (12,274)  | I                    | 206  | 22,438  | ı  | 22,644   |
| 7,788                         | 13,253  |                      | 21,041   | (3,226)   | •  | 17,815   |
| 5,459<br>17                   | 9,473<br>29   |                      | 16,789<br>46   | 1,823<br>-  | (3)  | 18,609<br>46   |
| 40,243                        | 245,696   | 1,857                | 287,796  | 175,030   | (3)  | 462,823  |
| 52,213                        | (3,101)   | 89,095               | 138,207  | (7,858)   | 355,869  | 486,218  |
| 1,108                         | 1,891   |                      | 2,999  | 9,579   |  | 12,578   |
| 19,585<br>517                 | (15,553)<br>-   | -<br>2,541           | 4,032<br>3,058   | 47,272<br>-   | -<br>902   | 51,304<br>3,960  |
| 73,423                        | (16,763)  | 91,636               | 148,296  | 48,993  | 356,771  | 554,060  |
| (33,180)                      | 262,459   | (89,779)             | 139,500  | 126,037   | (356,774)  | (91,237)   |
|                               | <b>2016</b><br>Baht'000<br>14,499<br>12,480<br>7,788<br>5,459<br>17<br>40,243<br>1,108<br>19,585<br>517<br>73,423<br>(33,180) |                      | profit or loss         Baht'000         B           157,546         177,669         13,253           77,669         13,253         9,473           9,473         9,473         29           245,696         1,891         1,891           1,891         1,891         1,891           (15,553)         -         -           262,459         -         - | profit or loss         income         Baht'000         Baht'000 <th< td=""><td>profit or loss         income         2016         profit           157,546         -         157,546         2           77,669         -         92,168         (6           77,669         -         92,168         (7           13,253         1,857         92,168         (7           9,473         1,857         21,041         (7           9,473         1,857         16,789         (7           245,696         1,857         16,789         (7           13,253         1,857         287,796         1           1,891         89,095         138,207         1           1,891         -         2,999         1           1,891         -         2,999         1           1,891         -         2,999         1           1,891         -         2,999         1           1,891         -         2,999         1           1,16,763         2,541         3,058         1           1,16,763         2,541         3,058         1           1,16,763         91,636         1         1           1,18,79         3,058         1         1     <td>profit or loss<br/>Baht'000         income<br/>Baht'000         Baht'000         Ditto 1000         Ditto 1000</td></td></th<> | profit or loss         income         2016         profit           157,546         -         157,546         2           77,669         -         92,168         (6           77,669         -         92,168         (7           13,253         1,857         92,168         (7           9,473         1,857         21,041         (7           9,473         1,857         16,789         (7           245,696         1,857         16,789         (7           13,253         1,857         287,796         1           1,891         89,095         138,207         1           1,891         -         2,999         1           1,891         -         2,999         1           1,891         -         2,999         1           1,891         -         2,999         1           1,891         -         2,999         1           1,16,763         2,541         3,058         1           1,16,763         2,541         3,058         1           1,16,763         91,636         1         1           1,18,79         3,058         1         1 <td>profit or loss<br/>Baht'000         income<br/>Baht'000         Baht'000         Ditto 1000         Ditto 1000</td> | profit or loss<br>Baht'000         income<br>Baht'000         Baht'000         Ditto 1000         Ditto 1000 |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 21 Other non-current assets

|                                | Consolidated<br>stateme |          | Separate fi<br>stateme |          |
|--------------------------------|-------------------------|----------|------------------------|----------|
|                                | 2017                    | 2016     | 2017                   | 2016     |
|                                | Baht'000                | Baht'000 | Baht'000               | Baht'000 |
| Refundable deposits            | 43,354                  | 30,604   | 15,421                 | 12,683   |
| Others                         | 22,317                  | 26,004   | 5,084                  | 5,079    |
| Total other non-current assets | 65,671                  | 56,608   | 20,505                 | 17,762   |

# 22 Trade accounts payable and other payables

|   | Consolidated<br>stateme |           | Separate fir<br>stateme |           |
|---|-------------------------|-----------|-------------------------|-----------|
|   | 2017                    | 2016      | 2017                    | 2016      |
|   | Baht'000                | Baht'000  | Baht'000                | Baht'000  |
| Trade accounts payable                            |                         |           |                         |           |
| - other companies                                 | 1,221,484               | 974,197   | 349,392                 | 430,670   |
| Trade accounts payable                            |                         |           |                         |           |
| - related companies (Note 38.3)                   | 179,733                 | 633,460   | 791,558                 | 522,822   |
| Accrued expenses                                  | 621,595                 | 800,857   | 274,817                 | 333,387   |
| Deferred income for goods and others              | 279,897                 | 339,054   | 170,467                 | 248,263   |
| Deposits and retentions received                  |                         |           |                         |           |
| from customers                                    | 99,906                  | 107,213   | 19,601                  | 16,976    |
| Other accounts payable                            |                         |           |                         |           |
| - other companies                                 | 211,638                 | 307,052   | 58,108                  | 124,724   |
| Other accounts payable                            |                         |           |                         |           |
| <ul> <li>related companies (Note 38.3)</li> </ul> | 4                       | 5,677     | 55,159                  | 63,158    |
| Others  | 583                     | 325       | 155                     | 185       |
| Total trade accounts payable and                  |                         |           |                         |           |
| other payables                                    | 2,614,840               | 3,167,835 | 1,719,257               | 1,740,185 |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 23 Borrowings

|                                  | Consolidated financial statements |                  | Separate financial<br>statements |                  |
|----------------------------------|-----------------------------------|------------------|----------------------------------|------------------|
|                                  | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Current                          | Bant 000                          | Dant 000         | Bant 000                         | Dant 000         |
| Short-term borrowings from       |                                   |                  |                                  |                  |
| financial institutions           | 21,378,371                        | 23,086,867       | 14,754,529                       | 14,338,230       |
| Notes payable                    | 407,655                           | 346,948          |                                  |                  |
| Total short-term borrowings from |                                   |                  |                                  |                  |
| financial institutions           | 21,786,026                        | 23,433,815       | 14,754,529                       | 14,338,230       |
| Current portions                 |                                   |                  |                                  |                  |
| - long-term borrowings           |                                   |                  |                                  |                  |
| from financial institutions      | 420,654                           | 5,397,792        | 300,000                          | 4,276,388        |
| - debentures                     | 600,000                           | -                | 600,000                          | -                |
| - finance lease liabilities      | 13,167                            | 8,334            | 4,092                            | 2,466            |
| Total current borrowings         | 22,819,847                        | 28,839,941       | 15,658,621                       | 18,617,084       |
| Non-current                      |                                   |                  |                                  |                  |
| Long-term borrowings from        |                                   |                  |                                  |                  |
| financial institutions           | 7,193,710                         | 654              | 4,313,710                        | -                |
| Debentures                       | 2,265,000                         | 2,865,000        | 2,265,000                        | 2,865,000        |
| Finance lease liabilities        | 27,521                            | 5,127            | 9,542                            | 4,425            |
| Total non-current borrowings     | 9,486,231                         | 2,870,781        | 6,588,252                        | 2,869,425        |
| Total borrowings                 | 32,306,079                        | 31,710,722       | 22,246,873                       | 21,486,509       |
|                                  |                                   |                  |                                  |                  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

## 23 Borrowings (Cont'd)

As at 31 December 2017, some of short-term borrowings and some of long-term borrowings balance of Baht 26 million were guaranteed by lands, land improvements, buildings and structures thereon, and machinery and equipment of some subsidiaries as described in Note 15, certain of the Company's directors (no fee charged) but were not guaranteed by fixed deposits (2016: Baht 774 million). According to a condition of the borrowings agreements, the Company and its subsidiaries are not allowed to create any encumbrance on their assets, except for encumbrances created with the prior consent of the banks and permitted liens. In addition, the Company and the subsidiaries must comply with other conditions and restrictions stated in the borrowings agreements.

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

|   | Percentage           |              |                      |             |
|---|----------------------|--------------|----------------------|-------------|
|   | Consoli              | dated        | Separate             |             |
|   | financial statements |              | financial statements |             |
|   | 2017                 | 2016         | 2017                 | 2016        |
| Short-term borrowings from financial institutions | *1.50 - 10.25        | 1.39 - 11.87 | 1.50 - 2.30          | 1.50 - 2.30 |
| Long-term borrowings from financial institutions  | 3.63 - 4.29          | 2.63 - 4.80  | 3.77 - 4.29          | 2.63 - 4.51 |
| Debentures  | 2.96 - 4.56          | 2.96 - 4.56  | 2.96 - 4.56          | 2.96 - 4.56 |

The borrowing interest rates and effective interest rates of short-term borrowings from financial institutions is not significantly different.

### 23.1 Long-term borrowings from financial institutions

### (a) Consolidated financial statements

- Anvar Parawood Co., Ltd.

The first agreement At 31 December 2017, balance of Baht 0.65 million (2016: Baht 2 million), granted by a bank in 2013, was payable monthly starting from January 2014 and until June 2018. This borrowing bears a monthly interest at the rate of MLR minus a fixed percentage per annum.

## - Sri Trang Gloves (Thailand) Co., Ltd

The first agreementAt 31 December 2017, balance of Baht 3,000 million (2016: nil), granted by<br/>a bank in 2017, was payable quarterly from March 2018 to September<br/>2025. This borrowing bears a quarterly interest at the rate of MLR minus<br/>a fixed percentage per annum.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

## 23 Borrowings (Cont'd)

### 23.1 Long-term borrowings from financial institutions (Cont'd)

### (b) Separate financial statements

| The first agreement  | At 31 December 2017, balance of Baht 2,971 million (2016: Baht 3,196 million), granted by a bank in 2012, was payable quarterly from September 2012 to September 2022. This borrowing bears a monthly interest at the rate of MLR minus a fixed percentage per annum. |
|----------------------|---|
| The second agreement | At 31 December 2017, balance of Baht 493 million (2016: Baht 540 million), granted by a bank in 2016 was payable in full by the end of December 2019. This borrowing bears a monthly interest at the rate of a fixed percentage per annum.                            |
| The third agreement  | At 31 December 2017, balance of Baht 493 million (2016: nil), granted<br>by a bank in 2017 was payable in full by the end of June 2020. This<br>borrowing bears a monthly interest at the rate of a fixed percentage<br>per annum.                                    |
| The fourth agreement | At 31 December 2017, balance of Baht 657 million (2016: nil), granted<br>by a bank in 2017 was payable in full by the end of September 2020.<br>This borrowing bears a monthly interest at the rate of a fixed percentage<br>per annum.                               |

As at 31 December 2017, the Company had complied with certain terms under borrowings agreement. No long-term borrowings from financial in institution is classified as current portion of long-term borrowings.

As at 31 December 2016, the Company had long-term borrowings from financial institution balance of Baht 3,536 million, which were reclassified as current portion of long-term borrowings from financial institutions since the Company was not in full compliance with certain terms under the underlying borrowings agreement. As at financial reporting date, the Company had not received the waiver document from the financial institution at that time.

The fair value of current borrowings equal their carrying amount, as the impact of discounting is not significant and are within level 2 of the fair value hierarchy.

The movements in long-term borrowings can be analysed as follows:

|  | Consolidated financial<br>statements |                  | Separate financial<br>statements |                  |
|--|--------------------------------------|------------------|----------------------------------|------------------|
|  | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Opening balance<br>Additions of long-term<br>borrowings from financial | 5,398,446                            | 4,193,619        | 4,276,388                        | 3,940,157        |
| institutions<br>Repayments of long-term<br>borrowings from financial   | 4,172,363                            | 1,410,000        | 1,172,363                        | 540,000          |
| institutions<br>Cumulative currency differences                        | (1,886,404)                          | (205,211)        | (765,000)                        | (203,807)        |
| on translation   | (70,041)                             | 38               | (70,041)                         | 38               |
| Closing balance  | 7,614,364                            | 5,398,446        | 4,613,710                        | 4,276,388        |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 23 Borrowings (Cont'd)

## 23.1 Long-term borrowings from financial institutions (Cont'd)

The carrying amounts and fair values of the long-term borrowings are as follows:

|                      | Consolidated financial statements |                  |                  |                  |  |
|----------------------|-----------------------------------|------------------|------------------|------------------|--|
|                      | Carrying                          | value            | Fair values      |                  |  |
|                      | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000 | 2016<br>Baht'000 |  |
| Long-term borrowings | 7,614,364                         | 5,398,446        | 7,847,315        | 5,661,750        |  |
|                      | Separate financial statements     |                  |                  |                  |  |
|                      | Carrying                          | value            | Fair val         | ues              |  |
|                      | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000 | 2016<br>Baht'000 |  |
| Long-term borrowings | 4,613,710                         | 4,276,388        | 4,725,704        | 4,508,894        |  |

The fair values of current borrowings equal their carrying amount, as the impact of discounting rate is not significant.

The fair values of the long-term borrowings are based on discounted cash flows using a discount rate based upon the coupon bond rate plus additional private borrowing rate level BBB+ of 2.99% - 4.09% (2016: 1.96% - 3.13%) and are within level 2 of the fair value hierarchy.

