

2017

ANNUAL REPORT
BANGKOK POST
PUBLIC COMPANY LIMITED



**BANGKOK POST
GROUP**

VISION & MISSION

VISION

The corporate vision of the Bangkok Post Public Company Limited is to be “the leader in the media industry in Thailand and the region” in providing, through a variety of print and digital media platforms, accurate news and information, business news and lifestyle features that are both timely and relevant to the ever-changing trends, requirements and interests of its targeted readers and audience. The Bangkok Post is the “Newspaper You Can Trust”.

MISSION

In order to realise the above stated “Vision”, the Bangkok Post Public Company Limited will undertake the following activities:

- Source and disseminate content that is accurate, timely and relevant to the requirements and ever-changing lifestyles of its various readers and audience groups.
- Expand, in terms of breadth and depth of coverage, the current media platform portfolios and associated content in order to reach the widest readership and audience base as possible.
- Leverage its content portfolio together with its communications media expertise, brand recognition and distribution channels by creating business partnerships and sponsoring a variety of events to help broaden the current businesses as well as the advertiser and customer base.
- Explore, on a continuing basis, new media and communications business opportunities in existing, new and emerging media communications or broadcasting platforms. This is to enable the Group to effectively widen and broaden its “reach” while providing relevant content for its reader and audience groups, and to sustain its financial performance for the longer term.
- As a publicly listed company, adopt good corporate governance principles and practices together with associated good business ethics in all aspects of its operations; be a good corporate citizen in undertaking activities affirming its corporate social responsibilities; support and help promote development of the wider society, local communities and the environment in a sustainable manner.

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REPORT TO SHAREHOLDERS OF BANGKOK POST PUBLIC COMPANY LIMITED

THE THAI ECONOMY AND MEDIA INDUSTRY ENVIRONMENT IN 2017

The Thai economy in 2017 showed a modest improvement of 3.9% growth from the year before, thanks to growth in exports, public and private investment and domestic consumption. Economic growth was 3.3% in 2016.

In the fourth quarter of 2017, economic growth rose to 4%, driven by steady expansion in private investment, exports and increased production in the tourism and hospitality, transport, electricity and gas sectors.

For the media industry, 2017 was another difficult year due to the ongoing shift away from traditional media to digital media

and a subdued domestic market as Thailand continued to mourn the loss of His Majesty King Bhumibol Adulyadej. The Royal Cremation for the late King was held in October.

Advertising spending in 2017 fell over 3% in 2017 from the year before to around 111 billion baht, according to Nielsen Thailand, with TV, radio, newspapers, and magazines all posting sharp declines as advertisers shifted spending in favour of digital media, digital TV, cinema, and outdoor channels.

ECONOMIC AND MEDIA INDUSTRY TRENDS FOR 2018

For 2018, the Thai economy is projected to show higher growth than the year before, thanks to stronger exports, tourism and public and private investment.

The Finance Ministry's Fiscal Policy Office in January raised its economic forecast to 4.2% for 2018 from 3.8% earlier. Meanwhile, the National Economic and Social Development Board maintains a 3.6%-4.6% growth forecast for 2018.

Exports for 2018 are projected to grow 9.7% from 2017, when they grew by an estimated 8.5%. Tourism arrivals are forecast to grow 8% year-on-year in 2018, to 38.2 million, with tourism income rising 12.6% to 2.08 trillion baht.

The Finance Ministry forecasts public investment to grow 11.8% in 2018, driven by various infrastructure projects and new development plans for the Eastern Economic Corridor. Private investment is expected to rebound to 3.8% growth in

2018, up from 2.1% in 2017, thanks to an anticipated boost in investor confidence as the country returns to democracy with elections under the new constitution promulgated in 2017.

For the media industry, 2018 looks to see a modest recovery in advertising spending following two straight years of declines.

The Media Agency Association of Thailand in February estimated advertising spending in 2018 at 120 billion baht, a 4% increase from the year before. According to the association, industry-wide advertising spending in 2017 was 116 billion baht, a 4% decline from the year before.

Media projected to show strong growth in 2018 include cinema and outdoor advertising, transit advertising, digital media and digital TV. Traditional media such as cable and satellite TV, radio, print and magazines are all expected to continue to contract.



GROUP OPERATING PERFORMANCE 2017

Declines in advertising spending and a sluggish macro economy made 2017 a challenging year for the Thai print media industry and the Bangkok Post Group. Fortunately, the Group's portfolio of print publications remain market leaders in their individual segments, including: the daily English-language Bangkok Post, which marked its 71st anniversary and is Thailand's oldest newspaper, and continued its leadership role as a trusted source of news and information about Thailand, the region and global current events and trends; Post Today, a Thai-language business-oriented daily newspaper; M2F, a free Thai-language daily newspaper with the largest circulation in its segment; S Weekly, an education-oriented English-language weekly publication popular among Thai students as a language learning tool; and a broad range of leading Thai-language editions of international magazines covering women's and men's fashion, business and lifestyle content.

To leverage its respected brand identity and content to reach out to new readers and advertisers, the Bangkok Post Group in 2017 also continued to develop its print media products and services through targeted special publications, events and activities. Strategic initiatives aimed at expanding its digital media services, applications and platforms continued to progress, building on the growing popularity and demand among Thai consumers for digital news and information.

With the aim of improving profitability, facilitating the transformation of the business into a more flexible, nimble

organisation and boosting shareholder value, the Bangkok Post Group also undertook a number of initiatives to improve productivity and efficiency and streamline operations. Several steps were taken to consolidate and reallocate resources within the organisation to better meet the challenges of digital disruption and changing customer needs. The Group also reaffirmed its commitment to acting as a good corporate citizen through the practice of good corporate governance and corporate social responsibility.

In 2017, Bangkok Post Plc. and its subsidiary companies reported a consolidated net loss attributable to equity holders of -358.83 million baht or -0.72 baht per share, up from a loss of -215.39 million baht or -0.43 baht per share the year before. Total consolidated sales and service revenue for 2017 was 1,328.54 million baht, down 26.34% from the year before, while consolidated costs of sales and services was 1,156.32 million baht, down 22.72% from the year before. The company recorded a 62.03 million baht loss on impairment of goodwill in 2017.

The Board of Directors resolved to omit the dividend payment for the year 2017 and resolved to call for the 2018 Annual General Shareholders Meeting to be held on 24th April 2018 at 14.00 pm, at the Conference Room, Bangkok Post Building, 8th Floor, 136 Sunthorn Kosa Road, Klong Toey. Shareholders whose names appear in the Shareholder Register on Monday 12th March 2018 are cordially invited to attend the Meeting.

LOOKING FORWARD

Bangkok Post Group in 2018 will continue to build upon its leadership in the newspaper and magazine sectors and branch out into other channels to diversify the company's revenue streams and leverage its strengths as Thailand's leading news and information content provider.

Bangkok Post Group will maintain its focus on providing high-quality content to consumers through a variety of media, including new initiatives in digital media services and platforms.

Branded lifestyle, entertainment and business events will be expanded to meet growing needs from the company's consumer and client base.

The company will also expand its partnerships with other leading companies across a range of industries to meet its commitments and mission statement of serving as a trustworthy, reliable and informative source of information for the public.

OPERATIONS OVERVIEW

FINANCIAL HIGHLIGHTS

(Unit: Million Baht)

Consolidated Financial Statements	2013	2014	2015 (reinstated)	2016	2017
Sales and Service Income	2,446.9	2,184.3	2,172.6	1,803.6	1,328.5
Other Income	28.0	50.8	39.0	61.6	38.4
Total Income	2,474.9	2,235.1	2,211.6	1,865.2	1,366.9
Net Income (Loss) – Excl Comprehensive Income	128.9	(168.7)	(244.4)	(217.4)	(365.3)
Return on Sales (%)	5.2	(7.5)	(11.1)	(11.7)	(26.7)
Total Assets	2,082.7	2,164.4	3,113.0	2,576.9	2,222.7
Total Liabilities	1,225.6	1,560.1	2,103.1	1,797.0	1,814.0
Total Shareholders' Equity	857.1	604.3	1,009.8	779.9	408.7
Return on Assets (%)	6.2	(7.8)	(7.8)	(8.4)	(16.4)
Return on Equity (%)	15.0	(27.9)	(24.2)	(27.9)	(89.3)
Earnings per share (Baht)	0.26	(0.34)	(0.51)	(0.43)	(0.72)

INCOME SUMMARY

(Unit: Million Baht)

	2013	2014	2015 (reinstated)	2016	2017
Advertising Sales	1,936.1	1,637.5	1,590.6	1,179.3	701.7
Publication Sales	424.6	388.7	343.8	346.7	229.0
Commercial Printing Service Income	86.3	84.5	71.6	56.5	4.8
Television and Digital Media Income	27.9	73.7	166.7	221.1	393
Operating Income	2,474.9	2,184.3	2,172.6	1,803.6	1,328.5
Share of profit from investments in joint ventures		24.9	11.3	11.0	2.7
Other Income		26.0	27.7	50.6	35.7
Total Income		2,235.1	2,211.6	1,865.2	1,366.9

NATURE OF THE BUSINESS

BANGKOK POST PLC., WHICH WILL CELEBRATE ITS 72ND ANNIVERSARY IN 2018, IS THE PUBLISHER AND DISTRIBUTOR OF: THE BANGKOK POST, THE OLDEST NEWSPAPER IN THAILAND; POST TODAY, A THAI-LANGUAGE, BUSINESS-ORIENTED NEWSPAPER; M2F, A FREE THAI-LANGUAGE WEEKDAY NEWSPAPER FOCUSING ON NEWS AND LIFESTYLE FEATURES; AND S WEEKLY, A WEEKLY ENGLISH-LANGUAGE NEWSPAPER TARGETING HIGH SCHOOL AND UNIVERSITY STUDENTS AS WELL AS GENERAL READERS.

Since its founding in 1946, the Bangkok Post Group's news and information publishing business has grown steadily, through various strategic initiatives to expand its media channels, activities and services in both Thai and English. Our goal is to expand our penetration and reach to domestic and international customers.

- Through its subsidiaries – Post International Media Co., Ltd. and Bangkok Post-Bauer – the Group publishes and distributes Thai editions of popular international magazine titles covering business and social news, fashion, home decoration, lifestyle and travel, such as Elle, Elle Men, Elle Decoration, Science Illustrated, Forbes Thailand and Cleo.
- The Group publishes M2F, a free daily Thai-language weekday newspaper aimed at urban professionals and office commuters in Bangkok.
- Mushroom Group Co., Ltd. produces multimedia and video content for television and digital media, for markets in both Thailand and around the region.
- Information services delivered through a variety of subscriber-based digital media platforms and applications, in English and Thai for local and international readers. The Group also offers information services through a variety of social media platforms catering to the changing needs and demands of consumers, whether it be through desktop computers, tablets or mobile devices.
- The Group's book publishing arm, Post Books, publish a wide variety of books, including best-selling international titles translated into Thai, English titles written by our own reporters and columnists, and fiction and non-fiction books written by prominent local authors. Topics include business & management, technology, history, biographies, and art & culture.
- The Group's commercial printing business offers general printing services to various government and business organisations.

Bangkok Post Plc. aims to continuously grow and develop its business through the development of print and media platforms, products and services, with the goal of expanding its audience and readership. The Group's mission remains to be the leading multi-media publisher and distributor in Thailand, based on its longstanding position within the Thai media industry as the 'most trusted source' of news and features.

ACHIEVEMENTS IN 2017 AND OUTLOOK FOR 2018

THE PAST YEAR MAY BE BEST DESCRIBED AS FULL OF CHALLENGES. MOURNING HIS MAJESTY THE LATE KING BHUMIBOL ADULYADEJ WENT ON AS THE NATION PREPARED TO BID A FINAL FAREWELL DURING THE ROYAL CREMATION CEREMONY HELD IN OCTOBER, 2017.

The rapid growth of digital media and consumers has become an unprecedented test for the media industry. This “digital disruption” has inevitably had an impact on a wide number of business operators, the Bangkok Post Group included.

The Group has braced itself for the challenge. The management and staff are geared up to move forward based on a five-pillar strategy.

1. High-quality content
2. Digital savviness
3. Be a preferred partner
4. Right-sized business
5. People capabilities

These five pillars will be implemented to drive continued growth in 2018. The Group’s management is confident that execution of this strategy will help maintain our status as a leader in Thailand’s media industry and a source of news and information that people can always trust.

NEWSPAPER

BANGKOK POST

As the company’s flagship, the Bangkok Post passed through last year’s economic difficulties while maintaining its position as the preferred choice for readers both inside and outside the country.

The Bangkok Post stands proudly as the leading English-language daily newspaper in Thailand and one of the most trustworthy sources of news and information in the region. As a brand, it remains highly trusted by marketing professionals and advertisers thanks to a large, diverse readership base in both print and digital formats.

POST TODAY

Under the motto “the reliable business newspaper,” Post Today continues its policy of presenting quality news and practical information to its readers. A recent survey found that readers welcome articles and columns in the newspaper as they are presented — in a readable and concise format. The same is true for Post Today online which has become increasingly popular with as many as 7.9 million people visiting the website per month, a number which continues to grow steadily.

Apart from daily news, Post Today also offers a variety of columns including those on lifestyle and personal finance. Its new offshoots, the online media NewsClear and 40+, have also received a warm welcome from netizens.

M2F

M2F remains at the top of the freesheet newspaper market, with the largest print run and circulation network in the country. The editorial content is designed to correspond to the lifestyles of its readers, earning it regular and loyal followers who look for the newspaper each morning from Monday to Friday. Thanks to its sharp focus, M2F has attracted a large number of advertisers who have as their targets first-time employees, office workers and consumers in general.