# 23.2 Debentures

On 13 February 2013, the Company issued and offered the unsubordinate, unsecured with name registered, and with debenture holders' representative debentures, amounting to 900,000 units. The debentures are divided into two tranches as follows:

- Debentures of Sri Trang Agro-Industry Public Company Limited No. 1/2013 Tranche 1 due in 2016 - Debentures of Sri Trang Agro-Industry Public Company Limited No. 1/2013 Tranche 2 due in 2018

On 18 May 2016, the Company issued and offered the unsubordinate, unsecured with name registered, and with debenture holders' representative debentures, amounting to 2,265,000 units. The debentures are divided into two tranches as follows:

- Debentures of Sri Trang Agro-Industry Public Company Limited No. 1/2016 Tranche 1 due in 2019

- Debentures of Sri Trang Agro-Industry Public Company Limited No. 1/2016 Tranche 2 due in 2021

The movement of the balance of the debentures can be presented as follows:

|   | •                | Consolidated and separate financial statements |  |  |
|---|------------------|--|--|--|
|   | 2017<br>Baht'000 | 2016<br>Baht'000                               |  |  |
| Opening balance<br>Issued during the year<br>Redemption during the year | 2,865,000        | 1,450,000<br>2,265,000<br>(850,000)            |  |  |
| Ending balance  | 2,865,000        | 2,865,000                                      |  |  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 23 Borrowings (Cont'd)

# 23.2 Debentures (Cont'd)

The details of the debentures in the consolidated and separate financial statements can be presented as follows:

|         | Interest rate<br>% | Par value<br>Baht | 31 December<br>2016<br>shares | 31 December<br>2017<br>shares | Term of interest payment                                       | Due for redemption |
|---------|--------------------|-------------------|-------------------------------|-------------------------------|--|--------------------|
| STA182A | 4.50 p.a.          | 1,000             | 600,000                       | 600,000                       | 13 February and  | 13 February 2018   |
| STA195A | 2.55 p.a.          | 1,000             | 810,000                       | 810,000                       | 13 August every year<br>18 May and<br>18 November every year   | 18 May 2019        |
| STA215A | 3.10 p.a.          | 1,000             | 1,455,000                     | 1,455,000                     | 18 November every year<br>18 May and<br>18 November every year | 18 May 2021        |
|         |                    |                   | 2,865,000                     | 2,865,000                     |  |                    |

The carrying amounts and fair values of the debentures are as follows:

|            |                  | Consolidated and separate<br>financial statements |                  |                  |  |  |
|------------|------------------|---|------------------|------------------|--|--|
|            | Carrying         | Carrying amounts Fair values                      |                  |                  |  |  |
|            | 2017<br>Baht'000 | 2016<br>Baht'000                                  | 2017<br>Baht'000 | 2016<br>Baht'000 |  |  |
| Debentures | 2,865,000        | 2,865,000   | 2,867,023        | 2,868,420        |  |  |

The fair value of the debentures is based on quoted prices (unadjusted) in active markets and is within level 1 of the fair value hierarchy.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 23 Borrowings (Cont'd)

## 23.3 Additional information for the borrowings from financial institutions and debentures

The interest rate exposures on the borrowings from financial institutions and debentures (excluding finance lease liabilities) of the Group and the Company are as follows:

|                       | Consolidated financial statements |                  | Separate fi<br>stateme |                  |
|-----------------------|-----------------------------------|------------------|------------------------|------------------|
|                       | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000       | 2016<br>Baht'000 |
| Short-term borrowings |                                   |                  |                        |                  |
| Fixed rates           | 21,786,026                        | 23,433,815       | 14,754,529             | 14,338,230       |
| Long-term borrowings  |                                   |                  |                        |                  |
| Fixed rates           | 1,642,360                         | 1,080,038        | 1,642,360              | 1,080,038        |
| Floating rates        | 5,972,004                         | 4,318,408        | 2,971,350              | 3,196,350        |
|                       | 7,614,364                         | 5,398,446        | 4,613,710              | 4,276,388        |
| Debentures            |                                   |                  |                        |                  |
| Fixed rates           | 2,865,000                         | 2,865,000        | 2,865,000              | 2,865,000        |
| Total borrowings      |                                   |                  |                        |                  |
| Fixed rates           | 26,293,386                        | 27,378,853       | 19,261,889             | 18,283,268       |
| Floating rates        | 5,972,004                         | 4,318,408        | 2,971,350              | 3,196,350        |
|                       | 32,265,390                        | 31,697,261       | 22,233,239             | 21,479,618       |

Fair values of the long-term borrowings and debentures are based upon the borrowings rates which the management expects would be available at the date of statements of financial position. The fair values of short-term borrowings and long-term lease obligations approximate their carrying amounts.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 23 Borrowings (Cont'd)

### 23.3 Additional information for the borrowings from financial institutions and debentures (Cont'd)

Maturity of borrowings and debentures (excluding finance lease liabilities) is as follows:

|  | Consolidated financial statements |                  | Separate fi<br>statem |                  |
|--|-----------------------------------|------------------|-----------------------|------------------|
|  | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000      | 2016<br>Baht'000 |
| Not later than 1 year<br>Later than 1 year but not later       | 22,806,680                        | 28,831,607       | 15,654,529            | 18,614,618       |
| than 3 years<br>Later than 3 years but not later               | 4,122,360                         | 1,410,654        | 3,702,360             | 1,410,000        |
| than 5 years   | 3,956,350                         | 1,455,000        | 2,876,350             | 1,455,000        |
| Later than 5 years   | 1,380,000                         | -                |                       | -                |
| Total borrowings from financial<br>institutions and debentures | 32,265,390                        | 31,697,261       | 22,233,239            | 21,479,618       |

The carrying amounts of borrowings from financial institutions and debentures are denominated in the following currencies:

|  | Consolidated financial statements |            | Separate financial<br>statements |            |
|--|-----------------------------------|------------|----------------------------------|------------|
|  | 2017                              | 2016       | 2017                             | 2016       |
|  | Baht'000                          | Baht'000   | Baht'000                         | Baht'000   |
| USD  | 3,521,774                         | 4,233,773  | 1,412,400                        | 1,080,038  |
| Rupiah   | 1,596,823                         | 1,881,150  | -                                | -          |
| THB  | 27,146,793                        | 25,582,338 | 20,820,839                       | 20,399,580 |
| Total borrowings from financial<br>institutions and debentures | 32,265,390                        | 31,697,261 | 22,233,239                       | 21,479,618 |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 23 Borrowings (Cont'd)

### 23.4 Finance lease liabilities

The minimum lease payments recognised as liabilities from the finance leases are summarised as follows:

|  | Consolidated financial statements |                  | Separate financial<br>statements |                  |
|--|-----------------------------------|------------------|----------------------------------|------------------|
|  | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Not later than 1 year<br>Later than 1 year but not later | 14,736                            | 3,437            | 4,585                            | 2,728            |
| than 5 years   | 29,103                            | 10,678           | 10,196                           | 4,709            |
| Less Future finance charges                              | 43,839                            | 14,115           | 14,781                           | 7,437            |
| on finance leases  | (3,151)                           | (654)            | (1,147)                          | (546)            |
| Present values of finance lease liabilities              | 40,688                            | 13,461           | 13,634                           | 6,891            |
| Finance lease liabilities                                |                                   |                  |                                  |                  |
| - Current<br>- Non-current                               | 13,167<br>27,521                  | 8,334<br>5,127   | 4,092<br>9,542                   | 2,466<br>4,425   |
|  | 40,688                            | 13,461           | 13,634                           | 6,891            |

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# 23 Borrowings (Cont'd)

## 23.4 Finance lease liabilities

The present value of finance lease liabilities is as follows:

|  |                  | Consolidated financial<br>statements |                  | nancial<br>ents  |
|--|------------------|--------------------------------------|------------------|------------------|
|  | 2017<br>Baht'000 | 2016<br>Baht'000                     | 2017<br>Baht'000 | 2016<br>Baht'000 |
| Not later than 1 year<br>Later than 1 year but not later | 13,167           | 8,334                                | 4,092            | 2,466            |
| than 5 years   | 27,521           | 5,127                                | 9,542            | 4,425            |
|  | 40,688           | 13,461                               | 13,634           | 6,891            |

The movements in finance lease liabilities can be analysed as follows:

|  | Consolidated financial statements |                  |                  |                  |
|--|-----------------------------------|------------------|------------------|------------------|
|  | 2017<br>Baht'000                  | 2016<br>Baht'000 | 2017<br>Baht'000 | 2016<br>Baht'000 |
| Opening balance<br>Additions of finance lease liabilities  | 13,461                            | 35,949           | 6,891            | 8,146            |
| from financial institutions<br>Repayments of finance lease | 33,508                            | 2,906            | 10,687           | 2,842            |
| liabilities from financial institutions                    | (6,281)                           | (25,394)         | (3,944)          | (4,097)          |
| Closing balance  | 40,688                            | 13,461           | 13,634           | 6,891            |

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# 24 Provision for post-employment benefit obligations

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

|                                      | Consolidated financial<br>statements |                  | Separate financial<br>statements |                  |
|--------------------------------------|--------------------------------------|------------------|----------------------------------|------------------|
|                                      | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Present value of unfunded obligation | 308,188                              | 185,233          | 93,046                           | 83,947           |

The movements in the defined benefit obligations over the years are as follows:

|  | Consolidated financial<br>statements |                  | Separate fin<br>stateme |                  |
|--|--------------------------------------|------------------|-------------------------|------------------|
|  | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000        | 2016<br>Baht'000 |
| At 1 January<br>Provision for post-employment benefit<br>obligations from business acquisition | 185,233                              | 161,704          | 83,947                  | 73,883           |
| (Note 37)  | 76,962                               | -                | -                       | -                |
| Current service costs  | 20,200                               | 18,746           | 8,914                   | 9,947            |
| Interest costs   | 7,836                                | 5,720            | 2,073                   | 2,105            |
| Employee benefits paid<br>Remeasurements of post-employment                                    | (5,774)                              | (2,311)          | (1,877)                 | (1,271)          |
| benefit obligations  | 23,731                               | 1,374            | (11)                    | (717)            |
| At 31 December   | 308,188                              | 185,233          | 93,046                  | 83,947           |

The amounts recognised in the statement of income are as follows:

|                       |          | Consolidated financial<br>statements |          | nancial<br>ents |
|-----------------------|----------|--------------------------------------|----------|-----------------|
|                       | 2017     | 2016                                 | 2017     | 2016            |
|                       | Baht'000 | Baht'000                             | Baht'000 | Baht'000        |
| Current service costs | 20,200   | 18,746                               | 8,914    | 9,947           |
| Interest costs        | 7,836    | 5,720                                | 2,073    | 2,105           |
| Total                 | 28,036   | 24,466                               | 10,987   | 12,052          |

Remeasurements of post-employment benefit obligations recognised in the other comprehensive income for the years ended 31 December 2017 and 2016 are as follows:

|  | Consolidated financial<br>statements |                  | Separate financial<br>statements |                  |
|--|--------------------------------------|------------------|----------------------------------|------------------|
|  | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Remeasurements of post-employment<br>benefit obligations in the year<br>Cumulative remeasurements of post- | (23,731)                             | (1,374)          | 11                               | 717              |
| employment benefit obligations   | (13,024)                             | 10,707           | (15,133)                         | (15,143)         |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 24 Provision for post-employment benefit obligations (Cont'd)

The principal actuarial assumptions used were as follows:

|   | Percentage                        |      |                                  |      |  |
|---|-----------------------------------|------|----------------------------------|------|--|
|   | Consolidated financial statements |      | Separate financial<br>statements |      |  |
|   | 2017                              | 2016 | 2017                             | 2016 |  |
| Discount rate                           | 1.46 - 3.97                       | 3.00 | 1.46 - 3.97                      | 3.00 |  |
| Inflation rate                          | 2.50                              | 2.50 | 2.50                             | 2.50 |  |
| Future salary increases (monthly staff) | 5.00                              | 5.00 | 5.00                             | 5.00 |  |
| Future salary increases (daily staff)   | 3.00                              | 3.00 | 3.00                             | 3.00 |  |

The sensitivity of the defined benefit obligation according to actuarial assumptions is:

|                         |                                      | 2017                      |                           |  |
|-------------------------|--------------------------------------|---------------------------|---------------------------|--|
|                         | Impact on defined benefit obligation |                           |                           |  |
|                         | Change in<br>assumption              | Increase in assumption    | Decrease in<br>assumption |  |
| Discount rate           | 1%                                   | Decreased by 10%          | Increased by 12%          |  |
| Future salary increases | 1%                                   | Increased by 13%          | Decreased by 11%          |  |
|                         |                                      | 2016                      |                           |  |
|                         | Impact                               | t on defined benefit of   | oligation                 |  |
|                         | Change in<br>assumption              | Increase in<br>assumption | Decrease in<br>assumption |  |
| Discount rate           | 1%                                   | Decreased by 9%           | Increased by 11%          |  |
| Future salary increases | 1%                                   | Increased by 12%          | Decreased by 10%          |  |

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

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

The weighted average duration of the defined benefit obligation is 15 years.

Expected maturity analysis of undiscounted defined benefit obligations as at 31 December 2017:

|                             |                                 | Consolidated financial statements |                                     |                             |                   |
|-----------------------------|---------------------------------|-----------------------------------|-------------------------------------|-----------------------------|-------------------|
|                             | Less than a<br>year<br>Baht'000 | Between 1-2<br>years<br>Baht'000  | Between 2-5<br>years<br>Baht'000    | Over 5<br>years<br>Baht'000 | Total<br>Baht'000 |
| Defined benefit obligations | 54,505                          | 9,000<br>Separat                  | 39,610<br><b>e financial stat</b> e | 1,006,689                   | 1,109,804         |
|                             | Less than a<br>year<br>Baht'000 |                                   |                                     | Over 5<br>years<br>Baht'000 | Total<br>Baht'000 |
| Defined benefit obligations | 19,432                          | 3,194                             | 19,024                              | 232,663                     | 274,313           |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

### 25 Share capital and share premium

|  | Consolidated and Separate financial statements |   |   |                                |                              |                   |
|--|--|---|---|--------------------------------|------------------------------|-------------------|
|  | Par value<br>Baht per share                    | Number of<br>registered<br>shares<br>Shares | Issued and<br>paid-up<br>shares<br>Shares | Ordinary<br>shares<br>Baht'000 | Share<br>premium<br>Baht'000 | Total<br>Baht'000 |
| At 1 January 2016<br>Issued and paid-up<br>share capital | 1  | 1,280,000,000                               | 1,280,000,000                             | 1,280,000                      | 8,550,990<br>-               | 9,830,990         |
| At 31 December 2016<br>Issued and paid-up                | 1  | 1,280,000,000                               | 1,280,000,000                             | 1,280,000                      | 8,550,990                    | 9,830,990         |
| share capital  | 1  | 255,999,998                                 | 255,999,998                               | 256,000                        | 2,300,962                    | 2,556,962         |
| At 31 December 2017                                      | 1  | 1,535,999,998                               | 1,535,999,998                             | 1,536,000                      | 10,851,952                   | 12,387,952        |

As at 31 December 2017, the total authorised number of ordinary shares was 1,535,999,998 shares (2016: 1,280,000,000 shares) with a par value of Baht 1 per share (2016: Baht 1 per share) 1,535,999,998 shares were issued and fully paid-up (2016: 1,280,000,000 shares).