S WEEKLY

The Group’s mission of rebranding the education-related magazine Student Weekly into S Weekly, with livelier content and format aimed at drawing in teenaged readers, was accomplished with flying colours.

Readers can not only learn English from the magazine’s content and exercises, but also enjoy its coverage of celebrities and other engaging features.

The rebranding has created a buzz among readers which in turn has generated a renewed interest among advertisers.

DIGITAL MEDIA

The growth by leaps and bounds of digital media both in terms of content, new brands and advertising revenue is among the most-watched trends in the media industry. The Bangkok Post Group is keenly aware of this trend and has put digital media development at the forefront of its agenda.

The Group has, over the years, modified its business direction and strategies to ensure that it can meet the growing demands of online consumers. The company's digital media unit has been restructured to make sure it can respond to our readers' and customers' ever-changing expectations. Expert consultants specialising in digital media both at the local and international level were brought in, along with modern technologies and tools for better solutions.

The changes started to bear fruit in late 2017 and continued expansion is expected for 2018.

MAGAZINES

Magazine products showed varied performance in 2017. Fashion titles Elle and Cleo and business magazine Forbes Thailand retained their strong positions in the eyes of readers and advertisers. The men's magazine Elle Men and lifestyle title Elle Decoration are going through a rebranding process to adjust their content and publication schedules to attain maximum efficiency.

In the education segment, Science Illustrated remains popular with the largest number of subscribers among all of the Group's magazines.

BOOK PUBLISHING

A focus on promotional campaigns and sales events has sustained the business, with readers responding well to the initiatives. The business unit also went to great lengths in selecting titles that are of high quality and meet market demands.

Among the most popular titles in 2017 were the Thai translations of Management Matters and Capital in the Twenty-first Century, with sales through the online channel helping to boost revenue. For 2018, the unit will seek to increase the number of outlets through partnerships with major bookstores as well as book fairs outside Bangkok.

SPECIAL PUBLICATIONS

The unit generated substantial income thanks to its ability to produce supplements that fulfilled diverse customer demands. To commemorate the historic event of the royal cremation ceremony of His Majesty the late King Bhumibol Adulyadej in October 2017, the company published a bilingual book entitled A Final Farewell, a special publication which received a positive response from readers.

EVENTS

High-profile events — be they business, lifestyle or sports-related — have become a hallmark of the Bangkok Post Group and serve to enhance its brand value, awareness and revenue. This line of business has become much more prominent in the company's revenue profile over the past several years, following a continued decline in print advertising.

The Bangkok Post Group has established itself as a leader in four types of events: business forums, sporting activities, entertainment and those with lifestyle themes.

It is with great pride that we report every event held in 2017 was a rousing success and garnered enthusiastic responses from participants and advertisers alike.

For 2018, the Group will build upon the past year's success by bringing to the market seminars, forums, concerts, tournaments and festivals aimed at bolstering the brand's premium position.

BUSINESS DIRECTION AND PLAN FOR 2018

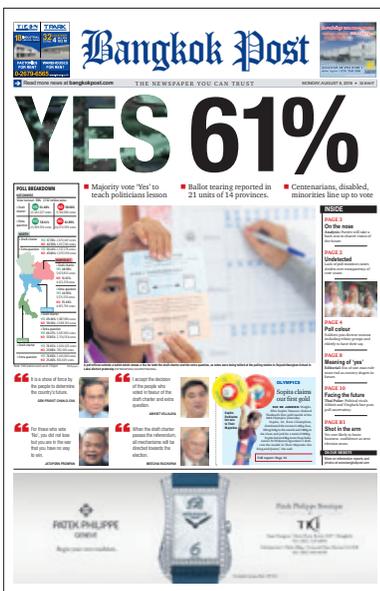
The Bangkok Post Group has been well aware of the decline in the print industry and changes in the media business as a whole, and has prepared its business strategies and action plans accordingly.

For 2018, the company will focus on developing digital products and organising more large-scale events. These two streams of business will reinforce the "Bangkok Post" brand while serving as effective vehicles for the company to achieve improved financial results.

AWARDS RECEIVED IN 2017



The Bangkok Post editorial team continued to shine and in April was awarded the Silver prize by WAN-IFRA, the world's leading association of newspapers and news publishers, in the category of "Asian Media Awards 2017 for Best in Design – Newspaper Front Page Design" for its display of the article concerning the outcome of the Thai constitutional referendum, held in 2016.



Bangkok Post photographer Patipat Janthong won the "Best Photo" award at the Isra Amantakul Awards for his photo of a woman trying to shield a portrait of the late King from falling rain at Sanam Luang as she paid her last respects to the late monarch.



Mr. Patipat also won "Honourable Mention" at the same event for another photo showing villagers herding their cattle along a waterless Khlong in Don Chedi district, Suphan Buri.



The Post Today newspaper won three prizes at the Digital News Excellence Awards 2017, organised by the Online News Providers Association (SONP), namely "Honourable Mention in Social Development News" for the article: "Soi Prachabodee: The Model Road for Disabled People – A Dawn of Equality"; "Honourable Mention in News Development from Social Media Agenda" for the article: "Tea Money: Doctor-Patient

Mutual Benefit?"; and "Honourable Mention in Science, Technology and Innovation in Thailand News" for the article: "Reducing Road Accident Risk by Drunk Drivers with the Innovative Mobile Breathalyser Kit that Doesn't Cost a Fortune to Make". Post Today also won two prizes at the 2016 Isra Amantakul Awards, Thai Journalists Association, namely "Honourable Mention" for the article: "NGV Bus Tax Evasion Scandal"; and the "First Honourable Mention News Photography" for the picture: "A Mournful Cry" taken by Wisit Thamngern.



Post Today editorial consultant Samarn Sudto's "Sawang Na Klang Jai" column also won the Thai Good People Awards 2016-2017 for Mass Media Who Fosters Virtue and Morality from the Good People (Thailand) Foundation in cooperation with CP All Plc.



PRODUCTS AND SERVICES

BANGKOK POST



The Bangkok Post, Thailand’s premier English language media, continued to strengthen its position in 2017, as it marked the 71st anniversary of its establishment.

The Bangkok Post, which remains the market leader in terms of circulation and revenue thanks to its diverse readership, cemented its role as Thailand’s leading media house, as was evident from nearly 70,000 unique visitors to its website each day, generating close to 100 million page views throughout the year.

The figures indicate that the Bangkok Post’s website is one of the most trusted sources of news and information about Thailand among both local and international readers.



On the print side, despite the global trend of a sharp decline in circulation, the Bangkok Post’s circulation remains relatively stable, reflecting the market’s appreciation of our editorial strengths.

With increased local content, the Bangkok Post is set to build upon its leadership position and will continue to tap both the digital and traditional print media to increase its market share during the upcoming year.



POST TODAY



Throughout 2017, Post Today broadened its scope and editorial content to cater to all business sectors, with an increase in news and information offered to capture the attention of readers with high-quality reporting and presentation.

Post Today has implemented several key strategies to advance its digital media offerings. These developments include the launch of “NewsClear”, a news video clip aggregator website, and a new Facebook page that has received strong support from younger consumers.

In January 2018 alone, the “NewsClear” site received over 13.8 million views while the Facebook page had over 20 million visitors.

A redesigned Post Today website was also launched together with a new “40+ (40Plus)” Facebook page oriented at growing reader interest in health and personal finance with an eye to Thailand’s transition to a so-called “Ageing Society”.



M2F

Bangkok residents, M2F still stands tall, even with the shakeup caused by digital technology and changing consumer behaviour.

M2F continues to expand into organising interesting and entertaining activities and events for Bangkok residents, including the annual “M2F Presents Bangkok Songkran Festival @ CentralWorld” and “M2F Bangkok Music Festival”.

M2F is looking forward to continuing to develop its content and adjusting its direction to stay relevant in this fast-paced, ever-changing era, with new presentation formats to be launched in 2018.



M2F, a pioneer of free Thai-language daily newspapers, has entered its sixth year of operations with continued leadership in the sector in terms of print-run and distribution.

M2F’s success throughout its years of operation, coupled with free market mechanisms, have attracted new players to the market. Today there are more free newspapers serving readers in the Bangkok Metropolitan Area with diverse interests and lifestyles.

The disruptive advance of digital media, starting last year, is also now directly affecting printing and publishing businesses. Many established local magazines, daily newspapers and free newspapers have experienced adverse effects, with a number of titles forced to close.

But with striking content geared towards meeting the needs and interests of

S WEEKLY



The 2017 rebrand of the educational entertainment magazine Student Weekly to S Weekly was a great success. The rebrand both expanded the demographic of our readership from high schoolers to include university students, first-time employees and beyond, and subsequently increased its attractiveness to advertisers. Increased circulation, due to inclusion in Sunday’s Post Today, has also increased advertiser awareness of the magazine.

The coming year will see monthly special issues of the magazine aimed at specific advertising segments such



as technology, fashion and overseas education companies. In June 2018 the magazine will celebrate its 49th birthday.

Overall, with its features on the latest celebrities backed with useful and engaging English exercises, S Weekly has strengthened its position as Thailand’s best educational magazine.

Furthermore, as the S Weekly team now controls Bangkok Post Learning’s online content, there is an opportunity to solidify and expand the reach of our educational output. With a combined online community of over 470,000 followers, S Weekly and Learning provide regular print and digital content across various platforms, directly to our expanding readership.

MAGAZINES



Since its establishment in 1994, Post International Media Co., Ltd. has proudly published six leading magazines in Thailand, namely: Elle, Elle Men, Elle Decoration, Forbes Thailand, Cleo, and Science Illustrated. This makes the Bangkok Post Group the largest and most influential magazine publisher in Thailand.

The Bangkok Post Group has continuously expanded circulation of these publications through several channels, and is very active in organising events for each magazine. Moreover, the Group remains committed to developing its digital and online media assets and pursuing full digital integration.



TELEVISION



In 2017, Mushroom Television Company Limited changed its name to Mushroom Group Company Limited, to reflect the company's new business direction and expansion beyond its TV programme production sector. The new seminar organiser business model generated substantial revenue for Mushroom. In 2017, Mushroom Group organised two seminars with over 2,000 attendees each in Bangkok; and eight seminars with 500 attendees each in other provinces. The company also launched a new initiative in the education technology sector under a concept of "endless learning opportunities" through the online workshop programme Mushroom Superclass. This was well received in the market and is expected to grow steadily in 2018.

Regarding the TV content production sector in 2017, Mushroom Group aired the newly licensed programme Dr. Oz Thailand, a local adaptation of the popular US talk show. In the advertising sales segment, the company shifted the broadcasting channel for its popular programme Ayu Noi Roi Lan from Channel 9 MCOT to Workpoint 23, a move which received a positive reception from the market.

The Mushroom Group projects continual growth and substantial revenue from all its business units in 2018. The group's TV content creation sector plans to broadcast the new programme, The Best Seller on MCOT Family Channel 14; while the advertising sales segment will see continual success from Ayu Noi Roi

Lan. This is backed by a growing number of Facebook page followers, which is projected to exceed 1 million by Q2 2018. Regarding the seminar organiser biz model, the group, in collaboration with Thammasat University, will launch a curriculum under the project, S100 which aims to increase the efficiency of Thai SMEs and drive this segment to a collective value of 100 million Baht. In addition, the Mushroom Superclass project will launch new monthly courses, which are expected to hit the target both in terms of growth and revenue. The group also expects 2018 to be the first year to realise revenue from its investment in the CLMV.

BOOK PUBLISHING



Post Books published over 33 new titles and relaunched 5 bestsellers throughout 2017, growing its total market portfolio to over 300 titles across a wide variety of genres. Those most popular among readers are primarily titles in the business, finance, investment and self-development categories. Post Books has also released several publications and literary works of notable Thai and foreign authors in the categories of biography, history, art & culture, psychology and science. Moreover, Post Books' "วิถีในนาปรัชญาในสวน" [The Path in the Field – The Philosophy in the Garden] won the runner-up prize at the 7 Book Awards 2017, for non-fiction.

2017 saw the publishing industry adversely affected by numerous factors including unfavourable economic conditions, political uncertainty and the growing popularity of digital media. In any case, Post Books maintains its commitment to publishing books that inspire and spark fresh ideas for readers and the general public. In addition, Post



Books is also increasing its cooperation with other Bangkok Post Group media channels and platforms in order to continuously promote and communicate valuable messages to our readers, in keeping with the Post Books' goal of being the trusted source of knowledge, entertainment and inspiration.

In 2018, Post Books will continue to hold true to its principles and practices

by publishing quality fiction and non-fiction titles whose content are valuable, entertaining and inspirational; and providing food for thought for people and the public to support sustainable growth and development of society through Bangkok Post Group's various media outlets such as printing and publishing, online media, seminars, workshops and short learning courses.

DIGITAL MEDIA



The Digital Media unit has been responsible for developing digital media for the Bangkok Post Group since 2005, and currently oversees a variety of digital channels and platforms, including; SMS, websites, mobile applications, e-books, social media and a diverse array of digital partnerships with the Bangkok Post, Post Today, M2F and S Weekly.

In 2017 the Digital Media unit focused on expanding the company's consumer and advertiser base as well as partnerships with the aim of diversifying revenue streams. The unit is also committed to implementing the latest technologies and innovations to better serve consumers in the ever-changing digital era.



In 2017 the Bangkok Post Group organised, sponsored and co-sponsored numerous domestic and international events ranging from seminars and rallies to sport competitions and charity events with the aim of raising the group's brand awareness, building and maintaining good relationships with the readers and prospects; and increasing the company's sales and revenue.

The **Bangkok Post** organised many events and seminars throughout the year, starting with: Thailand's Startups: Learning from Unicorns, an event providing insights from many startup experts such as Robert Rosenstein, Agoda Co-founder, and the Ookbee founder and CEO, Natavudh Pungcharoenpong. The list of events continued with Bangkok Post Forum 2017 – Sustainable Reform Transforming Thailand, which was honoured by the participation of Prime Minister, General Prayut Chan-o-cha, who delivered a special lecture: Bangkok Post Forum 2017 – Asean@50 In Retrospect. The international event was attended by notable guest speakers from around the world, such as Singaporean Emeritus Senior Minister Goh Chok Tong and Malaysia's long-serving former prime minister Mahathir Mohamad; The 9th Bangkok Post International Mini Marathon 2017 and the company's annual rally activities also were well-received by our readers and customers.

Post Today's major in-country and international events in 2017 included seminars in the series, CLMVT – The Centre for World Economy in the Future, namely, Provincial Cluster: The



New Momentum for the Thai Economy to Compete on the World Stage; Mukdahan-Savannakhet: The 2 Centres for Indochina Economy; Mae Sot-Myawadi: New Gateway to Myanmar, China and India Markets; Thai-Cambodia Power: The Trade Opportunity Within Reach; Strategic Trat-Koh Kong Route to Penetrate Cambodia and Vietnam Markets; Mandalay Super Gateway for Trade and Investment; Luang Prabang New City: Delve into Special Economic Zone (SEZ) – with the upcoming closing seminar to be held in Vietnam in March 2018. Moreover, Post Today also staged other events, including a seminar entitled Moving Thailand Forward with Thailand 4.0 Policy on 7 February 2018, as part of the Post Today 14th anniversary; the charity rally, The Secret Masquerade; and the annual event for Kasikorn Bank, SME Matching Day 2017.

M2F organised several major events including M2F Bangkok Music Fest 2017, a free concert featuring popular Thai artists held at CentralWorld; M2F Music Fest 2017 @Terminal 21 Korat; the annual M2F Bangkok Songkran Festival 2017, a 3-day water festival held in the heart of Bangkok; M2F Wildlife Journey, the Bangkok-Khao Yai rally; M2F Adventure Rally 2017 – Glow Planet, the Bangkok-Pattaya rally; and M2F Cycling Championship 2017.

The Bangkok Post Group's **Magazines** also organised several events, including the annual Cleo 50 Most Eligible Bachelors 2017, a hallmark event featuring the year's most popular single men; ELLE Fashion Week Fall/Winter 2017, a grand annual fashion event attended by Thailand's leading designers and celebrities; ELLE MEN X Federbräu: THE PERFEKTION PARTY – Reflection Your Perfection, a fashion party showcasing fashionistas and trendsetters; and an exclusive movie premiere of ELLE MEN: The Series of Exclusive Movie Premiere Workshop – A Guide to Gentleman's Wardrobe, an after-party and workshop offering cool tips on gentlemen's grooming. Science Illustrated Thailand presented its science-themed fun zone in The Family Trip Expo 2017, and Forbes Thailand staged Forbes Thailand Forum 2017: The Next Tycoons, a seminar showcasing fresh business ideas from new-gen business icons representing a diverse range of industries.



CORPORATE SOCIAL ACTIVITIES OVERVIEW

THE BANGKOK POST GROUP REMAIN COMMITTED TO THE PRINCIPLES AND PRACTICES OF GOOD CORPORATE GOVERNANCE AND ENCOURAGE A CORPORATE CULTURE FOSTERING EMPLOYEE PARTICIPATION AND SOCIAL RESPONSIBILITY TO ALL STAKEHOLDERS AND THE GENERAL PUBLIC. TO COMPLY WITH OUR COMMITMENT TO TRUSTWORTHINESS THAT IS THE CORNERSTONE OF SUSTAINABLE SUCCESS, THE BANGKOK POST GROUP ENGAGED IN A NUMBER OF CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES THROUGHOUT 2017.



BUDDHIST LENT CANDLE ACTIVITY

Bangkok Post Plc., in collaboration with Shell (Thailand) Co., Ltd., Colgate-Palmolive (Thailand) Ltd., and Loxley Public Company Limited, jointly organised a Buddhist lent candle parade to Wat Khlong Toey Nai, on 5 July 2017.



MINI MARATHON FOR HEALTH AND CHARITY

The 9th Bangkok Post International Mini Marathon 2017, the Bangkok Post's annual run to promote health and raise funds for charity, was organised on 13 August 2017 as part of the celebration of the Bangkok Post's anniversary. All proceeds from entry fees were donated to the Bangkok Post Foundation to help children in need.

CHARITY RALLY FOR STRAY DOGS

Post Today Charity Rally 2017 was a charity rally from Bangkok-Hua Hin route organised on 24 June 2017. Participants brought dog food and medication for donation to the Hua Hin Dog Shelter, a royal project initiated by His Majesty the late King Bhumibol Adulyadej to help address the problems of stray dogs in Hua Hin.





THE MAJESTIC SPLENDOUR

Post International Media in October published “The Majestic Splendour”, a sketchbook featuring drawings of locations and events related to the life of His Majesty the late King Bhumibol Adulyadej by leading artists Phithan Thechaniti and Terawat “O” Teankaprasith. A portion of the revenues from the book will go to the Phra Dabos Foundation founded by the late King.

BLOOD DONATION TRIBUTE TO HIS MAJESTY THE KING

Bangkok Post Plc., in collaboration with Shell (Thailand) Co., Ltd., Colgate-Palmolive (Thailand) Ltd., and Loxley Public Company Limited, jointly organised a “Blood Donation Tribute to His Majesty the King”, at the Bangkok Post Building, on 15 February 2017.



CHARITY CYCLING RACE

The M2F Cycling Championship 2017 was organised on 3 December 2017. The race was held at Scenical World Khao Yai and 100,000 baht will be donated to the Theprattanawetchanukul Foundation under the royal patronage of HRH Princess Maha Chakri Sirindhorn.

DONATIONS FOR FLOOD VICTIMS IN BANG BAN

The Bangkok Post Foundation, together with Bangkok Post Group’s employees and generous donors, donated rice and drinking water to flood victims in Thang Chang Sub-district, Bang Ban District; Rang Chorakhe Sub-district, Sena District; and Phak Hai District, Ayutthaya, on 15 November 2017.



MANAGEMENT STRUCTURE

THE BOARD OF DIRECTORS

The Board of Directors consists of 13 persons as follows:

NON-EXECUTIVE DIRECTORS, SEVEN PERSONS AS FOLLOWS:

1. Mr. Suthikiati Chirathivat,
Chairman of the Board of Directors/
Chairman of the Executive Committee
2. Mr. Chartsiri Sophonpanich
3. Mr. Ek-Rit Boonpiti
4. Dr. Siritaj Rojanapruk
5. Mr. Supakorn Vejajiva
6. Mr. Thirakiati Chirathivat
7. Mr. Worachai Bhicharnchitr

INDEPENDENT DIRECTORS, SIX PERSONS AS FOLLOWS:

1. Mr. Charoon Intachan
2. Mr. John Thompson
3. Mr. Natdanai Indrasukhsri
(Chairman of the Audit Committee
from 16 March 2018)
4. Mr. Russell Leighton Kekuewa
5. Dr. Siri Ganjarerndee
(resigned on 27 February 2018)
6. Mr. Wutisak Lapcharoensap

MANAGEMENT, TWO PERSON AS FOLLOWS:

On 1st June 2017, The Executive Committee appointed Mr. Patsarakorn Chirathivat as Director and Member of the Executive Committee of Post International Media Group Company Limited and Mr. Chokdee Wisansing as Chief Operating Officer – Newspaper Business, Digital Media and Magazine Business.

On 16th June 2017, The Executive Committee appointed Mr. Wittanu Chumsuwan as Executive Vice President – Human Resources.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS

The Board of Directors has responsibilities to manage the operation of the Company in accordance with the Articles of Association of the Company and resolutions of Shareholders' Meetings. The Board of Directors may delegate one or more directors or any other persons to carry out any task on behalf of the Board of Directors, and all such delegations shall be in writing signed by the authorised directors of the Company. At present, authorised directors of the Company comprise:

1. Mr. Suthikiati Chirathivat
2. Mr. Worachai Bhicharnchitr
3. Mr. Ek-Rit Boonpiti
4. Mr. Thirakiati Chirathivat

The Board of Directors has set up sub-committees in order to help it control and

monitor the operation of the Company and report to the Board of Directors on a regular basis. There comprises of The Executive Committee, The Audit Committee, The Nomination and Remuneration Committee and The Risk Management Committee, of which each sub-committee has authorised as follows:

THE EXECUTIVE COMMITTEE

The Executive Committee shall appoint one of its members as Chairman of the Executive Committee. The Chairman of the Executive Committee should not be a full-time employee of the Company.

THE EXECUTIVE COMMITTEE COMPRISES THE FOLLOWING DIRECTORS:

1. Mr. Suthikiati Chirathivat, Chairman
2. Mr. Ek-Rit Boonpiti
3. Mr. Worachai Bhicharnchitr
4. Mr. Thirakiati Chirathivat

Mrs. Yupaphan Ekasittikul, Company Secretary, serves as the secretary of the committee (resigned on 15 March 2018).

RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE

The Executive Committee will delegate to and define the responsibilities and authority of the President and will have authority and responsibility in the following matters:

1. To review the current business and all activities of the Company and its subsidiaries on a monthly basis.
2. To authorise other items of expenditure not presented for approval to the Board of Directors in the annual budget and not exceeding in aggregate Baht 20 million.
3. To approve contracts, open bank accounts, borrow or lend money by means of overdraft or otherwise as deemed fit and to report such actions forthwith to the Board of Directors.
4. To determine the Company's organisation structure, employment policies and signatory authorities.
5. To appoint senior members of the management team and fix their remuneration and employment terms, except for the President, Chief Operating Officer of the Company and the Bangkok Post Editor.

THE AUDIT COMMITTEE

The Audit Committee consists of the following directors:

1. Dr. Siri Ganjarerndee, Chairman
(resigned on 27 February 2018)
2. Mr. John Thompson

3. Mr. Natdanai Indrasukhsri
(Chairman of the Audit Committee
from 16 March 2018)

Ms. Patarika Juttijudata, Internal Audit Director, serves as the secretary of the committee.

RESPONSIBILITIES OF THE AUDIT COMMITTEE

1. Risk Management

Evaluate on a regular basis the adequacy and the efficiency of the Company and its subsidiaries' risk management process.

2. Internal Controls

1) Evaluate whether management is performing adequately, providing strong leadership and setting the appropriate 'control environment' by communicating the importance of internal control and the management of risk and ensuring that all employees have a proper understanding of their roles and responsibilities.

2) Consider the efficiency and the adequacy of the Company's internal controls over annual and quarterly financial reporting and internal audit reports, including information technology security and control.

3) Consider how management is held to account for the evaluation and coverage of losses and the security of computer systems and applications, and the contingency plans for the financial or operational information processing in the event of a systems breakdown.

4) Satisfy themselves whether and to what extent internal control recommendations made by internal and external auditors have been implemented by management.

3. Financial Reporting

3.1 General

1) Gain an understanding of the current areas of the greatest financial risk and how management is managing these effectively.

2) Discuss with the internal and external auditors any potential or actual fraud, illegal acts, deficiencies in internal controls or other similar issues.

3) Review significant accounting and reporting issues, including recent professional and regulatory pronouncements, and understand their impacts on the financial statements.

4) Ask management and the internal and external auditors about significant risks and exposures and plans to minimise such risks.

5) Review any legal matters, which could significantly impact the financial statements.

3.2 Annual Financial Statements

- 1) Review the annual financial statements and determine whether they are complete and consistent with the information known to the Committee members; assess whether the financial statements reflect appropriate accounting principles.
- 2) Pay particular attention to complex and/or unusual transactions.
- 3) Focus on judgmental areas, for example those involving valuation of assets and liabilities; warranty, product or environmental liability; litigation reserves; and other commitments and contingencies.
- 4) Meet with management and the external auditors to review the financial statements and the results of the audit, including any difficulties encountered.
- 5) Recommend to the Board whether or not to endorse the Accounts for the approval of shareholders.

3.3 Quarterly Financial Statements

Assess the fairness of quarterly statements and disclosures, and obtain explanations from management and internal and external auditors concerning actual financial results, changes in financial ratio in relation to changes in the Company's operations and financial practices, unusual events or transactions, financial and operating controls, and adequate and appropriate disclosures.

4. Internal Audit

- 1) Review the activities and organisational structure of the internal audit function and ensure that no unjustified restrictions or limitations are imposed.
- 2) To strengthen the independence of the internal audit function, the Audit Committee shall approve any selection, promotion, rotation or termination of the Chief Audit Executive. The Committee, in collaboration with the Chief Operating Officer, to whom the Chief Audit Executive administratively reports, will evaluate the performance of the Chief Audit Executive annually.
- 3) Review the effectiveness of the internal audit function. The Audit Committee shall consider other factors that might impact its independent performance including reporting and supervision processes.
- 4) Meet separately with the Chief Audit Executive to discuss any matters that the Committee or the internal auditors believe should be discussed privately.
- 5) Ensure that significant findings and recommendations made by the internal auditors are received and discussed on a timely basis.
- 6) Ensure that management timely responds to recommendations of the internal auditors.

- 7) Ensure that internal audit shares information and coordinates activities with external service providers, e.g. External auditor, consultant etc., of relevant assurance or consulting services for proper coverage and minimizing the duplication of efforts.