On 31 August 2017, the shareholders at the extraordinary Shareholders' meeting No.2/2017 passed a resolution to approve increase the authorised share capital from 1,280,000,000 ordinary shares with a par value of Baht 1 per share to 1,535,999,998 ordinary shares with a par value of Baht 1 per share. On 6 October 2017, the Company received subscription of 255,999,998 additional shares at Baht 1 par value which were priced at Baht 10 per share. The paid-up share capital and premium on share capital totalling Baht 256 million and Baht 2,301 million, respectively. The Company registered the increased share capital with the Ministry of Commerce on 16 October 2017.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 26 Other components of equity

Other components of equity can be analysed as follows:

| Asset revaluation<br>surplus, net of<br>accumulated<br>depreciation<br>Baht'000       Unrealised gains on<br>available-for-sale<br>investments       Cumulative currency<br>differences on<br>translation         For the year ended 31 December 2017<br>At 1 January 2017       1,296,860       12,756       (284,005)       1,025,61         Assets revaluation surplus, before tax<br>Assets revaluation surplus, tax       3,587,236       -       -       3,587,236 |
|--|
| At 1 January 2017         1,296,860         12,756         (284,005)         1,025,61           Assets revaluation surplus, before tax         3,587,236         -         3,587,236   |
| At 1 January 2017         1,296,860         12,756         (284,005)         1,025,61           Assets revaluation surplus, before tax         3,587,236         -         3,587,236   |
| Assets revaluation surplus, tax (738,338) (738,338)<br>Depreciation transfer on assets revaluation,  |
| before tax (76,989) - (76,98   |
| Depreciation transfer on assets revaluation, tax15,39815,39Disposals and write-offs of assets, before tax(43,401)(43,40Disposals and write-offs of assets, tax8,680-8,680Change in fair value of available-for-sale-8,680-   |
| investments, before tax (Note 14) - 4,596 - 4,59<br>Change in fair value of available-for-sale   |
| investments, tax         -         (919)         -         (919)           Currency differences on translation         (382,073)         (382,073)         (382,073)   |
| At 31 December 2017 4,049,446 16,433 (666,078) 3,399,80  |
| For the year ended 31 December 2016  |
| At 1 January 2016 1,427,800 6,832 (268,547) 1,166,08<br>Depreciation transfer on assets revaluation,   |
| before tax(21,244)(21,24Depreciation transfer on assets revaluation, tax4,327-4,327  |
| Disposals and write-offs of assets, before tax(883)(883)Disposals and write-offs of assets, tax17717Change in fair value of available-for-sale17717  |
| investments, before tax (Note 14) - 8,504 - 8,50<br>Change in fair value of available-for-sale   |
| investments, tax         -         (1,700)         -         (1,700)           Changes in estimated deferred tax rates         (113,317)         (880)         -         (114,19)           Currency differences on translation  |
| At 31 December 2016 1,296,860 12,756 (284,005) 1,025,61  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 26 Other components of equity (Cont'd)

|   | Separate financial statements  |   |  |  |
|---|--|---|--|--|
|   | Asset<br>revaluation<br>surplus, net of<br>accumulated<br>depreciation<br>Baht'000 | Unrealised<br>gains on<br>available-<br>for-sale<br>investments<br>Baht'000 | Total<br>Baht'000  |  |
| For the year ended 31 December 2017<br>At 1 January 2017<br>Assets revaluation surplus, before tax<br>Assets revaluation surplus, tax   | 552,827<br>1,779,346<br>(355,869)  | 12,234  | 565,061<br>1,779,346<br>(355,869)  |  |
| Depreciation transfer on assets revaluation, before tax<br>Depreciation transfer on assets revaluation, tax<br>Change in fair value of available-for-sale   | (353,863)<br>(39,289)<br>7,858   |   | (39,289)<br>7,858  |  |
| investments, before tax (Note 14)<br>Change in fair value of available-for-sale investments, tax  | -  | 4,510<br>(902)  | 4,510<br>(902)   |  |
| At 31 December 2017   | 1,944,873  | 15,842  | 1,960,715  |  |
| For the year ended 31 December 2016<br>At 1 January 2016<br>Depreciation transfer on assets revaluation, before tax<br>Depreciation transfer on assets revaluation, tax<br>Disposals and write-offs of assets, before tax<br>Disposals and write-offs of assets, tax<br>Change in fair value of available-for-sale<br>investments, before tax (Note 14)<br>Change in fair value of available-for-sale investments, tax<br>Changes in estimated deferred tax rates | 654,327<br>(14,700)<br>2,940<br>(807)<br>161<br>-<br>-<br>(89,094)                 | 6,480<br>-<br>-<br>-<br>-<br>8,296<br>(1,660)<br>(882)                      | 660,807<br>(14,700)<br>2,940<br>(807)<br>161<br>8,296<br>(1,660)<br>(89,976) |  |
| At 31 December 2016   | 552,827  | 12,234  | 565,061  |  |

### 27 Legal reserve

|   | Consolidated a<br>financial sta | •                |
|---|---------------------------------|------------------|
|   | 2017<br>Baht'000                | 2016<br>Baht'000 |
| At 1 January<br>Appropriation during the year | 128,000                         | 128,000<br>-     |
| At 31 December                                | 128,000                         | 128,000          |

Under the Public Limited Company Act., B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital. The legal reserve is non-distributable.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### Revenues from sales of goods and services 28

|  | Consolidated<br>statem |            | Separate financial<br>statements |            |  |
|--|------------------------|------------|----------------------------------|------------|--|
|  | 2017                   | 2016       | 2017                             | 2016       |  |
|  | Baht'000               | Baht'000   | Baht'000                         | Baht'000   |  |
| Revenues from sales of goods                       | 89,386,241             | 77,265,486 | 52,043,740                       | 38,335,071 |  |
| Service income                                     | 753                    | 34         | -                                | -          |  |
| Total revenues from sales of goods<br>and services | 89,386,994             | 77,265,520 | 52,043,740                       | 38,335,071 |  |

#### 29 Expenses by nature

The following significant items have been charged to the operating profit for the years.

|  |       | Consolidate<br>statem |                  | Separate financial<br>statements |                  |  |
|--|-------|-----------------------|------------------|----------------------------------|------------------|--|
| For the years ended 31 December                            | Notes | 2017<br>Baht'000      | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |  |
| Changes in finished goods                                  |       |                       |                  |                                  |                  |  |
| and work-in-process  |       | (1,344,814)           | 513,071          | (539,789)                        | (1,316,507)      |  |
| Raw materials and  |       |                       |                  |                                  |                  |  |
| consumables used   |       | 60,917,781            | 48,472,831       | 32,994,781                       | 27,892,352       |  |
| (Reversal of) allowance for<br>inventory cost in excess of |       |                       |                  |                                  |                  |  |
| net realisable value                                       |       | 343,599               | (480,903)        | 236,074                          | (163,959)        |  |
| Employee costs and key                                     |       | ,                     | (                | ) -                              | (                |  |
| management benefits  | 30    | 2,946,006             | 2,395,124        | 921,792                          | 918,079          |  |
| Depreciation charges                                       | 15    | 1,783,658             | 1,158,988        | 709,129                          | 554,239          |  |
| Amortisation charges - rubber                              |       |                       |                  |                                  |                  |  |
| and plantations  | 16    | 4,239                 | 691              | 283                              | 283              |  |
| Amortisation charges                                       |       |                       |                  |                                  |                  |  |
| - intangible assets  | 17    | 64,490                | 35,546           | 56,361                           | 29,457           |  |
| Transportation and   |       |                       |                  |                                  |                  |  |
| distribution expense                                       |       | 1,689,920             | 1,588,627        | 839,637                          | 809,261          |  |
| Energy expense   |       | 1,889,132             | 1,120,404        | 540,335                          | 589,405          |  |
| Cess expense   |       | 1,294,826             | 1,162,790        | 897,431                          | 778,449          |  |
|  |       |                       |                  |                                  |                  |  |

# Additional information

The cess expense is a fee charged to exporters of natural rubber products for the rubber replanting aid fund managed by the Office of the Rubber Authority of Thailand (RAOT) for the purpose of replanting support. Such fee is calculated based on exported quantity at the price on export dates multiplied by a fixed rate as agreed.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

## 30 Employee costs and key management benefits

|   | Consolidated<br>stateme |                  | Separate financial<br>statements |                  |  |
|---|-------------------------|------------------|----------------------------------|------------------|--|
|   | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |  |
| Wages and salaries                                  | 2,611,101               | 2,085,524        | 825,569                          | 819,722          |  |
| Social security costs                               | 85,953                  | 67,050           | 21,450                           | 22,341           |  |
| Provident Fund                                      | 24,035                  | 22,588           | 11,397                           | 10,013           |  |
| Post-employment benefit expenses                    | 28,036                  | 24,466           | 10,987                           | 12,053           |  |
| Other employment benefits                           | 196,881                 | 195,496          | 52,389                           | 53,950           |  |
| Total employee costs and<br>key management benefits | 2,946,006               | 2,395,124        | 921,792                          | 918,079          |  |

# 31 Other income

|                               | Consolidated<br>stateme |                  | Separate financial statements |                  |  |
|-------------------------------|-------------------------|------------------|-------------------------------|------------------|--|
|                               | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000              | 2016<br>Baht'000 |  |
| Income from insurance claim   | 505,680                 | 28,957           | 40,419                        | 16,197           |  |
| Storage income                | 9,710                   | 34,836           | 6,550                         | 8,102            |  |
| Dividend income               | 1,805                   | 24,256           | 4,827,099                     | 343,420          |  |
| Rental income                 | 22,120                  | 39,034           | 9,009                         | 8,837            |  |
| Income from sales of scraps   | 14,799                  | 6,874            | 2,594                         | 2,765            |  |
| Office service income         | 5,553                   | 17,152           | 22,068                        | 27,218           |  |
| Income from computer software | 14,318                  | 9,301            | 62,754                        | 27,846           |  |
| Gain on disposal sparepart    | 9,464                   | 3,397            | 1,036                         | 255              |  |
| Weight income                 | 2,238                   | 6,215            | 531                           | 988              |  |
| Income from guaranteed loans  | -                       | -                | 28,285                        | 21,804           |  |
| Others                        | 99,828                  | 27,486           | 32,301                        | 5,684            |  |
| Total other income            | 685,515                 | 197,508          | 5,032,646                     | 463,116          |  |

Income from insurance claim in consolidated financial statements in the current period totalling Baht 506 million included income from insurance claim from fire accident of PT Star Rubber in Indonesia in 2016 amounting Baht 463 million (Note 43).

Dividend income in separate financial statements in the current period totaling Baht 4,827 million was dividend income from Sri Trang Gloves (Thailand) Co., Ltd. (formerly Siam Sempermed Corp. Ltd.) of Baht 3,578 million, Rubberland Products Co., Ltd. of Baht 500 million and Semperflex Asia Co., Ltd. of Baht 548 million. The dividend income was received in March and December 2017.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 32 Other gains (losses), net

|  | Consolidated<br>stateme |                  | Separate financial statements |                  |  |
|--|-------------------------|------------------|-------------------------------|------------------|--|
|  | 2017<br>Baht'000        | 2016<br>Baht'000 | 2017<br>Baht'000              | 2016<br>Baht'000 |  |
| Gains (losses) from rubber derivative<br>financial instruments | 100,303                 | (921,140)        | (92,055)                      | (733,596)        |  |
| Gains (losses) from disposals and write-offs<br>fixed assets   | (788)                   | (62,119)         | 3,889                         | (923)            |  |
| Total other gains (losses), net                                | 99,515                  | (983,259)        | (88,166)                      | (734,519)        |  |

#### 33 Finance costs, net

|  | Consolidated<br>stateme         |                              | Separate financial statements |                         |  |
|--|---------------------------------|------------------------------|-------------------------------|-------------------------|--|
|  | 2017<br>Baht'000                | 2016<br>Baht'000             | 2017<br>Baht'000              | 2016<br>Baht'000        |  |
| Finance income<br>Interest income from debentures<br>Interest income from bank deposits<br>Interest income from related parties                              | 34,232<br>15,429<br>            | 29,632<br>5,678<br>-         | 34,232<br>969<br>82,038       | 29,632<br>776<br>44,982 |  |
| Total finance income   | 49,661                          | 35,310                       | 117,239                       | 75,390                  |  |
| Finance costs<br>Interest expense on bank borrowings<br>Interest expense on finance leases<br>Net foreign exchange gains (losses)<br>on financing activities | (1,206,022)<br>(71)<br>(39,491) | (732,672)<br>(752)<br>26,089 | (751,216)<br>-<br>-           | (417,347)<br>-<br>-     |  |
| Total finance costs  | (1,245,584)                     | (707,335)                    | (751,216)                     | (417,347)               |  |
| Total finance costs, net   | (1,195,923)                     | (672,025)                    | (633,977)                     | (341,957)               |  |

#### 34 Income tax

The weighted average tax rate for the consolidated financial statements for the year ended 31 December 2017 was 1.48% (2016: 26.40%). The decrease was mainly due to the recognition of tax losses of the current year deferred income tax asset. The weighted average tax rate for the Company financial statements for the year ended 31 December 2017 was 4.96% (2016: 22.30%).

|   | Consolidated<br>statem |                  | Separate financial<br>statements |                  |  |
|---|------------------------|------------------|----------------------------------|------------------|--|
|   | 2017<br>Baht'000       | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |  |
| <b>Current income tax:</b><br>Current income tax on profit of the years             | 151,653                | 149,345          |                                  | -                |  |
| <b>Deferred income tax:</b><br>Origination and reversal of temporary<br>differences | (131,023)              | (432,587)        | (126,037)                        | (262,460)        |  |
| Total income tax  | 20,630                 | (283,242)        | (126,037)                        | (262,460)        |  |

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### 34 Income tax (Cont'd)

The tax on the Group's profits before income tax differ from the theoretical amount that would arise using the income tax rate and deferred tax rate applicable to profits of the consolidated entities as follows:

|   | Consolidate<br>statem            |                                | Separate financial<br>statements |                                   |  |
|---|----------------------------------|--------------------------------|----------------------------------|-----------------------------------|--|
|   | 2017<br>Baht'000                 | 2016<br>Baht'000               | 2017<br>Baht'000                 | 2016<br>Baht'000                  |  |
| Profit (loss) before income tax   | (1,397,911)                      | (1,072,972)                    | 2,542,439                        | (1,174,361)                       |  |
| Tax calculated at domestic tax rates<br>applicable to profits in the respective<br>countries  | (260,893)                        | (215,051)                      | 508,488                          | (234,872)                         |  |
| Share of tax on profits of associates<br>and joint ventures<br>Tax effect of:   | (25,968)                         | (80,552)                       | -                                | -                                 |  |
| <ul> <li>Income not subject to tax</li> <li>Expenses not deductible for tax purpose</li> <li>Double deductible expenses</li> </ul>          | (198,253)<br>143,673<br>(69,158) | (79,201)<br>65,565<br>(97,821) | (965,419)<br>31,335<br>(39,759)  | (132,348)<br>(34,064)<br>(57,910) |  |
| <ul> <li>Tax losses of the current year for which<br/>no deferred income tax asset was<br/>recognised</li> </ul>                            | 382,125                          | 118,380                        | 339,318                          | 129,806                           |  |
| <ul> <li>Write-off deferred tax asset which was<br/>previously recognised</li> <li>Tax at concessionary rate of 10% see note (a)</li> </ul> | 10,771<br>(23,894)<br>62,227     | 36,404<br>(55,095)<br>24,129   | -                                | -<br>-<br>(1 200)                 |  |
| - Others<br>Total income tax expense (income)   | <u>62,227</u><br>20,630          | 24,129<br>(283,242)            | (126,037)                        | (1,200)<br>(262,460)              |  |

### Additional information

- (a) On 11 May 2005, the Ministry of Trade and Industry of Singapore awarded the Global Trader Programme status to the company for the period from 1 April 2005 to 31 December 2009. Under this programme, income derived from qualifying trading transactions of approved products is taxed at the concessionary rate of 10%. On 16 February 2015, this status was extended from 1 January 2015 for a period of 5 years, to 31 December 2019.
- (b) The Company and certain subsidiaries in Thailand were granted tax incentives relating to the manufacturing of certain natural rubber products. The tax incentives include the following:
  - Exemption from payment of import duty on imported machinery and equipment.
  - Exemption from payment of income tax for the period of eight years starting from the commencement date of the promoted business, and 50 percent reduced from the normal tax rate for the next five years after the period of eight years are expired.