5. External Audit

- 1) To ensure the independence and objectivity of the external auditor, the Audit Committee shall consider any factors that may conflict with the auditor's efficient and professional operations.
- 2) Review the range of services provided in the context of all consulting services acquired by the Company.
- 3) Approve non-audit work performed by the external auditor.
- 4) Make recommendations to the Board regarding the appointment of the external auditors.
- 5) Review the external auditors' proposed audit scope and approach and ensure no unjustified restrictions or limitations have been placed on the scope.
- 6) Review the performance of the external auditors.
- 7) Monitor the external firm's compliance with applicable ethical guidance, and that the fees paid are reasonable.
- 8) Enquire as to the degree of coordination of work between the external auditor and internal audit function to ensure it is appropriate under the circumstances.
- 9) To discuss significant matters, the Audit Committee shall meet privately with the external auditors once a year, without management team being present.
- 10) Ensure that significant findings and recommendations made by the external auditors are received and discussed on a timely basis.
- 11) Review the representation letters to the external auditor before signing by the management and give particular consideration to matters where representation has been requested relating to non-standard issues.
- 12) As part of the ongoing monitoring process, the Audit Committee shall review the management letter and ensure that management timely responds to recommendations of the external auditors.
- 13) Ensure that, in case that the external auditor discovers any suspicious circumstance that indicates the director, manager or any person responsible for the operation of the Company commits an offence under the prescribed laws, the external auditor shall inform the fact relating to such circumstance to the Audit Committee of the Company in order to continue the investigation without delay.

6. Compliance with Laws and Regulations

- 1) Review the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up (including disciplinary action) of any fraudulent acts or non-compliance with laws and regulations.
- 2) Obtain regular updates from management and or Internal Audit regarding compliance matters.
- 3) Be satisfied that all regulatory compliance matters have been considered in the preparation of the financial statements.
- 4) Review the findings of any examinations by regulatory agencies.
- 5) Report the result of preliminary investigation of the suspicious circumstance involving the Company's director, manager, or any responsible person who commits the offence under the prescribed laws and regulations to the regulatory agency and the external auditor within the defined period.

7. Compliance with the Company's Policies, Procedures and Code of Conduct

- 1) Ensure that the Company's policies, procedures and the Code of Conduct are in writing and that arrangements are made for all employees to be aware of it.
- 2) Evaluate whether management is setting the appropriate 'tone at the top' by communicating the importance of the policies, procedures and the Code of Conduct and the guidelines for acceptable behaviour.
- 3) Review the process for monitoring compliance with the policies, procedures and the Code of Conduct.
- 4) Obtain regular updates from management regarding compliance with the above.

8. Whistle-blowing

- 1) The Audit Committee shall evaluate the effectiveness of the Company procedures for handling allegations from whistle-blowers.
- 2) The Audit Committee shall review arrangements by which staff of the Company may, in confidence, raise concerns about possible improprieties in matters of financial reporting, controls or any other matters.
- 3) The Audit Committee shall ensure that arrangements are in place for the proportionate and independent investigation of such matters and for appropriate follow-up action, and that any matters relevant to its own responsibilities are brought to its attention.

9. Reporting Responsibilities

- 1) Regularly update the Board about the Committee's activities and make appropriate recommendations.
- 2) Ensure the Board is aware of matters, which may significantly impact the financial condition or affairs of the business.
- 3) To ensure the full coverage of the Audit Committee's monitoring activities, the Audit Committee shall report its activities to the shareholders in the annual report. Details to be in the annual report include:
 - The number of the committee meetings and the attendance of each member.
 - Comments on:
 - Accurateness, completeness and credibility of the Company's financial reports;
 - Adequacy of the Company's internal control system;
 - Compliance with SEC and SET laws and regulations and other laws relevant to the Company's businesses;
 - Suitability of the external auditor;
 - Transaction that may cause conflicts of interest;
 - Other concerns that have arisen as the Audit Committee performed its duties as defined in the Committee's Charter;
 - Anything else which should be made available to the shareholders and investors within the scope of duties and responsibilities assigned by the Board.

10. Other Responsibilities

- 1) Perform other oversight functions as requested by the Board.
- 2) If necessary, institute special investigations and, if appropriate, hire special counsel or experts to assist.
- 3) Review and update this charter and propose changes for the approval from the Board.
- 4) Evaluate the Committee's own performance on a regular basis.

THE NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of the following directors:

1. Mr. Worachai Bhicharnchitr, Chairman
2. Dr. Siri Ganjarerndee (resigned on 27 February 2018)
3. Mr. Natdanai Indrasukhsri

Mrs. Yupaphan Ekasittikul, Company Secretary, serves as the secretary of the committee (resigned on 15 March 2018).

AUTHORITIES OF THE NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has responsibilities to review, evaluate, and make recommendation to the Board in relation to:

1. The process for the review of the performance and the evaluation of the Board and members of the Board.
2. The appropriate number and qualification of independent directors.
3. The selection process for independent directors.
4. The nomination of independent directors to the Board.
5. Remuneration and incentive policies for the Board and sub-committees of the Board.
6. Professional indemnity and liability insurance for members of the Board and senior executives.
7. The succession plan and selection process for the Chief Operating Officer and senior executives that shall be performed by the Executive Committee or the Chief Operating Officer.
8. The process for evaluation of the Chief Operating Officer and senior executives that shall be performed by the Executive Committee or the Chief Operating Officer.

9. Remuneration and incentive policies for the Chief Operating Officer and senior executives that shall be implemented by the Executive Committee or the Chief Operating Officer.
10. Other functions as requested by the Board.

THE RISK MANAGEMENT COMMITTEE

The Risk Management Committee consists of the following directors:

1. Mr. Thirakiati Chirathivat, Chairman
2. Mr. Ek-Rit Boonpiti
3. Mr. Russell Leighton Kekuewa

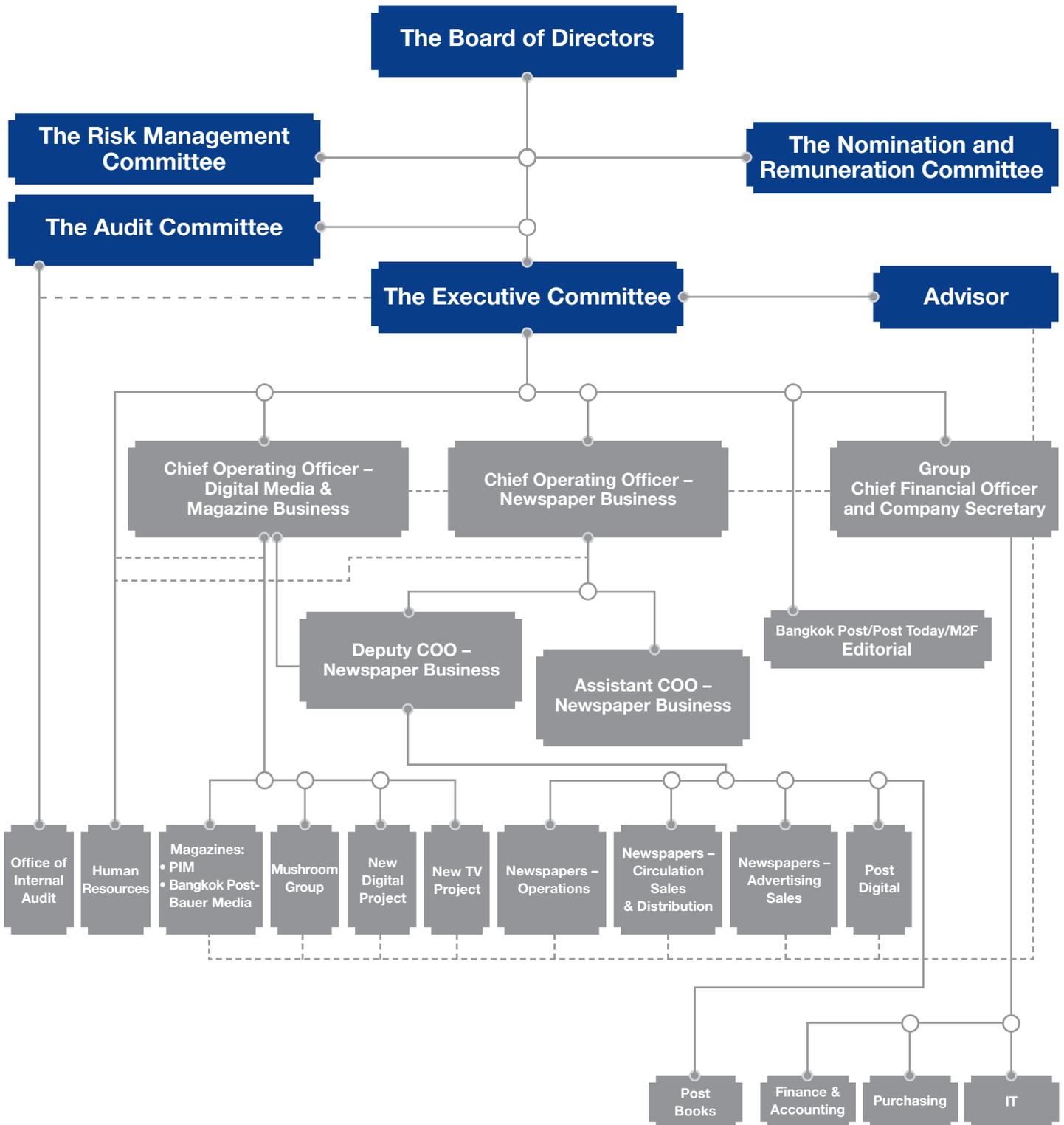
Mrs. Yupaphan Ekasittikul, Company Secretary, serves as the secretary of the committee (resigned on 15 March 2018).

AUTHORITIES OF THE RISK MANAGEMENT COMMITTEE

1. Assessing and presenting the overall risk management policy, framework and acceptable risk levels for review and acceptance by the Board of Directors.
2. Review the policies, strategies and organisational structure relating to the overall management of risks by the organisation.
3. Support the overall operations and activities of the Risk Management Steering Committee.
4. Assess and evaluate the efficiency and effectiveness of the company's risk management activities.
5. Assess potential risks and make recommendations as necessary to the Risk Management Steering Committee and other departments about ways of improving the organisation's overall risk management.

ORGANISATION CHART

BANGKOK POST GROUP



*Approved by The Board of Directors Committee dated 1st February 2017

BOARD OF DIRECTORS

**MR. SUTHIKIATI CHIRATHIVAT**

**Chairman of the Board of Directors and
Chairman of the Executive Committee**

Bangkok Post Director for 36 years
Thai, 75

Shareholding:

121,096,150 shares [24.22%]

Relationship: Father of
Mr. Thirakiati Chirathivat and
Mr. Patsarakorn Chirathivat

Education:

- Honorary Doctor of Arts in Business Administration, College of Asian Scholars
- Honorary Doctor of Arts in Business Administration, Dhurakij Pundit University
- Honorary PhD in Hotel and Tourism Studies, Kasem Bundit University
- Honorary PhD in Mass Communications, Ramkhamhaeng University
- MA Political Science, Ramkhamhaeng University
- BA Political Science, Ramkhamhaeng University
- Diplomas in Mechanical Engineering, South-West Essex Technical College, UK
- National Defence College of Thailand (Joint Public and Private Sectors Class No. 1)

Training:

- Thai Institute of Directors:
- Director Accreditation Program (DAP 68/2008)

Position in other listed companies:

- Chairman of the Board, Central Plaza Hotel Plc.
- Director, Central Pattana Plc.

Position in non-listed companies:

- Vice Chairman of Supervisory Board, Central Group of Companies
- Director, Mushroom Group Co., Ltd.

- Director, Post Holding Co., Ltd.
- Director, Post New Media Co., Ltd.
- Director, Post TV Co., Ltd.
- Director, Post International Media Co., Ltd.
- Director, Bangkok Post-Bauer Media Co., Ltd.
- Director, Post-IM Plus Co., Ltd.
- Since 2008 Honorary Council Member, Ramkhamhaeng University
- Since 2008 President, Alumni Association, Faculty of Political Science, Ramkhamhaeng University

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Royal orders and decorations:

- 7 December 2010 Knight Grand Cross (First Class) of the Most Noble Order of the Crown of Thailand
- 4 December 2015 Knight Grand Cross (First Class) of the Most Exalted Order of the White Elephant

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- The Executive Committee's Meetings: 8/8
- Shareholders' Meeting: 1/1

**MR. CHARTSIRI SOPHONPANICH**

Director

Bangkok Post Director for 26 years
Thai, 58

Shareholding: None

Relationship: None

Education:

- Master's Degree in Management, Sloan School of Management, Massachusetts Institute of Technology, USA
- Master's Degree in Chemical Engineering, Massachusetts Institute of Technology, USA
- Bachelor's Degree in Chemical Engineering, Worcester Polytechnic Institute, USA

Training:

- Thai Institute of Directors:
- Ethical Leadership Program (ELP), Class 1/2015
- Director Accreditation Program (DAP), Class TG/2004
- The Role of the Chairman Program (RCP), Class 2/2001
- Director Certification Program (DCP), Class 3/2000

Position in other listed companies:

- Since 1994: President, Bangkok Bank
- Since 1992: Director, Bangkok Bank

Position in non-listed companies:

- Since 2014: Executive Board of Directors, Electronic Transactions Development Agency (Public Organization)

- Since 2013: Governing Board, National Science and Technology Development Agency
- Since 2010: Director, TRG Management LP
- Since 2010: Director, TRG Allocation LLC
- Since 2009: Chairman, Bangkok Bank (China) Co., Ltd.
- Since 2009: Member of the Board of Trustees, Bangkok University