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# 34 Income tax (Cont'd)

The tax (charge)/credit relating to component of others comprehensive income is as follows:

|   | Consolidated financial statements |                                       |                       |                        |                                       |                       |  |
|---|-----------------------------------|---------------------------------------|-----------------------|------------------------|---------------------------------------|-----------------------|--|
|   |                                   | 2017                                  |                       |                        | 2016                                  |                       |  |
|   | Before tax<br>Baht'000            | Tax<br>(charge)<br>credit<br>Baht'000 | After tax<br>Baht'000 | Before tax<br>Baht'000 | Tax<br>(charge)<br>credit<br>Baht'000 | After tax<br>Baht'000 |  |
| Assets revaluation surplus<br>Change in tax rate used in                        | 3,587,236                         | (738,338)                             | 2,848,898             | -                      | -                                     | -                     |  |
| deferred tax recognition<br>Change in fair value of                             | -                                 | -                                     | -                     | -                      | (112,533)                             | (112,533)             |  |
| available-for-sale investments<br>Remeasurements of post-<br>employment benefit | 4,596                             | (919)                                 | 3,677                 | 8,504                  | (1,701)                               | 6,803                 |  |
| obligations   | (23,731)                          | 5,809                                 | (17,922)              | (1,375)                | 411                                   | (964)                 |  |
| Cumulative currency differences<br>on translation                               | (361,351)                         | (29,549)                              | (390,900)             | (16,186)               | 2,619                                 | (13,567)              |  |
| Total income tax charges to other comprehensive income                          | 3,206,750                         | (762,997)                             | 2,443,753             | (9,057)                | (111,204)                             | (120,261)             |  |

|   | Separate financial statements |                                       |                       |                        |                                       |                       |  |
|---|-------------------------------|---------------------------------------|-----------------------|------------------------|---------------------------------------|-----------------------|--|
|   |                               | 2017                                  |                       | 2016                   |                                       |                       |  |
|   | Before tax<br>Baht'000        | Tax<br>(charge)<br>credit<br>Baht'000 | After tax<br>Baht'000 | Before tax<br>Baht'000 | Tax<br>(charge)<br>credit<br>Baht'000 | After tax<br>Baht'000 |  |
| Asset revaluation surplus<br>Change in tax rate used in                   | 1,779,346                     | (355,869)                             | 1,423,477             | -                      | -                                     | -                     |  |
| deferred tax recognition<br>Change in fair value of<br>available-for-sale | -                             | -                                     | -                     | -                      | (87,977)                              | (87,977)              |  |
| investments<br>Remeasurements of<br>post-employment                       | 4,510                         | (902)                                 | 3,608                 | 8,295                  | (1,659)                               | 6,636                 |  |
| benefit obligations   | 11                            | (3)                                   | 8                     | 717                    | (143)                                 | 574                   |  |
| Total income tax charges<br>to other comprehensive<br>income              | 1,783,867                     | (356,774)                             | 1,427,093             | 9,012                  | (89,779)                              | (80,767)              |  |

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# 35 Earnings (losses) per share

Basic earnings (losses) per share is calculated by dividing the net profit (losses) attributable to owners of the parent by the weighted average number of paid-up ordinary shares in issue during the years.

|   | Consolidated<br>stateme |           | Separate financial<br>statements |           |  |
|---|-------------------------|-----------|----------------------------------|-----------|--|
|   | 2017                    | 2017 2016 |                                  | 2016      |  |
| Net profit (losses) for the year attributable to<br>owners of the parent (Baht'000)<br>Weighted average number of | (1,437,051)             | (757,986) | 2,668,476                        | (911,901) |  |
| ordinary shares in issue (Shares'000)   | 1,370,204               | 1,325,876 | 1,370,204                        | 1,325,876 |  |
| Basic earnings (losses) per share<br>(Baht per share)   | (1.05)                  | (0.57)    | 1.95                             | (0.69)    |  |

There are no potential dilutive ordinary shares in issue during the years ended 31 December 2017 and 2016.

### 36 Dividends

At the Annual General Meeting of Shareholders held on 25 April 2017, it was resolved that dividend be paid to shareholders in respect of 2016 retained earnings at Baht 0.40 per share, totaling of Baht 512 million. The dividend was paid in May 2017 to the shareholders.

At the Annual General Meeting of Shareholders held on 28 April 2016, it was resolved that dividend be paid to shareholders in respect of 2015 operating results at Baht 0.40 per share, totaling of Baht 512 million. The dividend was paid in May 2016 to the shareholders.

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

## 37 Business acquisition

On 15 March 2017, the Company additionally acquired shares of Siam Sempermed Corp. Ltd. (Subsequently changed its name to "Sri Trang Gloves (Thailand) Co., Ltd.") totalling 10,000 shares, representing 50% of paidup capital of Sri Trang Gloves (Thailand) Co., Ltd. for Baht 6,320 million. As a result of this business acquisition, The Company has recognised a goodwill of Baht 2,954 million and related transactions from business combination are accounted for using purchase method.

None of the goodwill recognised is expected to be deductible for income tax purposes.

The following table summarises the consideration paid for business acquisition. The amounts of the assets acquired and liabilities assumed as recognised at the acquisition date.

### Consideration as at 15 March 2017

|  | Baht'000  |
|--|-----------|
| Cash paid for Sri Trang Gloves (Thailand) Co., Ltd.'s  |           |
| (formerly Siam Sempermed Corp. Ltd.) shares  | 6,367,133 |
| Cash received from related investment disposals  | (689,389) |
| Fair value of related equity instruments   |           |
| <ul> <li>Direct associate : Sempermed USA, Inc. at 25% of capital</li> </ul>                     | 187,628   |
| <ul> <li>Direct associate : Semperflex Shanghai Ltd. at 50% of capital</li> </ul>                | 197,854   |
| <ul> <li>Direct associate : Sempermed Singapore Pte. Ltd. at 50% of capital</li> </ul>           | 82,194    |
| <ul> <li>General investment Shanghai Semperit Rubber &amp; Plastic Products Co., Ltd.</li> </ul> |           |
| at 10% of capital  | 174,114   |
| Total consideration paid and transferred   | 6,319,534 |
| Fair value of previously held investment in Sri Trang Gloves (Thailand) Co., Ltd.                | 1,987,632 |
| (formerly Siam Sempermed Corp. Ltd.) prior to the acquisition date                               | 1,307,032 |
| Total consideration  | 8,307,166 |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 37 Business acquisition (Cont'd)

|  | Baht'000   |
|--|--|
| Recognised amounts of identifiable assets acquired and liabilities assumed at the acquisition date   |  |
| Asset<br>Cash and cash equivalents<br>Trade accounts receivable and other receivables, net<br>Inventories, net<br>Other current assets<br>Property, plant and equipment, net (Note 15)<br>Intangible assets, net (Note 17)<br>Deferred income tax assets (Note 20)<br>Other assets   | 1,237,590<br>1,194,017<br>1,352,373<br>45,873<br>4,134,827<br>6,701<br>40,386<br>845 |
| Liabilities<br>Short-term borrowings from financial institutions<br>Trade accounts payable and other payables<br>Deferred income tax liabilities (Note 20)<br>Provision for post-employment benefit obligations (Note 24)  | 500,000<br>1,161,345<br>333,021<br>76,962  |
| Total identifiable net assets  | 5,941,282  |
| Non-controlling interests<br>Goodwill (Note 18)  | (587,900)<br>2,953,782   |
| Total consideration transferred  | 8,307,166  |
| Fair value of previously held investment in Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp. Ltd.) prior to the acquisition date<br><u>Less</u> carrying value of investment under equity method in Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp. Ltd.) at the acquisition date | 1,987,632<br>(1,764,006)   |
| Gain on change in fair value from group investment reclassification  | 223,626  |
| Fair value of transferred equity instruments in Sri Trang Gloves (Thailand) Co., Ltd. prior to the acquisition date  |  |
| Sempermed USA, Inc.<br>Semperflex Shanghai Ltd.<br>Sempermed Singapore Pte. Ltd.<br>Shanghai Semperit Rubber & Plastic Products Co., Ltd.<br><u>Less</u> carrying value of investment under equity method in Sri Trang Gloves (Thailand) Co., Ltd.<br>(formerly Siam Sempermed Corp. Ltd.) at acquisition date                   | 252,152<br>370,716<br>5,779<br>13,145<br>(509,092)                                   |
| Gain from disposals of investments in associates and general investment  | 132,700  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

### 37 Business acquisition (Cont'd)

Other significant information related to business acquisition is as follows:

### (a) Call Option

The Group granted a call option to Semperit Technische Produkte Gesellschaft m.b.H. for the acquisition of Semperflex Asia Co., Ltd. totalling 1,615,000 shares, representing 42.50% of paid-in capital of Semperflex Asia Co., Ltd with a condition to pay all dividend from profit contribution after the acquisition date at the exercise price of USD 51 million, The exercise period is between 30 June 2019 and 30 June 2021.

## (b) Acquired property, plant and equipment

Fair value of acquired property, plant and equipment is Baht 4,135 million which is assessed by an independent appraiser by using the replacement cost method and deducted by accumulated depreciation based on a number of year used.

### (c) Non-controlling interests

The Group has chosen to recognise the non-controlling interests at its fair value for the acquisition of Sri Trang Gloves (Thailand) Co., Ltd. (formerly Siam Sempermed Corp. Ltd.). The Group measures non-controlling interests from acquiree's identifiable net assets. based on proportion of shares held by non-controlling interests.

### (d) Revenues and profit contribution

The revenues included in the consolidated income statement from 15 March 2017 (The date that the Group assumes control over the acquiree) to 31 December 2017 contributed by acquiree was Baht 6,866 million and also the contributed loss of Baht 167 million. Had Sri Trang Gloves (Thailand) Co., Ltd. (formerly Siam Sempermed Corp. Ltd.) been consolidated from 1 January 2017, the consolidated income statement for the period ended 31 December 2017 would show the revenues of Baht 8,815 million and net profit of Baht 282 million, respectively.

### (e) Dividend income prior to the demerger

Dividend income prior to the demerger is the profit distribution between Sri Trang Gloves (Thailand) Co., Ltd. (formerly Siam Sempermed Corp. Ltd.) and the Group of USD 48 million (equivalent to Baht 1,677 million) which was stated in the related agreements.

### (f) Business expenses prior to the demerger

Business expenses prior to the demerger is the compensation for demerger transaction between Sri Trang Gloves (Thailand) Co., Ltd. (formerly Siam Sempermed Corp. Ltd.) and Semperit Technische Produkte Gesellschaft m.b.H. of USD 15 million (equivalent to Baht 532 million) which was stated in the related agreements.

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# 37 Business acquisition (Cont'd)

Other significant information related to business acquisition is as follows: (Cont'd)

### (g) Consolidated financial information

In preparing the consolidated financial information for the year ended 31 December 2017. The Company measures the identifiable assets and liabilities at fair value and recognised the difference between purchase price and fair value of consideration paid in "Goodwill" account of Baht 2,954 million, after taking into consideration of the data from independent assets and financial valuation reports and other current factors which may impact to the data. However, the Company has a policy to further remeasure fair value of identifiable assets (i.e. Property plant and equipment), liabilities and allocation of fair value measurement at the acquisition date. None of the goodwill is expected to be deductible for tax purposes. As a result of the acquisition, the Company expects to increase its market shares of gloves in overseas.

The Company is in the process of preparing for the appraisal of the value of the tangible assets, intangible assets and liabilities of Sri Trang Gloves (Thailand) Co., Ltd. (formerly Siam Sempermed Corp. Ltd.) at the acquisition date in a more detail which is expected to be completed in March 2018. Difference between consideration paid and fair value of net assets acquired may be presented as goodwill or gain on bargain purchase upon the completion of final valuation stage.

### 38 Related party transactions

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

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

The Group's ultimate parent is Sri Trang Holdings Company Limited (incorporated in Thailand).

The following transactions were carried out with related companies:

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 38 Related party transactions (Cont'd)

# 38.1 Revenue from sales and services and other incomes

|   | Consolidated financial<br>statements |                     | Separate financial<br>statements  |                   |
|---|--------------------------------------|---------------------|-----------------------------------|-------------------|
| For the years ended 31 December   | 2017<br>Baht'000                     | 2016<br>Baht'000    | 2017<br>Baht'000                  | 2016<br>Baht'000  |
| Revenues from sales to:<br>Subsidiaries                                   | -                                    | -                   | 5,608,396                         | 3,418,152         |
| An associate<br>Joint ventures  | 26,682<br>786,965                    | 32,046<br>2,805,546 | 293,032                           | -<br>1,046,186    |
|   | 813,647                              | 2,837,592           | 5,901,428                         | 4,464,338         |
| Service income from:<br>Subsidiaries                                      | _                                    | _                   | 185,705                           | 60,018            |
| An associate<br>Joint ventures  | 19,637<br>48,903                     | 21,653<br>289,956   | 9,246<br>21,670                   | 4,663<br>28,882   |
|   | 68,540                               | 311,609             | 216,621                           | 93,563            |
| <b>Dividend income:</b><br>Subsidiaries<br>An associate<br>Joint ventures | 621,486<br>1,676,581                 | -                   | 2,964,166<br>548,370<br>1,312,760 | 319,166<br>-<br>- |
|   | 2,298,067                            | <u> </u>            | 4,825,296                         | 319,166           |
| <b>Rental income:</b><br>Subsidiaries<br>An associate                     | -<br>400                             | -                   | 244                               | 1,023             |
| A joint venture   | 5,458                                | 33,853              |                                   | 7,680             |
|   | 5,858                                | 34,253              | 244                               | 8,703             |
| Interest income:<br>Subsidiaries  | <u> </u>                             | <u> </u>            | 82,039                            | 44,983            |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

# 38 Related party transactions (Cont'd)

# 38.2 Purchases of goods and services

|                                 | Consolidated financial<br>statements |                  | Separate financial<br>statements |                  |
|---------------------------------|--------------------------------------|------------------|----------------------------------|------------------|
| For the years ended 31 December | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| Purchases of goods from:        |                                      |                  |                                  |                  |
| Subsidiaries                    | -                                    | -                | 10,684,226                       | 1,499,732        |
| An associate                    | 78                                   | 68               | 9                                | -                |
| Joint ventures                  | 3,725,520                            | 5,920,739        | 237,114                          | 1,030,535        |
|                                 | 3,725,598                            | 5,920,807        | 10,921,349                       | 2,530,267        |
| Service expenses from:          |                                      |                  |                                  |                  |
| Subsidiaries                    | -                                    | -                | 839,124                          | 1,192,174        |
| Associates                      | 1,680                                | -                | -                                | -                |
| A Joint venture                 |                                      | 485              | -                                | 7                |
|                                 | 1,680                                | 485              | 839,124                          | 1,192,181        |
| Rental expense:                 |                                      |                  |                                  |                  |
| A subsidiary                    |                                      | -                | 799                              | 1,229            |

# 38.3 Outstanding balances arising from sales/purchases of goods/services and other income

|  | Consolidated financial statements |                   | Separate financial statements |                  |
|--|-----------------------------------|-------------------|-------------------------------|------------------|
| As at 31 December  | 2017<br>Baht'000                  | 2016<br>Baht'000  | 2017<br>Baht'000              | 2016<br>Baht'000 |
| <b>Trade accounts receivable:</b> (Note 9)<br>Subsidiaries<br>An associate | -<br>4,138                        | -<br>7,759        | 774,251<br>715                | 326,207<br>809   |
| Joint ventures   | 4,130                             | 90,835            | -                             | 6,961            |
|  | 4,140                             | 98,594            | 774,966                       | 333,977          |
| Amounts due from futures broker:   |                                   |                   |                               |                  |
| An associate   |                                   | 22,981            | -                             | 22,981           |
| Other receivables:<br>Subsidiaries<br>An associate<br>A joint venture      | 1,368                             | -<br>311<br>3,610 | 38,300<br>-<br>-              | 81,018<br>-<br>- |
|  | 1,368                             | 3,921             | 38,300                        | 81,018           |
| Trade accounts payable: (Note 22)<br>Subsidiaries                          | -                                 | -                 | 791,558                       | 405,466          |
| An associate<br>Joint ventures   | 16<br>179,717                     | 24<br>633,436     | -<br>-                        | -<br>117,356     |
|  | 179,733                           | 633,460           | 791,558                       | 522,822          |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

### **38 Related party transactions** (Cont'd)

### 38.3 Outstanding balances arising from sales/purchases of goods/services and other incomes (Cont'd)

| Consolidated fi<br>statemen                      |                  |                  | Separate financial<br>statements |                  |
|--|------------------|------------------|----------------------------------|------------------|
| As at 31 December                                | 2017<br>Baht'000 | 2016<br>Baht'000 | 2017<br>Baht'000                 | 2016<br>Baht'000 |
| <b>Other payables:</b> (Note 22)<br>Subsidiaries |                  |                  | 55.159                           | 63.141           |
| An associate                                     | - 4              | -                |                                  | - 05,141         |
| Joint ventures                                   |                  | 5,677            |                                  | 17               |
|  | 4                | 5,677            | 55,159                           | 63,158           |

Trade accounts receivables from related parties arise mainly from sales transactions and are due approximately one month after the date of sales. The receivables are unsecured in nature and bear no interest. As at 31 December 2017, there is no allowance for impairment against receivables from related parties (2016: Nil).