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- Since 2004-2016: Member of the Board of Trustees, Singapore Management University
- 2010-2014: Chairman, Thai Bankers' Association
- 2003-2009: Director, The Electronic Transactions Commission

Meeting Attendance in 2017:

- The Board of Directors' Meetings: 3/4
- Shareholders' Meeting: 0/1



MR. WORACHAI BHICHARNCHITR

Director, Member of the Executive Committee, and Chairman of the Nomination and Remuneration Committee

Bangkok Post Director for 24 years
Thai, 63

Shareholding:

36,350,960 shares [7.27%]

Relationship: None

Education:

- National Defence College of Thailand, 1998
- Master of Law, New York University, NY, USA, 1979
- Bachelor of Law, Thammasat University, 1976

Position in other listed companies: None

Position in non-listed companies:

- Since 2015: Director, Mushroom Group Co., Ltd.
- Since 2013: Director, Post Holding Co., Ltd.
- Since 2013: Director, Post New Media Co., Ltd.
- Since 2013: Director, Post TV Co., Ltd.
- Since 2011: Director, Bangkok Post-Bauer Media Co., Ltd.
- Since 2008: Director, Post International Media Co., Ltd.
- Since 2008: Director, Post-IM Plus Ltd.
- Since 1989: Managing Director, Vickery & Worachai Ltd.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- The Executive Committee's Meetings: 8/8
- The Nomination and Remuneration Committee's Meetings: 1/1
- Shareholders' Meeting: 1/1



MR. JOHN THOMPSON

Independent Director and Member of the Audit Committee

Bangkok Post Director for 13 years
Thai, 53

Shareholding: None

Relationship: None

Education:

- Bachelor (Honours), London University, England
- Associate Chartered Accountant (ACA), The Institute of Chartered Accountants in England & Wales (ICAEW)

Training:

- Thai Institute of Directors:
- Director Accreditation Program (DAP 57/2006)

Position in other listed companies:

- Since 2016: Independent Director and the Chairman of Hana Microelectronics Public Company Limited

Position in non-listed companies:

- Since 2007: Executive Director, NTAAsset (Thailand) Co., Ltd.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- 2005-2007: Managing Director, TMB Macquarie Securities

Meeting attendance in 2017:

- The Board of Directors' Meetings: 3/4
- The Audit Committee's Meetings: 3/4
- Shareholders' Meeting: 1/1



MR. EK-RIT BOONPITI

Director, Member of the Executive Committee and Member of the Risk Management Committee

Bangkok Post Director for 12 years
Thai, 55

Shareholding: 38,194,380 shares [7.64%]

Relationship: None

Education:

- MS Marketing, Thammasat University, 1994
- B Business (Transport Economics), Royal Melbourne Institute of Technology (RMIT), Australia, 1988

Training:

- Thai Institute of Directors:
- Director Accreditation Program (DAP 66/2007)

Position in other listed companies: None

Position in non-listed companies:

- Since September 2016: Director, Post-IM Plus Co., Ltd.
- Since September 2015: Director, Mushroom Group Co., Ltd.
- Since August 2015: Director, Post TV Co., Ltd.
- Since August 2015: Director, Post New Media Co., Ltd.
- Since August 2015: Director, Post Holding Co., Ltd.
- Since August 2015: Director, Flash News Co., Ltd.
- Since September 2014: Director, Post International Media Co., Ltd.
- Since 2011: Advisor to President, Thai Central Chemical Plc.
- Since 2004: Executive Director and Managing Partner, Crystal Jade Restaurant Co., Ltd., Crystal Jade-My Bread Co., Ltd., Crystal Jade Confectionery Co., Ltd., and Crystal Jade La Mian Xiao Long Bao Co., Ltd.
- Since 1999: Executive Director, MC Broker Co., Ltd.
- Since 1996: Managing Director, Metro Resources Plc.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- 2005-2009: Executive Director and Senior Executive Vice President, Thai Central Chemical Plc.

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- The Executive Committee's Meetings: 8/8
- Shareholders' Meeting: 1/1



MR. SUPAKORN VEJAJIVA

Director

Bangkok Post Director for 12 years
Thai, 50

Shareholding: None

Relationship: None

Education:

- BA in International Relations (Honours), Gonville and Caius College, Cambridge University, England, 1988

Training:

Thai Institute of Directors:

- The Characteristics of Effective Directors
- Director Accreditation Program (DAP 66/2007)

Position in other listed companies:

- Since 2016: Senior Advisor, Sansiri Public Company Limited

Position in non-listed companies:

- Since 2017: Director, Standard International LLC
- Since 2010: Chairman of the Board of Directors, Post News Co., Ltd.
- Since 2007: Director, Flash News Co., Ltd.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Meeting Attendance in 2017:

- The Board of Directors' Meetings: 0/4
- Shareholders' Meeting: 0/1



DR. SIRITAJ ROJANAPRUK

Director

Bangkok Post Director for 4 years
Thai, 72

Shareholding: None

Relationship: None

Education:

- Honorary Doctorate Degree of Arts in Business Administration, Sripatum University, 2016
- Honorary Doctorate Degree in Information Technology Management, King Mongkut's University of Technology North Bangkok, 2006
- Honorary Doctorate Degree in Business Administration, Chiang Rai Rajabhat University, 2005
- Accounting, Assumption Commercial College, 1964

Training:

Thai Institute of Directors:

- Director Accreditation Program (DAP), 2008

Position in other listed companies:

- Since 2007: Chairman, Eternal Energy Plc.

Position in non-listed companies:

- Since 2010: Chairman, SSUT Co., Ltd.
- Since 2009: Chairman, PPTC Co., Ltd.
- Since 2007: Chairman, Hi-Tech Network Co., Ltd.
- Since 2004: Chairman, I-Tower Co., Ltd.
- Since 1995: Director, Excel Link Co., Ltd.
- Since 1992: Chairman, Prida Pramote Co., Ltd.
- Since 1991: CEO, Com-Link Co., Ltd.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- Shareholders' Meeting: 1/1



MR. CHAROON INTACHAN

Independent Director

Bangkok Post Director for 4 years
Thai, 73

Shareholding: None

Relationship: None

Education:

- PhD (Public Administration), Eastern Asia University
- PhD (Public Administration), Western University
- MA (Political Science), Ramkhamhaeng University
- Barrister-at-law, The Thai Bar Association
- Bachelor of Laws, Thammasat University

Training:

Thai Institute of Directors:

- Director Certification Program (DCP 176/2013)
- Training Course of Capital Market Academy (DMA 13)
- Top Executive Program in Commerce and Trade (TEPCoT 4)

Position in other listed companies: None

Position in non-listed companies:

- Since 2016: Honorary Member, Suratthani Rajabhat University Council
- Since 2015: Council of State

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- 2014-September 2015: Constitution Drafting Committee, The Secretariat of the House of Representatives
- 2013-May 2014: President of the Constitutional Court
- 28 May 2008: Justice of the Constitutional Court
- 3 March 2006: Justice of the Supreme Administration Court
- 1 October 2003: Justice of the Supreme Court

Meeting attendance in 2017:

- The Board of Directors' Meetings: 3/4
- Shareholders' Meeting: 1/1



MR. WUTISAK LAPCHAROENSAP

Independent Director

Bangkok Post Director for 4 years
Thai, 68

Shareholding: None

Relationship: None

Education:

- Master of Arts (Political Science), University of Chicago, USA, 1979
- Bachelor's Degree in Political Science, Hons., Chulalongkorn University, 1971

Training:

Thai Institute of Directors:

- Director Accreditation Program (DAP 80/2009)
- Director Certification Program (DCP 126/2009)

Position in other listed companies:

- Chairman, Chayo Group Plc.

Position in non-listed companies:

- Since 2014: Member of the National Legislative Assembly
- Since 2012-2014: National Education Council, Ministry of Education
- Since 2011-2015: President, Ramkhamhaeng University
- Since 2016: President, Ramkhamhaeng University

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- 2010-2011: Board of Dhanarak Asset Development Co., Ltd., Ministry of Finance
- 2009-2014: Independent Director, Chairman of Corporate Governance Committee and Member of Nomination Committee, Airports of Thailand Plc.
- 2009-2011: Chairman of the Executive Committee of Bangkok Market Office, Bangkok Metropolitan Administration (BMA)
- 2008-2009: Chairman of the Board of Thai Post Co., Ltd.
- 2005-2011: Dean, Faculty of Political Science, Ramkhamhaeng University
- 2004-2009: Ramkhamhaeng University Council
- 2003-2012: Chairman of the Master of Arts Program in Political Science (Political Management Curriculum), Ramkhamhaeng University
- 1998-2012: Chairman of the Executive Program of Master of Arts in Political Science, Ramkhamhaeng University

Meeting attendance in 2017:

- The Board of Directors' Meetings: 2/4
- Shareholders' Meeting: 0/1



MR. NATDANAI INDRASUKHSRI

Independent Director, Member of the Audit Committee and Member of the Nomination and Remuneration Committee (Chairman of the Audit Committee from 16 March 2018)

Bangkok Post Director for 4 years
Thai, 63

Shareholding: None

Relationship: None

Education:

- MBA, Southern New Hampshire University, USA 1978
- Bachelor of Economics, Franklin Pierce College, USA 1976

Training:

Thai Institute of Directors:

- Advanced Audit Committee Program (AAP 16/2014)
- Director Certification Program (DCP 92/2007)

Position in other listed companies:

- Since 2017: Independent Director, Chairman of the Audit Committee, Thiton Holding Public Company Limited

Position in non-listed companies:

- Since 2003: Director, Siam City Insurance Plc.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- 2003-December 2014: Managing Director, Siam City Insurance Plc.
- 2003-September 2014: Director, Road Accident Victims Protection Co., Ltd.
- 2010-2011: Director, Executive Director, Thai Credit Guarantee Corporation
- 2006-2010: Director and Executive Director, T.I.I. Co., Ltd. (Thailand Insurance Institute)

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- The Audit Committee's Meetings: 4/4
- The Nomination and Remuneration Committee Meeting: 1/1
- Shareholders' Meeting: 1/1



MR. THIRAKIATI CHIRATHIVAT

Director, Member of the Executive Committee, and Chairman of the Risk Management Committee

Bangkok Post Director for 2 year
Thai, 48

Shareholding:

3,339,755 shares [0.66%]

Relationship: Son of Mr. Suthikiati Chirathivat

Education:

- Master of Science in Hotel Management, Johnson and Wales University, USA
- Bachelor of Business Administration, Assumption University, Thailand
- Politics and Governance in Democratic Systems for Executives Program 15, King Prajadhipok's Institute, 2011
- Institute of Security Psychology Program 99, National Defence Studies Institute, 2006

Training:

Thai Institute of Directors:

- Director Accreditation Program (DAP 129/2016)

Position in other listed companies:

- 2002-present: Vice President Procurement, Central Plaza Hotel Public Company Limited
- 1998-2002: Group Marketing Manager, Central Plaza Hotel Public Company Limited
- 1996-1998: Sales Executive, Central Plaza Hotel Public Company Limited

Position in non-listed companies:

- Since 2016: Director, Post International Media Co., Ltd.
- Since 2016: Director, Mushroom Group Co., Ltd.
- Since 2016: Director, Post Holding Co., Ltd.
- Since 2016: Director, Post New Media Co., Ltd.
- Since 2016: Director, Post TV Co., Ltd.
- Since 2016: Director, Post-IM Plus Co., Ltd.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- The Executive Committee's Meetings: 8/8
- Shareholders' Meeting: 1/1

MR. RUSSELL LEIGHTON KEKUEWA

Independent Director and Member of the Risk Management Committee

Bangkok Post Director for 1 year
American, 63

Shareholding: None

Relationship: None

Education:

- Master of Science, Industrial Engineering and Engineering Management, Stanford University, USA
- Bachelor of Science, Civil Engineering, University of the Pacific, USA

Training:

Thai Institute of Directors:

- Director Certification Program (DCP 196/2014)

Position in other listed companies:

- Independent Director, Indorama Ventures Public Company Limited

Position in non-listed companies:

- Independent Director, Boutique Corporation Public Company Limited

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- Shareholders' Meeting: 1/1

DR. RONNACHIT MAHATTANAPREUT

Financial and Accounting Advisor to Executive Board

Thai, 62

Shareholding: None

Relationship: None

Education:

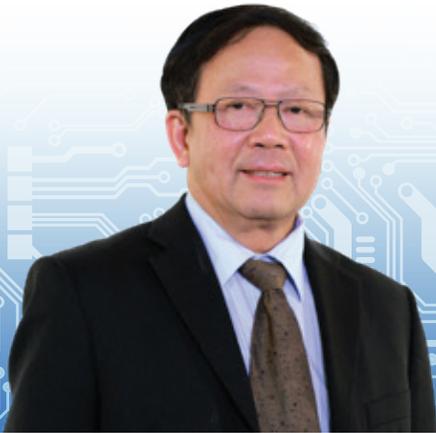
- Doctor of Management (Business Administration), Suan Dusit Rajabhat University, 2008
- Master in Business Administration, Thammasat University, 1985
- Bachelor in Accounting, Thammasat University, 1976

Training:

- Director Certification Program (DCP) 20/2002
- Audit Committee Program (ACP) 30/2010
- TLCA Executive Development Program (EDP) 5/2010
- Corporate Governance for Capital Market Intermediaries (CGI) 6/2015

Career:

- Since February 1999, Chief Financial Officer (CFO), Central Plaza Hotel Plc.
- 1994-January 1999, Corporate Finance Director, Prasit Patana Plc.
- 1989-1994, Area Group Controller, Central Plaza Hotel Plc.



DR. SIRI GANJARERNDÉE

Independent Director, Chairman of the Audit Committee, and Member of the Nomination and Remuneration Committee

(resigned on 27 February 2018)

Bangkok Post Director for 19 years
Thai, 69

Shareholding: None

Relationship: None

Education:

- PhD in Monetary Economics, Econometrics & Operations Research, Monash University, Australia
- Master of Economics (Economic Statistics and Monetary Economics), University of Sydney, Australia
- Bachelor of Economics (Honours) Economic Statistics, University of Sydney, Australia

Training:

- Certificate of Audit Committee Program (ACP), Class of 6/2005, Thai Institute of Directors Association
- Certificate of Director Certification Program (DCP), Class of 60/2005, Thai Institute of Directors Association
- Certificate of Director Accreditation Program (DAP), Class of 4/2003, Thai Institute of Directors Association
- Certificate of Executive Program, Capital Market Academy, Class of 5/2007
- Certificate of Advanced Management Program, Class 113/1995, Harvard Business School

Position in other listed companies:

- May 2017-present: Acting Chairman, Chairman, Bangkok Life Assurance Public Company Limited
- December 2016: Chairman, Chairman of the Executive Committee, Chairman of the Investment Committee, Bangkok Life Assurance Public Company Limited
- 2015-present: Member of the Risk Management Committee, Raimon Land Public Company Limited

- 2013-present: Member of the Investment Committee, Bangkok Life Assurance Public Company Limited
- 2010-present: Chairman of the Nominating and Remuneration Committee, Bangkok Life Assurance Public Company Limited
- 2003-Dec 2016: Executive Director, Bangkok Life Assurance Public Company Limited
- 1999-present: Independent Director, Bangkok Life Assurance Public Company Limited
- 2014-present: Chairman of the Audit Committee, Raimon Land Public Company Limited
- 2014-present: Member of the Audit Committee, Samitivaj Public Company Limited
- 2004-present: Member of the Audit Committee, Member of Nominating and Remuneration Committee and Corporate Governance Committee, Indorama Ventures Public Company Limited
- 2000-present: Chairman of the Audit Committee, and Member of Nominating and Remuneration Committee, Bangkok Post Plc.

Position in non-listed companies:

- Since 2016: Chairman, Chairman of the Compensation and Nomination Committee, TRIS Rating Co., Ltd.
- Since 2003: Director, Member of Audit Committee, Remuneration Committee, and Chairman of the Nomination Committee), TRIS Corporation Co., Ltd.

Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest): None

Career:

- Since 2012: Member of the Public Sector Development Sub-Commission in Public Finance and Budgeting System Improvement, Office of the Public Sector Development Commission
- Since 2003: Member of the subcommittee for agreement drafting and evaluating state enterprises, State Enterprise Policy Office, Ministry of Finance
- 2005-2014: Vice Chairman of the Executive Board, Prasit Patana Plc.
- 2011-2014: Supervisory Committee for Risk Management, Bank of Thailand
- 2009-2014: The Bank of Thailand Board and Monetary Policy Committee, Bank of Thailand
- 2007-2012: Member of Board of Directors, Audit Committee, Nomination Committee & Compensation Committee, Thoresen Thai Agencies Plc.
- 2008-2009: Financial Institutions Policy Committee, Bank of Thailand

Meeting attendance in 2017:

- The Board of Directors' Meetings: 4/4
- The Audit Committee's Meetings: 4/4
- The Nomination and Remuneration Committee's Meetings: 1/1
- Shareholders' Meeting: 1/1

EXECUTIVE MANAGEMENT

**MR. PATSARAKORN
CHIRATHIVAT**

Director and Member of the Executive Committee of Post International Media Group Company Limited

Thai, 32

Shareholding: 3,000,000 shares [0.60%]

Relationship: Son of Mr. Suthikiati Chirativat

Education:

- Master of Business Administration, Sasin Graduate Institute of Business Administration, 2015
- Bachelor of Science in Economics, Northeastern University, Boston, USA, 2010

Career:

- Since June 2017: Director and Member of the Executive Committee of Post International Media Group Company Limited
- Since February 2016: Chief Operating Officer – Digital Media & Magazine Business, Bangkok Post Plc.

**MR. CHOKDEE
WISANSING**

Chief Operating Officer – Newspaper Business/Digital Media and Magazine Business

Thai, 52

Shareholding: None

Relationship: None

Education:

- Bachelor of Commerce (1st Class Honours), Lincoln University, New Zealand, 2002
- Graduate Certificate in Commerce, Lincoln University, New Zealand, 2001
- Bachelor of Arts (Economics), Thammasat University, 1986
- Primary and Secondary Education, Assumption College, 1981

Training:

- Professional Coach Certification Program#14, Thailand Coaching Institute, 2016
- Certificate, Hospitality Management Programme, Cornell-National University, Singapore, 1997

Career:

- Since 2017: Chief Operating Officer – Newspaper, Digital Media and Magazine Business, Bangkok Post Plc.
- 2016-2017: Independent Director and Audit Committee Member, Eastern Printing Public Company Limited
- 2014-2016: Chief Operating Officer – Food Business Group, Evolution Capital Public Company Limited
- 2011-2014: Chief Operations Officer – KFC, Yum Restaurants International (Thailand) Co., Ltd.
- 2004-2011: Senior Vice President Operations – Food, Central Restaurants Group Co., Ltd.
- 1993-2004: Various management and executive positions – Centara Hotels & Resorts

**MS. YUPAPHAN
EKASITTIKUL**

Group Chief Financial Officer and Company Secretary

(resigned on 15 March 2018)

Thai, 51

Shareholding: None

Relationship: None

Education:

- Master in Accounting, Thammasat University, 1994
- Higher Certification in Auditing, Thammasat University, 1991
- Bachelor of Accounting, 2nd Honour, Thammasat University, 1990

Training:

- Director Accreditation Program (DAP) 96/2012
- Company Secretary Program (CSP) 53/2013
- Board Reporting Program (BRP) 12/2013

Career:

- Since January 2016: Chief Financial Officer, Bangkok Post Plc.
- 2010-2015: Deputy Managing Director – Support Departments, Erawan Sugar Group which is a subsidiary of TOA Group
- 2010-2013: Vice President, Finance and Accounting Department, TOA Paint (Thailand) Co., Ltd.



MR. NHA-KRAN LOAHAVILAI

**Deputy Chief Operating Officer
Newspaper Business of
Post Group**

Thai, 52

Shareholding: None

Relationship: None

Education:

- MS Computer Science, Rangsit University, 1997
- BA Journalism, Chulalongkorn University, 1985

Training:

- Thailand Energy Academy: TEA 3, 2013
- Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives Program 16, 2013
- Advanced Retail Management Program 12, 2013
- OIC Advanced Insurance Institute Program 2, 2012
- Top Executive Program in Commerce and Trade: TEPCoT2, 2009
- Capital Market Academy 7, 2008

Career:

- Since 2016: Deputy Chief Operating Officer Newspaper Business of Post Group, Bangkok Post Plc.
- 2013-2016: Deputy Editor in Chief of Post Group, Bangkok Post Plc. (The Post Publishing Plc.)
- 2006-2013: Editor – PostToday, Bangkok Post Plc. (The Post Publishing Plc.)
- 2011-2012: Editor – M2F, Bangkok Post Plc. (The Post Publishing Plc.)



MR. CHIRATAS NIVATPUMIN

**Assistant Chief Operating Officer
Newspaper Business**

Thai, 48

Shareholding: None

Relationship: None

Education:

- BA English, University of California, Los Angeles, USA, 1992

Career:

- Since 2016 Assistant Chief Operating Officer Newspaper Business, Bangkok Post Plc.
- 2010-2016 Managing Editor, Bangkok Post, Bangkok Post Plc. (The Post Publishing Plc.)
- 2002-2010 Business Editor, Bangkok Post, Bangkok Post Plc. (The Post Publishing Plc.)
- 1996-2002 Finance Editor, Bangkok Post, Bangkok Post Plc. (The Post Publishing Plc.)
- 1995-1996 Deputy Business Editor, Bangkok Post, Bangkok Post Plc. (The Post Publishing Plc.)



MR. UMESH N. PANDEY

Editor – Bangkok Post

Thai, 45

Shareholding: 1,000 (Common Share)

Relationship: None

Education:

- BA Finance, Bentley University, Massachusetts, USA, 1995

Career:

- Since August 2016: Editor – Bangkok Post, Bangkok Post Plc.
- 2005-July 2016: Asia Focus Editor – Bangkok Post, Bangkok Post Plc. (The Post Publishing Plc.)



MR. MONTRI PUSHATRIRAT

Editor – M2F

Thai, 58

Shareholding: None

Relationship: None

Education:

- Diploma Economics, College of Commerce, 1983

Career:

- Since 2012: Editor – M2F, Bangkok Post Plc.
- 2011-2012: Deputy Editor – M2F, Bangkok Post Plc. (The Post Publishing Plc.)
- 2008-2011: Assistant News Editor – Post Today, Bangkok Post Plc. (The Post Publishing Plc.)



MR. WUT NONTARIT

Editor – Post Today

Thai, 50

Shareholding: None

Relationship: None

Education:

- BA Communication Arts, Bangkok University, 1991

Training:

- Political Leadership in the New Era Program 4, King Prajadhipok's Institute, 2007
- Mini MBA Program, Faculty of Commerce and Accountancy, Chulalongkorn University, 2009
- Mass Communication under Financial Globalization Program, Faculty of Commerce and Accountancy, Chulalongkorn University, 2009
- OIC Advanced Insurance Institute Program 5, 2015
- Executive Relations Development Program 13, Royal Thai Navy, 2016

Career:

- Since 2016: Editor – Post Today, Bangkok Post Plc.
- 2011-2016: News Editor & Assistant Editor – Post Today, Bangkok Post Plc. (The Post Publishing Plc.)
- 2010-2011: News Director – Post News Co., Ltd.
- 2006-2010: Political News Editor – Post Today, Bangkok Post Plc. (The Post Publishing Plc.)
- 2003-2006: Chief Reporter (Political News Desk) – Post Today, Bangkok Post Plc. (The Post Publishing Plc.)
- 1994-2003: Reporter – Bangkok Post, Bangkok Post Plc. (The Post Publishing Plc.)



MR. WITTANU CHUMSUWAN

Executive Vice President – Human Resources

Thai, 57

Shareholding: None

Relationship: None

Education:

- Mini MBA – HR Management, Chulalongkorn University, 1999
- Bachelor of Laws, Ramkhamhaeng University, 1989

Training:

- Human Resources Management
- HR Operations / HR Innovation
- Labor Law, Tax & Benefit Law, Environment and Safety Law, Hotel Law
- Total Quality Management/Training Development Division
- Leadership Skills
- Train The Trainer
- Risk Management

Career:

- 2012-2017 Director of Human Resources, Centara Grand Beach Resort & Villas Hua Hin
- 2010-2012 Group HR Director, Maikhao Dream, Phuket and Khaolak
- 2004-2010 HR and Training Manager, The Racha, Phuket
- 1996-2004 Asst. Human Resources Manager, Dusit Thani Hotel, Bangkok



MS. PATARIKA JUTTIJUDATA

Internal Audit Director

Thai, 46

Shareholding: None

Relationship: None

Education:

- Certified Internal Auditor (CIA), USA, 2005
- Master of Science in Business Concentrate in Finance, Wichita State University, Kansas, USA, 1996
- Bachelor of Accounting, Chulalongkorn University, 1993

Training:

- Post Mini MBA 2011 Program, Faculty of Commerce and Accountancy, Chulalongkorn University

Career:

- 2006-Present: Office of Internal Audit, Bangkok Post Plc.



MR. TAWATCHAI CHAORATTANA

IT Director

Thai, 63

Shareholding: None

Relationship: None

Education:

- BA Faculty of Commerce and Accountancy (Cost Accounting), Chulalongkorn University, 1979
- MBA School of Business Administration, Business Computer Information Systems, University of North Texas, USA, 1983

Career:

- Since 2016: IT Director, Bangkok Post Plc.
- 2011-2015: IT Consultant
- 1997-2014: CIS and Planning Director of Central Restaurants Group

POST INTERNATIONAL MEDIA CO., LTD. MANAGEMENT



**MS. POOMCHIT
BALANKURA**
General Manager

**MS. THATHATHAI
THAMPRAPAS**
General Manager

MUSHROOM GROUP CO., LTD. MANAGEMENT



**MR. AKARAT
NITIBHON**
Chief Executive Officer

**M.L. PORYOT
KALYANAVONGS**
Chief Operations Officer

BOARD OF DIRECTORS AND MANAGEMENT NOMINATION AND SELECTION

The Articles of Association of the Company state that the directors of the Company shall be elected at the Shareholders' Meeting in accordance with the following rules and procedures:

1. Each shareholder shall have one vote for each share for which the shareholder is the registered holder.
2. A shareholder or proxy may vote only for as many persons as there are vacancies on the Board of Directors to be filled. A shareholder or proxy may not cast more than one vote for any person in respect of each share that the shareholder holds or that their proxy represents, and may not allot any portion of their votes to other persons.
3. After the vote, the candidates shall be ranked in descending order from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied in such a way as the number of directors is exceeded, lots shall be drawn to fill the remaining appointments.

At each Annual General Meeting, one-third of the directors, or if the number is not a multiple of three, then the number closest to one-third, must retire from office. The directors who have been longest in office shall retire. A retiring director is eligible for re-election.