Trade accounts payable to related parties arise mainly from purchase transactions and are due approximately one month after the date of purchase. The payables bear no interest.

### 38.4 Outstanding balances arising from long-term loans to subsidiaries

|  | Consolidated financial<br>statements |                  | Separate financial statements |                  |
|--|--------------------------------------|------------------|-------------------------------|------------------|
| As at 31 December                        | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000              | 2016<br>Baht'000 |
| Accrued interest income:<br>Subsidiaries | <u> </u>                             |                  | 9,969                         | 10,389           |
| Long-term loans to:<br>Subsidiaries      |                                      |                  | 2,541,603                     | 2,074,203        |

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# 38 Related party transactions (Cont'd)

# 38.4 Outstanding balances arising from long-term loans to subsidiaries

Long-term loans to subsidiaries are unsecured and can be summarised as below:

|                               | Separate financial statements |                |                              |                     |                       |
|-------------------------------|-------------------------------|----------------|------------------------------|---------------------|-----------------------|
|                               | Principle                     |                |                              |                     |                       |
|                               | Relationship                  | USD<br>million | (Equivalent)<br>Baht million | Interest<br>rates % | Borrowings<br>periods |
| PT Sri Trang Lingga Indonesia | A direct<br>subsidiary        | 5              | 164                          | 3.33                | 5 years               |
| PT Sri Trang Lingga Indonesia | A direct subsidiary           | 15             | 488                          | 4.20                | 3 years               |
| PT Sri Trang Lingga Indonesia | A direct<br>subsidiary        | 10             | 325                          | 4.18                | 3 years               |
| PT Sri Trang Lingga Indonesia | A direct subsidiary           | 20             | 650                          | 4.30                | 3 years               |
| PT Star Rubber                | An indirect<br>subsidiary     | 15             | 492                          | 3.33                | 5 years               |
| PT Star Rubber                | An indirect<br>subsidiary     | 8              | 260                          | 2.65                | 2 years               |
| PT Star Rubber                | An indirect<br>subsidiary     | 5              | 163                          | 4.18                | 3 years               |
|                               | Total                         |                | 2,542                        |                     |                       |

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#### 38 Related party transactions (Cont'd)

#### 38.4 Outstanding balances arising from long-term loans to subsidiaries (Cont'd)

The movements in the balance of long-term loans to subsidiaries are as follows:

|              |                  | Consolidated financial<br>statements |                  | inancial<br>ents |
|--------------|------------------|--------------------------------------|------------------|------------------|
|              | 2017<br>Baht'000 | 2016<br>Baht'000                     | 2017<br>Baht'000 | 2016<br>Baht'000 |
| At 1 January | -                | -                                    | 2,074,203        | 1,625,605        |
| Increase     | -                | -                                    | 1,178,982        | 823,600          |
| Decrease     | -                | -                                    | (540,000)        | (300,000)        |
| Loss         | <u> </u>         |                                      | (171,582)        | (75,002)         |
| Total        | <u> </u>         | -                                    | 2,541,603        | 2,074,203        |

The carrying amounts and fair values of the long-term loans are as follows;

|                                 | Cor              | Consolidated financial statement |                  |                  |  |  |
|---------------------------------|------------------|----------------------------------|------------------|------------------|--|--|
|                                 | Carrying         | Carrying value                   |                  | lue              |  |  |
|                                 | 2017<br>Baht'000 | 2016<br>Baht'000                 | 2017<br>Baht'000 | 2016<br>Baht'000 |  |  |
| Long-term loans to subsidiaries | 2,541,603        | 2,074,203                        | 2,583,403        | 2,105,348        |  |  |

The fair values of the long-term loans to subsidiaries are based on discounted cash flows using a discount rate based upon the coupon bond rate plus additional private borrowing rate level BBB+ of 2.99% - 4.09% (2016: 1.96% - 3.13%) and are within level 2 of the fair value hierarchy.

#### 38.5 Key management compensation

Key management includes directors (executive and non-executive), executives and head of internal audit department. The compensation paid or payable to key management is as below:

|                                 | Consolidated financial statements |          | Separate financial<br>statements |          |
|---------------------------------|-----------------------------------|----------|----------------------------------|----------|
| For the years ended 31 December | 2017                              | 2016     | 2017                             | 2016     |
|                                 | Baht'000                          | Baht'000 | Baht'000                         | Baht'000 |
| Short-term employee benefits    | 204,378                           | 310,769  | 43,631                           | 45,001   |
| Post-employment benefits        | 3,567                             | 3,329    | 1,246                            | 1,135    |
| Total                           | 207,945                           | 314,098  | 44,877                           | 46,136   |

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#### 39 Financial instruments by category

|  | Consolidated financial statements                                     |   |  |                   |  |
|--|---|---|--|-------------------|--|
|  | 31 December 2017  |   |  |                   |  |
|  | Assets at<br>fair value<br>through the<br>profit and loss<br>Baht'000 | Assets at<br>fair value<br>through the other<br>comprehensive<br>income<br>Baht'000 | Other<br>financial<br>assets<br>Baht'000 | Total<br>Baht'000 |  |
| Assets as per statement of<br>financial position |   |   |  |                   |  |
| Cash and cash equivalents                        | -   | -   | 2,241,900                                | 2,241,900         |  |
| Derivative financial instruments                 | 407,939   | -   | -  | 407,939           |  |
| Trade accounts receivable, net                   | -   | -   | 6,339,390                                | 6,339,390         |  |
| Amounts due from futures brokers                 | 810,540   | -   | -  | 810,540           |  |
| Fixed deposits pledged as collateral             | -   | -   | 12,139                                   | 12,139            |  |
| Long-term investments                            |   | 53,299  | 100,000                                  | 153,299           |  |
| Total  | 1,218,479   | 53,299  | 8,693,429                                | 9,965,207         |  |

|  | Consolidated financial statements  |   |   |
|--|--|---|---|
|  | 31 D   | ecember 2017  |   |
|  | Liabilities<br>at fair value<br>through the<br>profit and loss<br>Baht'000 | Other<br>financial<br>liabilities<br>Baht'000                             | Total<br>Baht'000   |
| Liabilities as per statement of financial position<br>Trade accounts payable<br>Short-term borrowings from financial institutions<br>Current portion of long-term borrowings<br>Current portion of debenture<br>Current portion of finance lease liabilities<br>Derivative financial instruments<br>Long-term borrowings from financial institutions | -<br>-<br>-<br>231,243   | 1,401,217<br>21,786,026<br>420,654<br>600,000<br>13,167<br>-<br>7,193,710 | 1,401,217<br>21,786,026<br>420,654<br>600,000<br>13,167<br>231,243<br>7,193,710 |
| Debentures<br>Finance lease liabilities  | -  | 2,265,000<br>27,521   | 2,265,000<br>27,521   |
| Total  | 231,243  | 33,707,295  | 33,938,538  |

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#### 39 Financial instruments by category (Cont'd)

|  | Consolidated financial statements                                     |   |  |                   |  |
|--|---|---|--|-------------------|--|
|  | 31 December 2016  |   |  |                   |  |
|  | Assets at<br>fair value<br>through the<br>profit and loss<br>Baht'000 | Assets at<br>fair value<br>through the other<br>comprehensive<br>income<br>Baht'000 | Other<br>financial<br>assets<br>Baht'000 | Total<br>Baht'000 |  |
| Assets as per statement of<br>financial position |   |   |  |                   |  |
| Cash and cash equivalents                        | -   | -   | 1,674,619                                | 1,674,619         |  |
| Derivative financial instruments                 | 164,980   | -   | -  | 164,980           |  |
| Trade accounts receivable, net                   | -   | -   | 7,699,441                                | 7,699,441         |  |
| Amounts due from futures brokers                 | 633,921   | -   | -  | 633,921           |  |
| Fixed deposits pledged as collateral             | -   | -   | 12,320                                   | 12,320            |  |
| Long-term investments                            |   | 48,703  | 10,427                                   | 59,130            |  |
| Total  | 798,901   | 48,703  | 9,396,807                                | 10,244,411        |  |

|  | Consolidated financial statements  |   |  |  |
|--|--|---|--|--|
|  | 31 December 2016   |   |  |  |
|  | Liabilities<br>at fair value<br>through the<br>profit and loss<br>Baht'000 | Other<br>financial<br>liabilities<br>Baht'000 | Total<br>Baht'000  |  |
| Liabilities as per statement of financial position<br>Trade accounts payable<br>Short-term borrowings from financial institutions<br>Current portion of long-term borrowings<br>Current portion of finance lease liabilities<br>Derivative financial instruments | -<br>-<br>-<br>654,920   | 1,607,657<br>23,433,815<br>5,397,792<br>8,334 | 1,607,657<br>23,433,815<br>5,397,792<br>8,334<br>654,920 |  |
| Long-term borrowings from financial institutions<br>Debentures<br>Finance lease liabilities  | -<br>-<br>-  | 654<br>2,865,000<br>5,128                     | 654<br>2,865,000<br>5,128                                |  |
| Total  | 654,920  | 33,318,380                                    | 33,973,300   |  |

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#### 39 Financial instruments by category (Cont'd)

|   | Separate financial statements   |   |  |                   |  |
|---|---|---|--|-------------------|--|
|   | 31 December 2017  |   |  |                   |  |
|   | Assets at<br>fair value<br>through the<br>profit and loss<br>Baht'000 | Assets at<br>fair value<br>through the other<br>comprehensive<br>income<br>Baht'000 | Other<br>financial<br>assets<br>Baht'000 | Total<br>Baht'000 |  |
| Assets as per statement of<br>financial position                            |   |   |  |                   |  |
| Cash and cash equivalents   | -   | -   | 269,019                                  | 269,019           |  |
| Derivative financial instruments  | 256,520   | -   | -  | 256,520           |  |
| Trade accounts receivable, net  | -   | -   | 3,901,240                                | 3,901,240         |  |
| Amounts due from futures brokers<br>Current portion of long-term borrowings | 16,177  | -   | -  | 16,177            |  |
| to subsidiaries   | -   | -   | 915,873                                  | 915,873           |  |
| Long-term borrowings to subsidiaries  | -   | -   | 1,625,730                                | 1,625,730         |  |
| Long-term investments   |   | 52,097  | 100,000                                  | 152,097           |  |
| Total   | 272,697   | 52,097  | 6,811,862                                | 7,136,656         |  |

|  | Separate financial statements  |   |                   |  |
|--|--|---|-------------------|--|
|  | 31 December 2017   |   |                   |  |
|  | Liabilities<br>at fair value<br>through the<br>profit and loss<br>Baht'000 | Other<br>financial<br>liabilities<br>Baht'000 | Total<br>Baht'000 |  |
| Liabilities as per statement of financial position |  |   |                   |  |
| Trade accounts payable                             | -  | 1,140,950                                     | 1,140,950         |  |
| Short-term borrowings from financial institutions  | -  | 14,754,529                                    | 14,754,529        |  |
| Current portion of long-term borrowings            |  |   |                   |  |
| from financial institutions                        | -  | 300,000                                       | 300,000           |  |
| Current portion of debentures                      | -  | 600,000                                       | 600,000           |  |
| Current portion of finance lease liabilities       | -  | 4,092   | 4,092             |  |
| Derivative financial instruments                   | 198,130  | -   | 198,130           |  |
| Long-term borrowings                               |  | 4,313,710                                     | 4,313,710         |  |
| Debentures   | -  | 2,265,000                                     | 2,265,000         |  |
| Finance lease liabilities                          | <u> </u>   | 9,542   | 9,542             |  |
| Total  | 198,130  | 23,387,823                                    | 23,585,953        |  |

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#### **39** Financial instruments by category (Cont'd)

|   | Separate financial statements   |   |                                      |                                |  |
|---|---|---|--------------------------------------|--------------------------------|--|
|   | 31 December 2016  |   |                                      |                                |  |
|   | Assets at<br>fair value<br>through the<br>profit and loss<br>Baht'000 | Assets at<br>fair value<br>through the other<br>comprehensive<br>income<br>Baht'000 | Loans and<br>receivables<br>Baht'000 | Total<br>Baht'000              |  |
| Assets as per statement of<br>financial position  |   |   |                                      |                                |  |
| Cash and cash equivalents   | -   | -   | 341,997                              | 341,997                        |  |
| Derivative financial instruments  | 20,160  | -   | -                                    | 20,160                         |  |
| Trade accounts receivable, net  | -   | -   | 3,282,928                            | 3,282,928                      |  |
| Amounts due from futures brokers  | 22,981  | -   | -                                    | 22,981                         |  |
| Current portion of long-term borrowings<br>to subsidiaries<br>Long-term borrowings to subsidiaries<br>Long-term investments | :   | 47,587  | 534,882<br>1,539,321<br>10,427       | 534,882<br>1,539,321<br>58,014 |  |
| Long-term investments   |   | 47,307  | 10,427                               | 56,014                         |  |
| Total   | 43,141  | 47,587  | 5,709,555                            | 5,800,283                      |  |

|   | Separate financial statements  |   |                       |  |
|---|--|---|-----------------------|--|
|   | 31 December 2016   |   |                       |  |
|   | Liabilities<br>at fair value<br>through the<br>profit and loss<br>Baht'000 | Other<br>financial<br>liabilities<br>Baht'000 | Total<br>Baht'000     |  |
| Liabilities as per statement of financial position                          |  | 052 402                                       | 052 402               |  |
| Trade accounts payable<br>Short-term borrowings from financial institutions | -  | 953,492<br>14,338,230                         | 953,492<br>14,338,230 |  |
| Current portion of long-term borrowings<br>from financial institutions      | -  | 4,276,388                                     | 4,276,388             |  |
| Current portion of finance lease liabilities                                | -  | 2,466   | 2,466                 |  |
| Derivative financial instruments  | 460,846  | -   | 460,846               |  |
| Debentures  | -  | 2,865,000                                     | 2,865,000             |  |
| Finance lease liabilities   | <u> </u>   | 4,425   | 4,425                 |  |
| Total   | 460,846  | 22,440,001                                    | 22,900,847            |  |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 40 Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if any) or to historical information about counterparty default rates:

- Group 1: New other customers/related parties (less than 6 months)
- Group 2: Existing customers/ related parties (more than 6 months) with no defaults in the past

Group 3: Existing customers/ related parties (more than 6 months) with some defaults in the past that were fully recovered

Maintenance margins are held with high quality counterparties with no history of default. None of the financial assets that are fully performing had been renegotiated during the financial year.

|  | Consolidated financial statements |                    | Separate fi<br>stateme  |                  |
|--|-----------------------------------|--------------------|-------------------------|------------------|
|  | 2017<br>Baht'000                  | 2016<br>Baht'000   | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Deposits held at call with banks   |                                   |                    |                         |                  |
| Aa1  | 156,200                           | 378,173            | 11,938                  | -                |
| Aa2  | 78,636                            | 220,130            | -                       | -                |
| Aa3  | 20,918                            | 231,304            | -                       | 183,268          |
| A1<br>Baa1   | 237,900<br>1,362,131              | 154,125<br>307,720 | 686<br>218,480          | 52<br>113,675    |
| Baa2   | 54,705                            | 14,128             | 14,634                  | 6,649            |
| Baa3   | 215,969                           | 285,237            | - 14,004                | 8,716            |
| No rating  | 5,468                             | 23,731             | -                       | 50               |
| Total deposits held at call with banks                                     | 2,131,927                         | 1,614,548          | 245,738                 | 312,410          |
|  | Consolidated financial statements |                    | Separate fi<br>stateme  |                  |
|  | 2017                              | 2016               | 2017                    | 2016             |
|  | Baht'000                          | Baht'000           | Baht'000                | Baht'000         |
| Trade accounts receivable<br>Counterparties without external credit rating |                                   |                    |                         |                  |
| Group 1  | 735,927                           | 144,135            | 389,191                 | 69,101           |
| Group 2  | 5,544,719                         | 7,450,385          | 3,512,049               | 3,213,827        |
| Group 3  | 58,744                            | 104,921            |                         | -                |
| Total unimpaired trade accounts receivable                                 | 6,339,390                         | 7,699,441          | 3,901,240               | 3,282,928        |
|  | Consolidated<br>stateme           |                    | Separate fii<br>stateme |                  |
|  | 2017<br>Baht'000                  | 2016<br>Baht'000   | 2017<br>Baht'000        | 2016<br>Baht'000 |
| Derivative financial instruments   |                                   |                    |                         |                  |
| Counterparties with external credit rating                                 |                                   |                    |                         |                  |
| Aa1  | 60                                | _                  | _                       | _                |
| Aa2  | 9,655                             | 51,561             | 8,781                   | -                |
| A3   | 5,380                             | 8,794              | 5,380                   | -                |
| Baa1   | 131,690                           | 4                  | 86,100                  | 4                |
| Baa2   | 4,416                             | -                  | 2,482                   | -                |
| Counterparties without external credit rating                              | 050 700                           | 101 001            | 450 777                 | 00.450           |
| Group 2  | 256,738                           | 104,621            | 153,777                 | 20,156           |
| Total derivative financial instruments (Note 8)                            | 407,939                           | 164,980            | 256,520                 | 20,160           |
|  |                                   |                    |                         | _0,.00           |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 40 Credit quality of financial assets (Cont'd)

|  | Consolidated financial<br>statements |                  | Separate financial statements |                  |
|--|--------------------------------------|------------------|-------------------------------|------------------|
|  | 2017<br>Baht'000                     | 2016<br>Baht'000 | 2017<br>Baht'000              | 2016<br>Baht'000 |
| Fixed deposits pledged as collateral                 |                                      |                  |                               |                  |
| Aa2  | 10,010                               | -                | -                             | -                |
| Baa1   | 2,129                                | 2,114            | -                             | -                |
| Baa2   |                                      | 10,206           | -                             | -                |
| Total fixed deposits pledged as collateral (Note 12) | 12,139                               | 12,320           |                               | _                |

#### 41 Promotional privileges in Thailand

By virtue of the provisions of Industrial Investment Promotion Act. B.E. 2520, the Group and the Company were granted certain privileges on their manufactures of concentrated latex, block rubber Skim Crepe and rubber gloves, which included among others, as follows:

- (a) Exemption from payment of import duty on imported machinery and equipment as approved by BOI committee
- (b) Exemption from payment of income tax for the period of eight years starting from the commencement date of the promoted business, and 50 percent reduced from the normal income tax rate for the next five years after the period of eight years is expired

As a promoted industry, the Group and the Company must comply with certain conditions and restrictions provided for in the promotional certificates.

Sales classified as promoted and non-promoted rubber business only for Thai entities for the years ended 31 December 2017 and 2016 of the Group are summarised as follows:

|   | 2017                             |  |                   | 2016                             |  |                   |
|---|----------------------------------|--|-------------------|----------------------------------|--|-------------------|
|   | Promoted<br>business<br>Baht'000 | Non-<br>promoted<br>business<br>Baht'000 | Total<br>Baht'000 | Promoted<br>business<br>Baht'000 | Non-<br>promoted<br>business<br>Baht'000 | Total<br>Baht'000 |
| Export sales and service<br>income, net<br>Domestic sales and | 30,932,620                       | 64,864,259                               | 95,796,879        | 25,101,632                       | 48,799,915                               | 73,901,547        |
| service income, net   | 10,703,714                       | 12,749,057                               | 23,452,771        | 4,561,692                        | 13,514,061                               | 18,075,753        |
| Total   | 41,636,334                       | 77,613,316                               | 119,249,650       | 29,663,324                       | 62,313,976                               | 91,977,300        |
| Intersegmental balances                                       |                                  |  | (29,862,656)      |                                  |  | (14,711,780)      |
| Total   |                                  |  | 89,386,994        |                                  |  | 77,265,520        |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 42 Contingent liabilities and commitments

#### 42.1 Sales and purchases commitments

The Group and the Company are committed to certain sales and purchases. Some of the contractual prices are fixed and settled at future dates and some for which the contractual prices are not determined at the contract date. However, the values of these commitments are presented at the fixed contractual prices or the market prices at the end of the period in case the contractual price are not determined at the contract date as follows:

|                 | Consolidated financial<br>statements | Separate financial statements |
|-----------------|--------------------------------------|-------------------------------|
|                 | 2017<br>Baht'000                     | 2017<br>Baht'000              |
| Purchases from: |                                      | Built 000                     |
| A joint venture | 379,202                              | -                             |
| Third parties   | 1,019,648                            | 66,555                        |
|                 | 1,398,850                            | 66,555                        |
| Sales to:       |                                      |                               |
| Subsidiaries    | -                                    | 541,345                       |
| Third parties   | 14,961,746                           | 9,958,235                     |
|                 | 14,961,746                           | 10,499,580                    |

#### 42.2 Capital commitments

The Group and the Company have capital commitments as follows:

|  | Consolidated financial<br>statements | Separate financial<br>statements |
|--|--------------------------------------|----------------------------------|
|  | 2017<br>Baht'000                     | 2017<br>Baht'000                 |
|  | Bant 000                             | Bant 000                         |
| Capital commitments - purchase of fixed assets | 660,508                              | 156,082                          |

#### 42.3 Commitments from guarantees on borrowings

42.3.1 The Group and the Company have commitments from guarantees on the borrowings as follows:

|                                  |                           |                | 31 Decer | nber 2017                    |
|----------------------------------|---------------------------|----------------|----------|------------------------------|
|                                  | Relationship              | Currencies     | Amount   | (Equivalent)<br>Baht million |
| Sri Trang USA, Inc.              | An overseas<br>subsidiary | USD million    | 16       | 523                          |
| PT Sri Trang Lingga<br>Indonesia | An overseas               | USD million    | 19       | 634                          |
| Indonesia                        | subsidiary                | Rupiah billion | 444      | 1,076                        |
| PT Star Rubber                   | An overseas<br>subsidiary | USD million    | 13       | 437                          |
|                                  | Subsidially               | Rupiah billion | 215      | 521                          |

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 42 Contingent liabilities and commitments (Cont'd)

#### 42.3 Commitments from guarantees on borrowings (Cont'd)

42.3.2 The Group has contingent liabilities for bank guarantees issued in favor of government agencies mainly for electricity usage totaling Baht 151 million and has pledged its fixed deposits of Baht 1 million as collateral for these bank guarantees.

#### 42.4 Operating lease commitments - where the Group and the Company is the lessee

The future aggregate minimum lease payments under non-cancellable operating leases of the Group and the Company are as follows:

|   | Consolidated financial<br>statements | Separate financial<br>statements |
|---|--------------------------------------|----------------------------------|
|   | 2017<br>Baht'000                     | 2017<br>Baht'000                 |
| Not later than 1 year<br>Later than 1 year but not later than 5 years<br>Later than 5 years | 129,035<br>150,815<br>               | 60,691<br>67,065<br>-            |
| Total   | 279,850                              | 127,756                          |

#### 43 Progress of insurance claim after fire at a PT Star Rubber factory in Indonesia

On 12 October 2016, there was a fire accident at raw material warehouse and part of production lines at the factory in Pontianak, Indonesia owned by PT Star Rubber ("PTS"), a subsidiary of the Group. The production of this factory is approximately 2,000 to 4,000 tons per month which accounts for less than 5% of total production of the Group. However, PTS has insured for the fire incident including inventories, fixed assets and loss from business interruption.

Since then, PTS had further investigated and assessed related loss incurred particularly on its inventories and fixed assets. As at 31 December 2016, PTS recognised a loss of Rupiah 90,166 million (approximately Bath 240 million) from:

- (a) The write-offs of full damaged inventories and fixed assets that cannot be recovered of Rupiah 50,631 million (approximately Baht 135 million) and Rupiah 24,013 million (approximately Baht 64 million), respectively and:
- (b) The allowance for inventories which were partly damaged from the fire of Rupiah 15,522 million (approximately Baht 42 million).

Sri Trang Agro-Industry Public Company Limited and its subsidiaries As at 31 December 2017

#### 43 Progress of insurance claim after fire at a PT Star Rubber factory in Indonesia (Cont'd)

Subsequently, PTS received letters from their insurer in Indonesia confirming the high probability of the final amount of compensation being Rupiah 190,196 million (approximately Baht 463 million). This had been recognised as other income in the statements of Comprehensive Income for the year ended 31 December 2017 as follows:

| Compensated Assets                                       | Currency   | Amount                   | (Equivalent)<br>Baht million |
|--|--|--------------------------|------------------------------|
| Building, Plant and Machineries<br>Inventories<br>Others | Rupiah million<br>Rupiah million<br>Rupiah million | 118,353<br>70,853<br>990 | 288<br>172<br>3              |
| Total  |  | 190,196                  | 463                          |

On 14 March 2017, PTS received a portion of the insurance claim from the insurers amounting to Rupiah 59,375 million (approximately Bath 144 million). PTS is expected to restart its production in 2018.

#### 44 Significant legal proceedings

#### Commercial disputes relating to the Joint Venture agreement

According to the Extraordinary General Meeting of Shareholders No. 1/2017, held on 14 March 2017, in approving the entering into the demerger of associate and joint venture companies in Thailand and other countries that the Company had invested with Semperit Technische Produkte Gesellschaft m.b.H. ("Semperit") including the acquisition and disposition of assets, as well as the settlement of all disputes. On 15 March 2017, the Company and Semperit successfully completed the demerger of the associates and joint venture companies. As a result of this, any disputes and lawsuits under the arbitration proceedings, and legal proceedings between the Company and Semperit in any courts and arbitrations have been finally withdrawn or terminated.

## AUDITOR'S REMUNERATION



### **Audit Fee**

The audit fee for the year 2017 of STA and its subsidiaries amounted to Baht 10.725 million, which consisted of the fee for the audit of stand-alone financial statements in the amount of Baht 6.75 million and the fee for the audit of STA's subsidiaries in the amount of Baht 3.975 million.

### **Non-Audit Fee**

The non-audit fee for the year 2017 of STA and its subsidiaries was for the BOI and tax consultancy services in the amount of Baht 3.01 million, of which Baht 2.39 million has already been paid and the remaining Baht 0.62 million will be paid upon completion of the service which was agreed upon in the past financial year.