Any vacancy occurring in the Board of Directors otherwise than by completion of a vacating director's term of office shall be filled by resolution of the Board of Directors, unless the remaining period of the vacating director's term of office is less than two months. The resolution of the Board of Directors to such effect shall be adopted by the affirmative votes of at least three-fourths of the remaining directors. However, in the event that the number of vacancies in the Board of Directors is such that the number of remaining directors does not constitute a

quorum, the remaining directors may act on behalf of the Board of Directors only to summon a General Meeting solely for the purpose of electing replacement directors. The said General Meeting must be held within one month from the date on which the number of vacancies resulted in the number of remaining directors being less than a quorum. Any person appointed or elected as a replacement director shall retain his or her office only during such time as the vacating director was entitled to retain the same.

The Nomination and Remuneration Committee has responsibilities to make recommendations to the Board of Directors in relation to the selection process for independent directors and nomination of independent directors.

The Company shall facilitate shareholders who hold shares and have the right to vote amounting to not less than 5 percent of the total number of the voting rights of the Company and who provide evidence of such shareholding to the Company in the form of copies of share certificates, a confirmation letter issued by a securities brokerage company, Thailand Securities Depository Company Limited or The Stock Exchange of Thailand, and identification papers such as copy of identification card or passport, and all necessary corporate documents to nominate candidates who have appropriate qualifications and do not possess any characteristics prohibited for directors of the Company. Full details of the procedure are posted on the Company's website.

Except for the positions of President, Chief Operating Officer of the Company and Bangkok Post Editor, where the Board of Directors must approve the appointments, the Executive Committee is authorised to approve the appointment of senior members of Management and fix their remuneration and employment terms.

INDEPENDENT DIRECTOR NOMINATION AND SELECTION

The Company does not use a stricter definition of “independent director” than the minimum qualification specified by the Office of the Securities and Exchange Commission, Thailand. An independent director should have the following qualifications:

1. Holding not more than one per cent of the total voting shares of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person, including shares held by related persons.
2. Neither taking nor having taken part in management, or being an employee, staff member, advisor receiving a regular salary, or controlling person of the Company, a subsidiary, an affiliate, other associate company, a major shareholder, or a controlling person in the past two years unless the foregoing relationship has ended not less than two years.
3. Not being a close relative by birth or by legal registration as a parent, a spouse, a brother or sister, a son or daughter, of management, a major shareholder, a controlling person, or a person nominated as management or a controlling person of the Company and a subsidiary.
4. Neither being nor having been involved in a business relationship with the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person in such a way that will obstruct his independent judgment including not being a shareholder holding 10 per cent or more or a controlling person of the person who has a business relationship with the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person unless the foregoing relationship has ended not less than two years.
5. Neither being nor having been an external auditor of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person of the Company and not being a shareholder holding 10 per cent or more or a partner in an audit office of an external auditor of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person in the past two years.
6. Neither being nor having been a provider of professional service such as legal or financial services and receiving a professional fee of more than two million baht per year from the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person and not being a shareholder holding 10 per cent or more or a partner such a provider of professional service in the past two years.
7. Not being a director representing another director of the Company, a major shareholder, or a shareholder related to a major shareholder.
8. Not being in a business substantially the same and compete with the Company, or a subsidiary, or not being a principal partner in a business partnership or being a director involving in management, employee, staff member, advisor receiving a regular salary, or holds of shares with voting right more than one per cent of total number of voting right of other company that engages in a business substantially the same and compete with the Company and a subsidiary.
9. Be able to express an independent opinion with respect to the operation of the Company.

A business relationship includes a normal cause of business transaction, a rent or lease of property, a transaction related to assets, service, providing or receiving financial support such as borrowing, lending, guarantee, or assignment resulting in the Company or other party being in debt obligation of more than three per cent of net tangible assets of the Company or twenty million baht, whichever is lower. The Calculation of debt obligation shall be in accordance with the calculation of value of related party transaction specified by the Capital Market Supervisory Board’s Announcement of Related Party Transaction including debt obligation one year prior to the date that business relationship starts.

After an appointment, an independent director may be assigned by the Board of Directors to make collective decisions with respect to the operation of the Company, a subsidiary, an affiliate, other associate company, a major shareholder, or a controlling person of the Company.

It is the responsibility of the Nomination and Remuneration Committee to make recommendations to the Board of Directors in relation to the appropriate number and qualification of independent directors, the process by which they are selected and nomination of independent directors to the Board of Directors.

ATTENDANCE RECORD YEAR 2017

Name	Board of Directors	Executive Committee	Audit Committee	Nomination and Remuneration Committee
1. Mr. Suthikiati Chirathivat Chairman of the Board of Directors and Chairman of the Executive Committee	4/4	8/8		
2. Mr. Charoon Intachan Independent Director	3/4			
3. Mr. John Thompson Independent Director & Member of the Audit Committee	3/4		3/4	
4. Mr. Chartsiri Sophonpanich Director	3/4			
5. Mr. Natdanai Indrasukhsri* Independent Director, Member of the Audit Committee and Member of the Nomination and Remuneration Committee	4/4		4/4	1/1
6. Mr. Worachai Bhicharnchitr Director, Member of the Executive Committee and Chairman of the Nomination and Remuneration Committee	4/4	8/8		1/1
7. Mr. Wutisak Lapcharoensap Independent Director	2/4			
8. Dr. Siri Ganjarerndee** Independent Director, Chairman of the Audit Committee & Member of the Nomination and Remuneration Committee	4/4		4/4	1/1
9. Dr. Siritaj Rojanapruk Director	4/4			
10. Mr. Ek-Rit Boonpiti Director, Member of the Executive Committee and Member of the Risk Management Committee	4/4	8/8		
11. Mr. Supakorn Vejjajiva Director	0/4			
12. Mr. Thirakiati Chirathivat Director, Member of the Executive Committee, and Chairman of the Risk Management Committee	4/4	8/8		
13. Mr. Russell Leighton Kekuewa Independent Director and Member of the Risk Management Committee	4/4			

REMARKS:

- Mr. Suthikiati Chirathivat, Mr. Ek-Rit Boonpiti, Mr. Supakorn Vejjajiva, and Mr. Russell Leighton Kekuewa were reelected as directors at the 2017 Annual General Meeting of Shareholders on 27th April 2017.
- Mr. Russell Leighton Kekuewa was appointed as director at the 2017 Annual General Meeting of Shareholders on 27th April 2017.

* Mr. Natdanai Indrasukhsri became Chairman of the Audit Committee on 16 March 2018.

** Dr. Siri Ganjarerndee resigned as Chairman of the Audit Committee on 27 February 2018.

CORPORATE MANAGEMENT

REMUNERATION FOR DIRECTORS AND EXECUTIVES

a) Cash compensation for directors in 2017

Name	Position	Director's Fee (Bht '000)
1. Mr. Suthikiati Chirathivat	Chairman of the Board of Directors and Chairman of the Executive Committee	836
2. Mr. Charoon Intachan	Independent Director	367
3. Mr. John Thompson	Independent Director and Member of the Audit Committee	522
4. Mr. Chartsiri Sophonpanich	Director	367
5. Mr. Natdanai Indrasukhsri*	Independent Director, Member of the Audit Committee and Member of the Nomination and Remuneration Committee	580
6. Mr. Worachai Bhicharnchitr	Director, Member of the Executive Committee and Chairman of the Nomination and Remuneration Committee	752
7. Mr. Wutisak Lapcharoensap	Independent Director	348
8. Dr. Siri Ganjarerndee**	Independent Director, Chairman of the Audit Committee & Member of the Nomination and Remuneration Committee	679
9. Dr. Siritaj Rojanapruk	Director	386
10. Mr. Ek-Rit Boonpiti	Director, Member of the Executive Committee and Member of the Risk Management Committee	734
11. Mr. Supakorn Vejjajiva	Director	309
12. Mr. Thirakiati Chirathivat	Director, Member of the Executive Committee and Chairman of the Risk Management Committee	734
13. Mr. Russell Leighton Kekuewa	Independent Director and Member of the Risk Management Committee	386
		7,000

b) Compensation is paid executives in 2017 = Baht 23,722,855 million

c) Other compensation of executives in 2017, such as contributions to the provident fund = Baht 1,322,902 million

REMARKS:

* Mr. Natdanai Indrasukhsri became Chairman of the Audit Committee on 16 March 2018.

** Dr. Siri Ganjarerndee resigned as Chairman of the Audit Committee on 27 February 2018.

GOOD CORPORATE GOVERNANCE

The Company tries to practice the principles of good corporate governance as described in the Principles of Good Corporate Governance for Listed Companies 2006, published by The Stock Exchange of Thailand. In the latest edition, new principles have been added to bring it in line with the 2004 Principles of Corporate Governance of the Organisation for Economic Cooperation and Development.

1. RIGHTS OF SHAREHOLDERS

The Company provided shareholders with advance information on the date, time, venue, and all agenda items of the Annual General Meeting of Shareholders, including election of directors and complete support data. The Notice of Meeting and support data were sent to shareholders at least seven days prior to the date of the meeting. The Company facilitated all shareholders including institutional investors to attend shareholders' meetings. Proxy Form A and B were provided with the Notice of Meeting. Custodians for institutional investors could download Proxy Form C from the Company's website.

At the 2017 Annual General Meeting of Shareholders, there were directors who were due to retire by rotation and directors who offered themselves for reelection, which the Company sent their details including experience and of persons that the Meeting deemed appropriate to reelect as directors to shareholders together with the Notice of Meeting. The Company posted the Notice of Meeting and support data on its website for shareholders to study prior to the distribution of the Notice of Meeting.

The Company facilitated shareholders' participation and voting in the meeting. The timing of the meeting was during office hours. The meeting took place at the Bangkok Post Building and sufficient parking space was provided for shareholders and their proxies who attended the meeting. The Bangkok Post Building is easily accessible from the MRT Queen Sirikit National Convention Center station. Shareholders who could not attend the meeting or could not appoint a proxy had the option of appointing an independent director to attend the meeting as their proxy. The Company also provided a duty stamp to affix onto the proxy forms.

At the 2017 Annual General Meeting of Shareholders, Mr. Suthikiat Chirathivat, Chairman of the Board of Directors chaired the Meeting. He allocated appropriate time for discussion and encouraged shareholders to express their opinions and ask questions about each agenda item. A half number of the Board of Directors attended the meeting, including Chairman of the Executive Committee, and Chairman of the Nomination and Remuneration Committee.

2. EQUITABLE TREATMENT OF SHAREHOLDERS

The Company facilitates shareholders who wish to propose additional appropriate agenda items to the Annual General Meeting of Shareholders and nominate candidates who have appropriate qualifications to be directors of the Company prior to each Annual General Meeting of Shareholders that shall normally be held in April. A shareholder or a group of shareholders who wishes to propose any appropriate additional agenda item for the Annual General Meeting of Shareholders and/or to nominate candidates who have appropriate qualifications to be directors of the Company, must possess

the following qualifications:

- Hold shares and have the right to vote amounting to not less than 5 per cent of the total number of the voting rights of the Company.
- Provide evidence of the said holding of shares to the Company, including copies of share certificates and confirmation letters issued by a securities brokerage company, Thailand Securities Depository Company Limited, and The Stock Exchange of Thailand.
- Provide such identification papers as copies of identification card, passport, and all necessary corporate documents.

A qualified shareholder may submit a proposal for an additional agenda item for the Annual General Meeting of Shareholders and/or a proposal to nominate a candidate to be a director of the Company, together with a resume of the candidate nominated for director of the Company, as the case may be, to the Company Secretary within a specific deadline in order to allow the Company, relevant sub-committees of the Board and the Board of Directors sufficient time to review and evaluate all proposals and to proceed with the necessary procedures of the Annual General Meeting of Shareholders.

The Company encourages the use of proxy forms on which shareholders are able to specify their vote. The Company provides shareholders with a list of proxies under the Announcement of the Business Development Department, Ministry of Commerce. Shareholders may appoint an independent director as their proxy. The election of directors utilises a process in which shareholders are able to vote for an individual nominee.

The Company provides voting cards for each agenda item. For transparency and future reference, the Company collects voting cards for disapprovals and abstentions.

The Company presents reports of shareholdings by directors, management, and independent auditors of the Company to each meeting of the Board of Directors for acknowledgement.

3. ROLE OF STAKEHOLDERS

The Company promotes cooperation among stakeholders to ensure the Company's financial stability and sustainability. Stakeholders include but are not limited to shareholders, readers, advertisers, employees, agents, lenders, and corporate social responsibility.

SHAREHOLDERS

The Company operates to ensure reasonable profits and dividends to shareholders in the long-run. Certain profits will be maintained within the Company to repay bank loans and to finance future investments. The rest will be distributed to shareholders as dividends.

READERS

Since its establishment in 1946, the Bangkok Post has become one of Asia's leading English-language dailies because of the trust and respect it has earned from its readers. This is the result of adhering to a longstanding tradition of reporting the news and analysis in an accurate, fair, and balanced manner. This tradition has become our editorial code of conduct that extends to our other publications, namely S Weekly, Post Today, and recently M2F.

The Company regularly conducts readership surveys to find out the preferences of our readers so that we can adjust our design and content to make our newspapers and magazines more attractive to them.

The Company is also committed to providing value-added benefits for our readers and subscribers to marketing activities.

ADVERTISERS

The Company continues to make improvements in its printing facilities and thus the final quality of the newspapers and advertisements in the newspapers. Events were planned throughout the year so that advertisers would be able to meet directly with our readers and customers. A reorganisation of the editorial departments ensured that we could expand to delivery of our content of news and information through multimedia channels. These also allow us to serve our advertisers in both print media and non-print media via radio, television, and electronic media.