### REFERENCES

#### **Share Registrar**

#### Thailand Securities Depository Co., Ltd.

93 The Stock Exchange of Thailand Building, Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400, Thailand Telephone 0-2009-9000 Fax 0-2009-9991 TSD Call Center 0-2009-9999

### Debenture Registrar for STA STA No. 1/2013 and STA No. 1/2016

#### Siam Commercial Public Company Limited

9 Ratchadapisek Road, Chatuchak, Bangkok,
10900 Thailand
Telephone 0-2256-2323
Fax 0-2256-2414

#### **Singapore Transfer Agent**

Boardroom Corporate &Advisory Services Pte. Ltd.50 Raffles Place #32-01 Singapore Land Tower,Singapore 048623Telephone65-6536-5355Fax65-6536-1360

#### Auditor

Mr. Paiboon Tunkoon, Certified Public Accountant (Thailand) No. 4298; or Miss Sakuna Yamsakul, Certified Public Accountant (Thailand) No. 4906; or Mr. Pisit Thangtanagul, Certified Public Accountant (Thailand) No. 4095 PricewaterhouseCoopers ABAS Limited 15<sup>th</sup> Floor, Bangkok City Tower, 179/74-80 South Sathorn Road, Bangkok, 10120 Thailand Telephone 0-2344-1000, 0-2286-9999 Fax 0-2286-5050

#### **Legal Advisor**

Weerawong, Chinnavat & Partners Ltd.540 Mercury Tower, 22<sup>nd</sup> floor, Ploenchit Rd.,Lumpini, Pathumwan, Bangkok, 10330, ThailandTelephone0-2264-8000Fax0-2657-2222

### **GENERAL INFORMATION**



### Information of the Company

| Name of the Company (Thai)    | : | บริษัท ศรีตรังแอโกรอินดัสทรี จำกัด (มหาชน)               |
|-------------------------------|---|--|
| Name of the Company (English) | : | Sri Trang Agro-Industry Public Company Limited           |
| Head Office                   | : | 10 Soi 10, Phetkasem Road, Hatyai, Songkhla,             |
|                               |   | 90110 Thailand   |
| Telephone                     | : | 66-7434-4663 (Automatic 14 Lines)                        |
| Fax                           | : | 66-7434-4677, 66-7423-7423, 66-7423-7832                 |
| Type of Business              | : | Production and export of RSS, TSR and Concentrated Latex |
| Registration No.              | : | 0107536001656  |
| Website                       | : | www.sritranggroup.com                                    |
| Type of Shares                | : | Ordinary shares  |
| Registered Capital            | : | Baht 1,536,000,000                                       |
| Paid-up Capital               | : | Baht 1,535,999,998                                       |
| Issued Shares                 | : | 1,535,999,998 shares with a par value of Baht 1 each     |

## Information of juristic persons in which the Company holds more than 10% of the issued shares of such juristic persons as of 31 December 2017

| 1. Nam Hua Rubber |  |
|-------------------|--|
| Head Office       | : 10 Soi 10, Phetkasem Road, Hatyai Subdistrict, Hatyai<br>District, Songkhla Province, 90110 Thailand   |
| Branch Office     | <ul> <li>1. 99 Moo 3 Samnuk Kham Subdistrict, Sadao District,<br/>Songkhla Province, 90120 Thailand</li> <li>2. 41 Moo 3 Samnuk Kham Subdistrict, Sadao District,<br/>Songkhla Province, 90120 Thailand</li> </ul> |

| Type of Business                            | : | Production and export of RSS, TSR and Concentrated Latex |
|---|---|--|
| Telephone                                   | : | 66-7437-9984-6, 66-7437-9988-9                           |
| Fax   | : | 66-7437-9987   |
| Type of Shares                              | : | Ordinary shares  |
| Total number of shares directly held by STA | : | 4,999,994 shares or 99.99%                               |

| 2. Anvar Parawood                           |   |   |
|---|---|---|
| Head Office                                 | : | 101 Moo 3, Padangbazar Road, Samnuk Kham Subdistrict,<br>Sadao District, Songkhla Province, 90120 Thailand  |
| Branch office                               | : | <ol> <li>369 Moo 7, Huay Nang Subdistrict, Huay Yod District,<br/>Trang Province, 92130 Thailand</li> <li>395 Moo 2, Nonsomboon Subdistrict, Mueang<br/>Bungkarn District, Bungkarn Province, 38000 Thailand</li> <li>28 Moo 11, Nongpra Subdistrict, Wangthong District,<br/>Phitsanulok Province, 65130 Thailand</li> </ol> |
| Type of Business                            | : | Lumber production and manufacture of wooden furniture   |
| Telephone                                   | : | 66-7437-9978-9  |
| Fax   | : | 66-7437-9976  |
| Type of shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 9,994 shares or 99.94%  |

| 3. Premier System Engineering               |   |  |
|---|---|--|
| Head Office                                 | : | 123 Moo 8, Kanjanavanit Road, Ban Phu Subdistrict,<br>Hatyai District, Songkhla Province, 90250 Thailand |
| Branch Office                               | : | 133 Rak Phu Road, Ban Phu Subdistrict, Hatyai District,<br>Songkhla Province, 90250 Thailand             |
| Type of Business                            | : | Engineering services, design, installation and maintenance machinery                                     |
| Telephone                                   | : | 66-7422-2900-9   |
| Fax   | : | 66-7422-2910-12  |
| Type of Shares                              | : | Ordinary shares  |
| Total number of shares directly held by STA | : | 409,996 shares or 81.99%   |

| 4. Rubberland Products                      |   |   |
|---|---|---|
| Head Office                                 | : | 109 Kanjanavanit Road, Pahtong Subdistrict,<br>Hatyai District, Songkhla Province, 90230 Thailand   |
| Branch Office                               | : | <ol> <li>10 Soi 10, Phetkasem Road, Hatyai Subdistrict,<br/>Hatyai District, Songkhla Province, 90110 Thailand</li> <li>17th Floor, Park Venture Ecoplex Unit 1701,<br/>1707-1712, 57 Wireless Road, Lumpini Subdistrict,<br/>Pathumwan District, Bangkok, 10330 Thailand</li> <li>338 Moo 2, Nonsomboon Subdistrict, Mueang<br/>Bungkan District, Bungkan Province, 38000 Thailand</li> <li>338 Moo 1, Kokma Subdistrict, Prakonchai District,<br/>Burirum Province, 31140 Thailand</li> <li>188 Moo 10, Bangsaiyai Subdistrict, Mueang<br/>Mukdahan Subdistrict, Mukdahan Province, 49000<br/>Thailand</li> </ol> |
| Type of Business                            | : | Production of Concentrated Latex/ Block rubber  |
| Telephone                                   | : | 66-7429-1223-4, 66-7429-1755, 66-7429-1476  |
| Fax   | : | 66-7429-1477  |
| Type of Shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 15,999,994 shares or 99.99%   |

| 5. Sri Trang Gloves (Thailand) Co., Ltd. |   |  |
|--|---|--|
| Head Office                              | : | 110 Kanjanavanit Road, Pahtong Subdistrict<br>Hatyai District, Songkhla Province, 90230 Thailand   |
| Branch Office                            | : | <ol> <li>10 Soi 10, Phetkasem Road, Hatyai Subdistrict<br/>Hatyai District, Songkhla Province, 90110 Thailand</li> <li>17th Floor, Park Venture Ecoplex Unit 1701,<br/>1707-1712, 57 Wireless Road, Lumpini Subdistrict,<br/>Pathumwan District, Bangkok, 10330 Thailand</li> <li>109/2 Kanjanavanit Road, Pahtong Subdistrict,<br/>Hatyai District, Songkhla Province, 90230 Thailand</li> <li>352 Kanjanavanit Road, Pahtong Subdistrict,<br/>Hatyai District, Songkhla Province, 90230 Thailand</li> <li>189 Moo 7, Plaiwas Subdistrict, Karnchanadit District,<br/>Surat Thani Province, 84160 Thailand</li> <li>39/1 Moo 9, Tungkai Subdistrict, Yantakao District,<br/>Trang Province, 92140 Thailand</li> </ol> |

| Type of Business                            | : | Production of examination gloves             |
|---|---|--|
| Telephone                                   | : | 66-7447-1471, 66-7429-1648-9, 66-7429-1471-5 |
| Fax   | : | 66-7429-1650                                 |
| Type of Shares                              | : | Ordinary shares                              |
| Total number of shares directly held by STA | : | 16,300 shares or 81.50%                      |

| 6. Semperflex Asia                          |   |  |
|---|---|--|
| Head Office                                 | : | 110/1 Kanjanavanit Road, Pahtong Subdistrict,<br>Hatyai District, Songkhla Province, 90230 Thailand  |
| Branch Office                               | : | 10 Soi 10, Phetkasem Road, Hatyai Subdistrict,<br>Hatyai District, Songkhla Province, 90110 Thailand |
| Type of Business                            | : | Production of high-pressure Hydraulic hoses  |
| Telephone                                   | : | 66-7447-1231-5   |
| Fax   | : | 66-7447-1230   |
| Type of Shares                              | : | Ordinary shares  |
| Total number of shares directly held by STA | : | 1,425,000 shares or 37.50%   |

| 7. Sadao P.S. Rubber                        |   |   |
|---|---|---|
| Head Office                                 | : | 207/1 Padangbazar Road, Sadao Subdistrict,        |
|   |   | Sadao District, Songkhla Province, 90120 Thailand |
| Type of Business                            | : | Production of RSS                                 |
| Telephone                                   | : | 66-7446-0483-5, 66-86489-5264-5                   |
| Fax   | : | 66-7446-0484                                      |
| Type of Shares                              | : | Ordinary shares                                   |
| Total number of shares directly held by STA | : | 399,994 shares or 99.99%                          |

| 8. Starlight Express Transport |   |   |
|--------------------------------|---|---|
| Head Office                    | : | 13/1 Jingjit Road, Thupthiang Subdistrict,<br>Mueang District, Trang Province, 92000 Thailand |
| Type of Business               | : | Provision of logistics services   |
| Telephone                      | : | 66-7550-2900-2  |
| Fax                            | : | 66-7550-2903  |

| Type of Shares                              | : | Ordinary shares          |
|---|---|--------------------------|
| Total number of shares directly held by STA | : | 114,998 shares or 76.66% |

| 9. Startex Rubber                           |   |   |
|---|---|---|
| Head Office                                 | : | 36/82 PS Tower 23Fl. Sukhumvit 21 Road (Asoke),<br>Klong Toe Nua Subdistrict, Watana District, Bangkok,<br>10110 Thailand |
| Type of Business                            | : | Ownership and management of rubber and oil palm plantations   |
| Telephone                                   | : | 662-259-2964-71   |
| Fax   | : | 662-259-2958  |
| Type of Shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 26,349,998 shares or 99.99%   |

| 10. Thai Tech Rubber                        |   |   |
|---|---|---|
| Head Office                                 | : | 2 Juti Utit 3 Road, Hatyai Subdistrict, Hatyai District,<br>Songkhla Province, 90110 Thailand |
| Type of Business                            | : | Production of TSR   |
| Telephone                                   | : | 66-7423-0768, 66-7423-0406-7, 66-7423-9063-4  |
| Fax   | : | 66-7423-8650  |
| Type of Shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 255,028 shares or 42.50%  |

| 11. Pattana Agro Futures                    |   |   |
|---|---|---|
| Head Office                                 | : | Wallstreet Tower, 21 Floor, 33/109 Surawongse Road,<br>Surawongse Subdistrict, Bangrak District, Bangkok,<br>10500 Thailand |
| Type of Business                            | : | Brokerage activities (no transaction)   |
| Telephone                                   | : | 66-2632-7300  |
| Fax   | : | 66-2632-7245  |
| Type of Shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 1,000,000 shares or 40.00%  |

| 12. Sri Trang Rubber & Plantation           |   |   |
|---|---|---|
| Head Office                                 | : | 121 Moo 4 Nhongpakrang Subdistrict, Mueng Chiang<br>Mai District, Chiang Mai Province, 50000 Thailand |
| Type of Business                            | : | Ownership and management of rubber plantation   |
| Telephone                                   | : | 66-5310-6198, 66-5310-6199  |
| Fax   | : | 66-5310-6196, 66-5310-6197  |
| Type of Shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 63,549,993 shares or 99.99%   |

| 13. Sri Trang International                               |   |  |
|---|---|--|
| Head Office   | : | 1 Wallich Street, No. 25-02, Guoco Tower, 078881,<br>Singapore |
| Type of Business  | : | Natural rubber wholesaler in Singapore                         |
| Telephone   | : | 65-6532-5210, 65-6532-5321                                     |
| Fax   | : | 65-6532-7501   |
| Type of Shares  | : | Ordinary shares  |
| Total number of shares directly held by<br>Startex Rubber | : | 61,000,000 shares or 100.00%                                   |

| 14. Sri Trang USA Inc.                      |   |   |
|---|---|---|
| Head Office                                 | : | 5401 W. Kennedy Blvd, Suite 760, Tampa, FL 33609<br>United States |
| Type of Business                            | : | Natural rubber wholesaler in the United States                    |
| Telephone                                   | : | 1-813-606-4301  |
| Fax   | : | 1-813-606-4314  |
| Type of Shares                              | : | Common stock  |
| Total number of shares directly held by STA | : | 1,000 shares or 100.00%   |

| 15. PT Sri Trang Lingga                     |   |  |
|---|---|--|
| Head Office                                 | : | Jalan TPA2, RT.26 & 29 Keramasan, Palembang, South<br>Sumatera, Palembang, 30259, PO BOX 1230, Indonesia |
| Type of Business                            | : | Production of block rubber   |
| Telephone                                   | : | 62-711-445-666   |
| Fax   | : | 62-711-445-222   |
| Type of Shares                              | : | Ordinary shares  |
| Total number of shares directly held by STA | : | 18,000 shares or 90.00%  |

| 16. Shi Dong Investments   |   |  |
|--|---|--|
| Head Office  | : | 1 Wallich Street, No. 25-02, Guoco Tower, 078881,<br>Singapore |
| Type of Business   | : | Investment holding in PT Star Rubber                           |
| Telephone  | : | 65-6532-5210, 65-6532-5321                                     |
| Fax  | : | 65-6532-7501   |
| Type of Shares   | : | Ordinary shares  |
| Total number of shares directly held by<br>Sri Trang International | : | 48,000,000 shares or 100.00%                                   |

| 17. PT Star Rubber  |   |   |
|---|---|---|
| Head Office   | : | Jalan Trans Kalimantan KM. 16, Desa Jawa Tengah Kec.<br>Sungai Ambawang, Kab Kubu Raya-Kalbar, Pontianak<br>78393, Kalimantan Barat, PO Box 7864, Indonesia |
| Branch Office   | : | Jl. Lintas Sumatera Km. 52, RT. 005 Desa Sirih Sehapur,<br>Kec. Jujuhan, Kab. Muara Bungo, 37257, Jambi, Indonesia  |
| Type of Business  | : | Production of block rubber  |
| Telephone   | : | 62-561-724-888, 62-561-724-591-2  |
| Fax   | : | 62-561-724593   |
| Type of Shares  | : | Ordinary shares   |
| Total number of shares directly held by<br>Shi Dong Investment Pte. Ltd | : | 41,400 shares or 99.00%   |

| 18. Shi Dong Shanghai      |   |   |
|----------------------------|---|---|
| Head Office                | : | 5F East, Block B of W Square, No. 1686 Wuzhong Road,<br>Minhang District, Shaghai, China 201103 |
| Type of Business           | : | Distribution of Natural Rubber Products in PRC  |
| Telephone                  | : | 86-21-6413-7860   |
| Fax                        | : | 86-21-6413-7315   |
| Type of Shares             | : | Equity  |
| Total interest held by STA | : | USD 5,000,000 or 100.00%  |

| 19. Sri Trang Indochina  |   |  |
|--|---|--|
| Head Office  | : | Room no. 7.01A, 7th Floor, Vietnam Business Center<br>Building, 57-59 Ho Tung Mau Street, Ben Nghe Ward,<br>Distict 1, Ho Chi Minh City, Vietnam |
| Type of Business   | : | Trading and exporting the rubber products  |
| Telephone  | : | 848-3821-6869  |
| Fax  | : | 848-3821-6877  |
| Type of Shares   | : | Ordinary shares  |
| Total number of shares directly held by Sri<br>Trang International | : | 100.00%  |

| 20. Sri Trang Ayeyar                    |   |   |
|---|---|---|
| Head Office                             | : | Mudon Crumb Rubber Factory, 828/1221 Kankalay     |
|   |   | Plot, Kyone Phite Village, Mudon Township (12081) |
|   |   | Mawlamyine, Mon State, Myanmar                    |
| Type of Business                        | : | Production of block rubber                        |
| Telephone                               | : | 959-9638-82676                                    |
| Fax                                     | : | N/A   |
| Type of Shares                          | : | Ordinary shares                                   |
| Total number of shares directly held by | : | 59.00%  |
| Sri Trang International                 |   |   |

| 21. Shi Dong Shanghai Medical Equipment                   |   |  |
|---|---|--|
| Head Office   | : | 5 <sup>th</sup> Floor, Block B of W Square, No. 1686 Wuzhong<br>Road, Minhang District, Shanghai, China 201103 |
| Type of Business  | : | Distribution of rubber gloves in PRC   |
| Telephone   | : | 8621-64137860-616  |
| Fax   | : | 8621-64137315  |
| Type of Shares  | : | Ordinary shares  |
| Total number of shares directly held by<br>Startex Rubber | : | 100.00%  |

| 22. Thai Rubber Joint Venture Limited       |   |   |
|---|---|---|
| Head Office                                 | : | 67/25 Bangkhunnon Road, Bangkhunon, Bangkoknoi,<br>Bangkok, Thailand, 10700 |
| Type of Business                            | : | Domestic and international trade of rubber                                  |
| Telephone                                   | : | N/A   |
| Fax   | : | N/A   |
| Type of Shares                              | : | Ordinary shares   |
| Total number of shares directly held by STA | : | 16.67%  |

## **DEFINED TERMS AND ABBREVIATIONS**

In this document, unless the context otherwise requires, references to "our Company", "the Company" or "STA" refer to Sri Trang Agro-Industry Public Company Limited; references to "we", "us", "our", "ourselves", and "Group" refer to the Company and its consolidated subsidiaries taken as a whole.

| Company or STA::Sri Trang Agro-Industry Public Company LimitedNam Hua Rubber::Nam Hua Rubber Company LimitedPattana Agro Futures::Pattana Agro Futures Company LimitedPremier System Engineering::Premier System Engineering Company LimitedPT Sri Trang Lingga::PT Sri Trang Lingga IndonesiaPT Star Rubber::PT Star Rubber IndonesiaRubberland Products::Rubberland Products Company LimitedSadao P.S. Rubber::Sadao P.S. Rubber Company LimitedSemperitexSaia or SAC::Semperit::Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong Investments::Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai::Shi Dong Shanghai Rubber Co., Ltd.Sri Trang Ayeyar::Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Ayeyar::Sri Trang Gloves (Thailand) or STGTSri Trang Rubber & Plantation::Sri Trang Rubber & Plantation Company LimitedSri Trang USA::Sri Trang Rubber & PlantationSri Trang USA::Sri Trang Rubber & PlantationSri Trang USA::Sri Trang Soport Company LimitedSri Trang Rubber & Plantation::Sri Trang Rubber & PlantationSri Trang Rubber & Plantation::Sri Trang Rubber & PlantationSri Trang Rubber & Plantation::Sri Trang Rubber & PlantationSri Trang Rubber & Plantation::Sri Trang Rubber Corporation Limited   | Anvar Parawood                      | : | Anvar Parawood Company Limited                                 |
|---|-------------------------------------|---|--|
| Pattana Agro Futures:Pattana Agro Futures Company LimitedPremier System Engineering:Pattana Agro Futures Company LimitedPr Sri Trang Lingga:Premier System Engineering Company LimitedPT Star Rubber:PT Star Rubber IndonesiaRubberland Products:Rubberland Products Company LimitedSadao P.S. Rubber:Sadao P.S. Rubber Company LimitedSemperflex Asia or SAC:Semperflex Asia or SACSemperit:Shi Dong Investments:Shi Dong Investments:Shi Dong ShanghaiShi Dong Shanghai:Shi Dong Shanghai Rubber Co., Ltd.Sri Trang Ayeyar:Sri Trang AyeyarSri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) or STGTSri Trang Rubber & Plantation:Sri Trang USASri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company Limited   | Company or STA                      | : | Sri Trang Agro-Industry Public Company Limited                 |
| Premier System Engineering:Premier System Engineering Company LimitedPT Sri Trang Lingga:PT Sri Trang Lingga IndonesiaPT Star Rubber:PT Star Rubber IndonesiaRubberland Products:Rubberland Products Company LimitedSadao P.S. Rubber:Sadao P.S. Rubber Company LimitedSemperflex Asia or SAC:Semperflex Asia Corporation LimitedSemperit:Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong Investments:Shi Dong Investments Pte. Ltd.Shi Dong Shanghai:Shi Dong Shanghai Medical EquipmentSri Trang Indochina:Sri Trang AyeyarSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & PlantationSri Trang Rubber & Plantation:Sri Trang Rubber & PlantationSri Trang USA:Sri Trang USA, Inc.Startleyht Express Transport:Startleyht Express Transport Company Limited   | Nam Hua Rubber                      | : | Nam Hua Rubber Company Limited                                 |
| PT Sri Trang Lingga::PT Sri Trang Lingga IndonesiaPT Star Rubber::PT Star Rubber IndonesiaRubberland Products::Rubberland Products Company LimitedSadao P.S. Rubber::Sadao P.S. Rubber Company LimitedSemperflex Asia or SAC::Semperflex Asia Corporation LimitedSemperflex Asia or SAC::Shi Dong Investments Pte. Ltd.Shi Dong Shanghai Medical Equipment Co., Ltd.::Sri Trang Indochina::Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang International::Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation::Sri Trang Rubber & Plantation Company LimitedSri Trang USA::Starlight Express Transport Company Limited </td <td>Pattana Agro Futures</td> <td>:</td> <td>Pattana Agro Futures Company Limited</td> | Pattana Agro Futures                | : | Pattana Agro Futures Company Limited                           |
| PT Star Rubber:PT Star Rubber IndonesiaRubberland Products:Rubberland Products Company LimitedSadao P.S. Rubber:Sadao P.S. Rubber Company LimitedSemperflex Asia or SAC:Semperflex Asia Corporation LimitedSemperflex Asia or SAC:Semperflex Asia Corporation LimitedSemperflex Asia or SAC:Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong Investments:Shi Dong Investments Pte. Ltd.Shi Dong Shanghai:Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Medical EquipmentSri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) or STGTSri Trang Rubber & Plantation:Sri Trang Rubber & PlantationSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company Limited  | Premier System Engineering          | : | Premier System Engineering Company Limited                     |
| Rubberland Products::Rubberland Products Company LimitedSadao P.S. Rubber::Sadao P.S. Rubber Company LimitedSemperflex Asia or SAC::Semperflex Asia Corporation LimitedSemperit::Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong Investments::Shi Dong Investments Pte. Ltd.Shi Dong Shanghai::Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical Equipment::Shi Dong Shanghai Medical EquipmentSri Trang Ayeyar::Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina::Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang Gloves (Thailand) or STGT::Sri Trang Gloves (Thailand) or STGTSri Trang Rubber & Plantation::Sri Trang Rubber & PlantationSri Trang USA::Starlight Express TransportStarlight Express Transport::Starlight Express TransportStartex Rubber::Startex Rubber  | PT Sri Trang Lingga                 | : | PT Sri Trang Lingga Indonesia                                  |
| Sadao P.S. Rubber:Sadao P.S. Rubber Company LimitedSemperflex Asia or SAC:Semperflex Asia Corporation LimitedSemperit:Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong Investments:Shi Dong Investments Pte. Ltd.Shi Dong Shanghai:Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Medical Equipment Co., Ltd.Sri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & PlantationSri Trang USA:Sri Trang USA, Inc.Startight Express Transport:Startex Rubber Corporation Limited   | PT Star Rubber                      | : | PT Star Rubber Indonesia                                       |
| Semperflex Asia or SAC:Semperflex Asia Corporation LimitedSemperit:Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong Investments:Shi Dong Investments Pte. Ltd.Shi Dong Shanghai:Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Rubber Co., Ltd.Sri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) or STGTSri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Startight Express Transport:Startex Rubber Corporation Limited   | Rubberland Products                 | : | Rubberland Products Company Limited                            |
| SemperitSemperit Technische Produkte Gesellschaft m.b.H., a subsidiary<br>of Semperit AG HoldingShi Dong InvestmentsSiShi Dong ShanghaiShi Dong Investments Pte. Ltd.Shi Dong ShanghaiSiShi Dong Shanghai Medical EquipmentShi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical EquipmentSiSri Trang AyeyarSiSri Trang IndochinaSi Trang Indochina (Vietnam) Co., Ltd.Sri Trang InternationalSi Sri Trang International Pte. Ltd.Sri Trang Rubber & PlantationSi Sri Trang Gloves (Thailand) or STGTSri Trang USASi Sri Trang USA, Inc.Starlight Express TransportStarlight Express Transport Company LimitedStartex RubberStartex Rubber Corporation Limited  | Sadao P.S. Rubber                   | : | Sadao P.S. Rubber Company Limited                              |
| Arrow of Semperit AG HoldingShi Dong Investments:Shi Dong Shanghai:Shi Dong Shanghai:Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Medical Equipment:Sri Trang Ayeyar:Sri Trang Indochina:Sri Trang International:Sri Trang Rubber & Plantation:Sri Trang USA:Sri Trang USA:Starlight Express Transport:Startex Rubber:Startex Rubber: <t< td=""><td>Semperflex Asia or SAC</td><td>:</td><td>Semperflex Asia Corporation Limited</td></t<>  | Semperflex Asia or SAC              | : | Semperflex Asia Corporation Limited                            |
| Shi Dong Investments:Shi Dong Investments Pte. Ltd.Shi Dong Shanghai:Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Medical Equipment Co., Ltd.Sri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang International:Sri Trang International Pte. Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & PlantationSri Trang Rubber & Plantation:Sri Trang Rubber & PlantationSri Trang USA:Starlight Express TransportStartex Rubber:Startex Rubber   | Semperit                            | : | Semperit Technische Produkte Gesellschaft m.b.H., a subsidiary |
| Shi Dong Shanghai:Shi Dong Shanghai Rubber Co., Ltd.Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Medical Equipment Co., Ltd.Sri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang International:Sri Trang International Pte. Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Starlight Express TransportStarlight Express Transport:Starlight Express TransportStartex Rubber:Startex Rubber   |                                     |   | of Semperit AG Holding   |
| Shi Dong Shanghai Medical Equipment:Shi Dong Shanghai Medical Equipment Co., Ltd.Sri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang International:Sri Trang International Pte. Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company LimitedStartex Rubber:Startex Rubber Corporation Limited   | Shi Dong Investments                | : | Shi Dong Investments Pte. Ltd.                                 |
| Sri Trang Ayeyar:Sri Trang Ayeyar Rubber Industry Company LimitedSri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang International:Sri Trang International Pte. Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company LimitedStartex Rubber:Startex Rubber Corporation Limited  | Shi Dong Shanghai                   | : | Shi Dong Shanghai Rubber Co., Ltd.                             |
| Sri Trang Indochina:Sri Trang Indochina (Vietnam) Co., Ltd.Sri Trang International:Sri Trang International Pte. Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express TransportStartex Rubber:Startex Rubber Corporation Limited   | Shi Dong Shanghai Medical Equipment | : | Shi Dong Shanghai Medical Equipment Co., Ltd.                  |
| Sri Trang International:Sri Trang International Pte. Ltd.Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company LimitedStartex Rubber:Startex Rubber Corporation Limited  | Sri Trang Ayeyar                    | : | Sri Trang Ayeyar Rubber Industry Company Limited               |
| Sri Trang Gloves (Thailand) or STGT:Sri Trang Gloves (Thailand) Co., Ltd.Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company LimitedStartex Rubber:Startex Rubber Corporation Limited   | Sri Trang Indochina                 | : | Sri Trang Indochina (Vietnam) Co., Ltd.                        |
| Sri Trang Rubber & Plantation:Sri Trang Rubber & Plantation Company LimitedSri Trang USA:Sri Trang USA, Inc.Starlight Express Transport:Starlight Express Transport Company LimitedStartex Rubber:Startex Rubber Corporation Limited  | Sri Trang International             | : | Sri Trang International Pte. Ltd.                              |
| Sri Trang USA       :       Sri Trang USA, Inc.         Starlight Express Transport       :       Starlight Express Transport Company Limited         Startex Rubber       :       Startex Rubber Corporation Limited   | Sri Trang Gloves (Thailand) or STGT | : | Sri Trang Gloves (Thailand) Co., Ltd.                          |
| Starlight Express Transport       :       Starlight Express Transport Company Limited         Startex Rubber       :       Startex Rubber Corporation Limited   | Sri Trang Rubber & Plantation       | : | Sri Trang Rubber & Plantation Company Limited                  |
| Startex Rubber     :     Startex Rubber Corporation Limited   | Sri Trang USA                       | : | Sri Trang USA, Inc.  |
|   | Starlight Express Transport         | : | Starlight Express Transport Company Limited                    |
| Thai Tech Rubber : Thaitech Rubber Corporation Limited  | Startex Rubber                      | : | Startex Rubber Corporation Limited                             |
|   | Thai Tech Rubber                    | : | Thaitech Rubber Corporation Limited                            |

### General

| CDP                          | : | The Central Depository (Pte) Limited                          |
|------------------------------|---|---|
| Code of Corporate Governance | : | Singapore Code of Corporate Governance 2012                   |
| Concentrated Latex           | : | Liquid latex with a dry rubber content of approximately 60.0% |
| Listing Manual               | : | The listing manual of the SGX-ST                              |
| Natural Rubber Products      | : | RSS, TSR and Concentrated Latex                               |

| Office of the SEC       | : | The office of the SEC   |
|-------------------------|---|---|
| отс                     | : | Over the counter  |
| Other Finished Products | : | Finished products, including high-pressure hydraulic hoses,       |
|                         |   | escalator handrails and various rubber and plastic parts which    |
|                         |   | are mainly used in electrical appliances                          |
| PLCA                    | : | The Public Limited Companies Act B.E. 2535 (1992) of Thailand, as |
|                         |   | amended from time to time   |
| RSS                     | : | Ribbed smoked sheet   |
| RAOT                    | : | Rubber Authority of Thailand                                      |
| SEC                     | : | The Securities and Exchange Commission of Thailand                |
| SEC Act                 | : | The Securities and Exchange Act. B.E. 2535 (1992) of Thailand, as |
|                         |   | amended from time to time   |
| SET                     | : | The Stock Exchange of Thailand                                    |
| SGX-ST                  | : | Singapore Exchange Securities Trading Limited                     |
| SICOM                   | : | Singapore Commodity Exchange Limited                              |
| STR                     | : | Standard Thai rubber  |
| Thai GAAP               | : | Generally accepted accounting principles in Thailand              |
| TSD                     | : | The Thailand Securities Depository Co., Ltd.                      |
| TSR                     | : | Technically specified rubber, which includes STR and SIR          |
|                         |   |   |

### **Currencies and Measurements**

| Baht                     | : |
|--------------------------|---|
| IDR or Indonesian Rupiah | : |
| MYR or Malaysian Ringgit | : |
| SGD or Singapore dollar  | : |
| US\$ or US Dollar        | : |

| The lawful currency of Thailand                  |
|--|
| The lawful currency of Indonesia                 |
| The lawful currency of Malaysia                  |
| The lawful currency of the Republic of Singapore |
| The lawful currency of the U.S.                  |





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