EMPLOYEES

The executives recognise the vital role of the employees in the success of the company. Decent and professional personnel are valued as great assets of the company. It is well-understood that the group as a whole will continue to succeed in its business endeavours both domestically and internationally, and stand prepared for constantly-evolving social, technological, communications and economic circumstances, so long as each individual employee is fully responsible and committed to their duties while preserving moral integrity, holding true to business ethics, and fostering unity. Mindful of all these driving forces, and with an eye to maintaining sustainable success and excellent performance, the company continuously researches and analyses ever-changing trends and adapts and mobilises its business development strategies accordingly.

The Company performs staff performance evaluation annually and staff are rewarded and promoted accordingly.

The Company delegates the Audit Committee to review the Company's procedures for handling allegations of possible wrongdoing, for example arrangements for Company staff to raise concerns about possible improprieties in matters of financial reporting, controls or any other matter in confidence. The Audit Committee also ensures that arrangements are in place for independent investigation, follow-up action and proper reports.

AGENTS

One of the most important channels for distribution of our newspapers is newsstand sales. We continue to expand our agents in Bangkok and other provinces to increase our circulation base and sales of our newspapers. Reasonable commissions and credit terms are offered to our agents, and our staff is in continuous contact with newsstand and agents to increase publication sales and reduce returns.

LENDERS

The Company maintains business relationships with several commercial banks. Their services to us include both short-term and long-term lending, issuance of guarantees and letters of credit especially for purchase of newsprint from overseas. We maintain our reasonable level of total borrowing, a reasonable mixture of short-term and long-term borrowing. All loans are on clean basis, and loan conditions are monitored and strictly followed.

Our Society and Corporate Social Responsibility Activities

The Company, subsidiaries, and The Bangkok Post Foundation have continued their activities in various educational programmes and will be pursuing our main objective of ensuring that needy gain continual support.

4. DISCLOSURES AND TRANSPARENCY

In addition to disclosing annual filings, annual reports and other information as specified in relevant regulations through The Stock Exchange of Thailand, the Company discloses information, both in Thai and English, via other channels, including the Company's website. For example, the Company has already posted its annual reports, financial statements and annual registration statements (form 56-1) on its website. The Company also posts procedures for shareholders or groups of shareholders who wish to propose any appropriate additional agenda item for the Annual General Meeting of Shareholders and/or to nominate candidates who have appropriate qualifications to be directors of the Company on the Company's website and encourages shareholders to fully exercise their rights.

The Company discloses the roles and responsibilities of the Board of Directors and its various sub-committees in the annual report under Structure of the Board of Directors. The Company also discloses the number of meetings attended by each director in the annual report under Attendance Record.

The Annual General Meetings of Shareholders approved in advance to pay remuneration for the year to directors on a lump-sum basis and empowered the Board of Directors to consider the allocation of such remuneration to each director as it deems fit. The Company disclosed the remuneration of each director in its annual report under Remuneration for Directors and Executives.

5. RESPONSIBILITIES OF THE BOARD

5.1 Board Structure

The Company had fourteen directors and five directors qualified as independent directors. Every year, one-third of the directors must retire from office at the Annual General Meeting of Shareholders. The directors who have been longest in office shall retire. A retiring director is eligible for re-election. The Company does not use stricter definition of independent directors than the minimum qualification specified by the Office of the Securities and Exchange Commission and The Stock Exchange of Thailand. An independent director should have the following qualifications: not hold more than 1 per cent of total outstanding shares of the Company; not be an executive, employee or advisor who receives compensation from the Company; not have any family relationship with an executive, employee or advisor who receives compensation from the Company; and not have any material business relationship with the Company that might compromise the independent director's ability to express an independent opinion.

The Company discloses sufficient information about directors, including type of director, education and work experience, in the Annual Report under the heading, Board of Directors.

The Company separates the roles and responsibilities of the Chairman of the Board of Directors and Chief Operating Officer in order to achieve a balance of power. The Board of Directors has appointed an independent director as the Chairman of the Board of Directors. To ensure independence of each

subcommittee of the Board of Directors, the Chairman of the Board of Directors does not serve as either chairman or a member of any committee of the Board of Directors

The Company's Company Secretary serves the Board of Directors in areas of providing legal advice, taking care of Board of Directors' activities, and monitoring compliance with Board of Directors' resolutions.

5.2 Sub-Committees of the Board of Directors

In addition to the Audit Committee required by The Stock Exchange of Thailand's listing rules, the Company, in compliance with the practice of good corporate governance, has established a Nomination and Remuneration Committee, which is authorised to review, evaluate and make recommendations to the Board of Directors in relation to:

- The process for reviewing and evaluating the performance of the Board and members of the Board
- The appropriate number and qualifications of independent directors, the selection process for independent directors and nomination of independent directors to the Board
- Remuneration and incentive policies for the Board and subcommittees of the Board
- Professional indemnity and liability insurance for members of the Board and senior executives
- The succession plan and selection process for the Chief Operating Officer and senior executives that shall be performed by the Executive Committee or the Chief Operating Officer, as the case may be.
- The process for evaluation of the Chief Operating Officer and senior executives that shall be performed by the Executive Committee or the Chief Operating Officer, as the case may be.
- Remuneration and incentive policies for the Chief Operating Officer and senior executives that shall be implemented by the Executive Committee or the Chief Operating Officer, as the case may be.

To ensure that it performs its duties transparently and independently, the Committee consists of two independent directors and one non-executive director. In order to ensure independence of the Nomination and Remuneration Committee, the Chairman of the Board of Directors does not serve either as the Chairman or as a member of the Nomination and Remuneration Committee.

5.3 Roles and Responsibilities of the Board of Directors

The Board of Directors has responsibilities to manage the operation of the Company in accordance with the Articles of Association of the Company and resolutions of Shareholders' Meetings. The Board of Directors reviews and approves key business matters and monitors implementation by the management to ensure efficiency and effectiveness. The Board of Directors has a Code of Conduct in place so that all management and staff understand the business ethics standards of the Company.

5.4 Board Meetings

Meetings of the Board of Directors, the Executive Committee, and the Audit Committee are set in advance each year and each director is notified of the schedules so that directors can manage their time to attend the meetings.

Primarily, the Board of Directors meets every three months and the Executive Committee meets every month except in the month in which the Board of Directors holds its meeting, so that the Board of Directors can monitor management performance continuously and promptly.

The Chairman of the Executive Committee and Chief Operating Officer ensure that the agenda for meetings of the Board of Directors include all key issues. Each director is free to propose issues to the meetings.

The Company sends the Notice of Meeting and relevant documents to each director seven days in advance of the meeting date. Additional documents may be distributed during the meeting.

The Company allocates an appropriate meeting time for the management to make a complete presentation and for comprehensive discussion by the directors. The Board of Directors encourages the Chief Operating Officer to invite the Management to attend the Board of Directors' meetings to present issues in which they are directly responsible. This gives the Board of Directors the chance to get to know senior managers better so that they are better prepared for succession planning.

The Company provides up-to-date contact information for each director, including telephone number and email address, so that all directors have access to necessary information via the Chief Operating Officer or the Company Secretary, and non-executive directors are able to conveniently contact each other directly.

5.5 Board Self-assessment

The Audit Committee has conducted a self-assessment. The Board of Directors has not conducted a self-assessment.

5.6 Remuneration

The Annual General Meeting of Shareholders approves remuneration for the Board of Directors on a lump-sum basis and empowers the Board of Directors to consider the allocation to each director as it deems fit. The Company disclosed the remuneration of each individual director in its annual report under Remuneration for Directors and Executives.

The Chief Operating Officer approves the remuneration of the management, and the Executive Committee approves remuneration of the Chief Operating Officer. The remuneration is in accordance with the annual budget approved by the Board of Directors. Remuneration is in the form of salary and bonus and corresponds to the Company's performance and the performance appraisals of the Chief Operating Officer and each senior manager.

5.7 The Board of Directors and Management Training

The Company encourages training for directors, management and staff. Training may be in-house or arranged at other institutions.

The Company arranged seminars for management and staff. A director and management also participated in Advanced Audit Committee Programme which was organised by Thai Institute of directors association.

The Management and the Company Secretary provides to new directors all necessary documents and useful introductory information concerning the Company.

The Company does not have a succession plan. However, the Chief Operating Officer encourages executive development and prepares training and development programmes for management and staff on a regular basis.

INTERNAL CONTROL AND INTERNAL AUDIT

The Bangkok Post PLC consistently values internal controls and places importance on the establishment of internal control system that is comprehensive, as well as adequate and suitable for transparent and efficient operations of its own and subsidiaries. As laid down in the Company's Audit Committee Charter, the Audit Committee discharges its duties and responsibilities within its authority delegated from the Board of Directors. The Audit Committee Charter is in accordance with the Audit Committee Best Practices and Good Corporate Governance Guidelines set out by the Stock Exchange of Thailand and related laws and regulations.

The Audit Committee determines the adequacy and appropriateness of the Company's internal control systems in close consultation with the Office of Internal Audit and independent external auditor, so as to ensure that the Company's financial reporting is reliable and that the business operations are efficient and in accordance with relevant laws, regulations and related policies. The Executives are invited to attend Audit Committee meeting to provide information as well as discuss the recommendations. When the Audit Committee finds material deficiencies and makes recommendations, it reports to the Board of Directors to ensure prompt corrective actions.

The Office of Internal Audit is an independent unit which directly reports to the Audit Committee. It is responsible for assuring and providing consultation, as well as performing the internal audit of various processes of the Company and the subsidiaries for the purpose that business processes are properly equipped with corporate governance, risk management, and appropriate internal controls. The observations and recommendations are reported to the Audit Committee and the Executives. The Internal Audit services are in conformity with the Internal Audit Charter and the Internal Audit Professional Practices Framework, which includes the Code of Ethics and International Standards for the Professional Practices of Internal Auditing.

To promote the effectiveness of the internal control, the Office of Internal Audit supports employees in all levels, from staff to management to gain knowledge, better understanding, and good attitude toward the usefulness of internal control and internal audit activities. All personnel in operation units need

to realize their important roles in efficient operations with ethics and proper controls. The mutual understanding will lead to better internal control awareness and ethical working environment.

In the part of performing the Internal Audit function, the Office of Internal Audit plans the assignments according to business strategic directions and risk-based prioritization, also taking into account the management's concerns. In performing its duties, Internal Audit applies a systematic and disciplined approach to reviewing, evaluating, and improving the effectiveness of the governance, risk management, and internal control. Audit reports are presented to the management and parties concerned. The Office of Internal Audit monitors and follows up the corrective actions from its recommendations and regularly reports to the Audit Committee and the executive management for acknowledgement and further guidance.

In the year 2017, the Office of Internal Audit performed auditing, provided recommendations, and reported to the executive management. The assignments were such as the review of spare part process, the review of event process, and the review of internal control system of a subsidiary. The tasks performed led to improvement of various functions e.g. the access control to spare part room and control process to monitor advertising bundled to event sponsorship. The recommendations were well received by the related parties and subsequently proposed to the Audit Committee and the executive management for consideration. In addition, the revised Anti-Fraud and Whistle Blowing Policy for Bangkok Post Group was approved by the Board of Directors at the meeting on 15 May 2017. All staff in management level were required to sign for policy acknowledgement.

The continuous improvement of professional and business competence for internal auditors is important to maintain the quality of the internal audit services. The Company gives full support to the adequate development and continuous conduct of training for internal auditors to be well equipped with knowledge, competence and expertise in internal auditing, as well as other skills needed by encouraging them to attend appropriate training courses and seminars of professional internal auditor.

INVESTOR INFORMATION

MAJOR SHAREHOLDERS

The top ten major shareholders of Bangkok Post Public Company Limited as of 5 February 2018 are as follows:

Name	Number of Shares	Percentage
1. Mr. Suthikiati Chirathivat	121,096,150	24.22
2. Com-Link Company Limited	56,000,000	11.20
3. Bangkok Bank Public Company Limited	43,463,480	8.69
4. Mr. Ek-Rit Boonpiti	38,194,380	7.64
5. Mr. Worachai Bhicharnchitr	36,350,960	7.27
6. Mr. Thirayuth Chirathivat	21,245,255	4.25
7. Mrs. Suchittra Mongkolkiti	20,100,860	4.02
8. Vacharaphol Company Limited	13,911,790	2.78
9. Mrs. Nijaporn Charanajit	11,866,420	2.37
10. Mrs. Arunee Chan	8,672,590	1.73

Source: Thailand Securities Depository Company Limited

PAYMENT OF DIVIDEND POLICY

Bangkok Post Public Company Limited is to maintain approximately 60% of its net profits for the payment of dividends each year. The fluctuation of payments will depend on capital spending commitment and liquidity of the company's cash flows.

INSIDE INFORMATION USAGE CONTROL

The Company presented reports of shareholdings submitted to them by directors, management, and independent auditors of the Company to each Meeting of the Board of Directors for acknowledgement.

RISK FACTORS

Risk factors that are significant for the Company are namely:

1. RISKS FROM THE ADVERTISING INDUSTRY

The Company's main source of revenue is advertising but its cost structure is largely fixed. The Company's performance therefore depends on the advertising business. If the economy has a tendency to grow, more budget will be spent on advertising through various channels. On the other hand, if the economy slows down, advertising will decrease as well. To cushion the effects of such uncertainty, the Company has laid out strategies and policies to create more advertising spaces in other media, besides print media, while maintaining its competitiveness and strictly managing expenses accordingly.

2. RISKS FROM CHANGES IN TECHNOLOGY AND CONSUMER BEHAVIOUR

Technological development in broadcasting and wireless and digital technology enables dissemination of information through more media channels.

Consumers have many more choices for receiving information and news. This affects the Company's print media sales and prompts it to continuously develop more media channels for information dissemination apart from print, its core business, so that both consumers and advertisers have more options.

To maintain its market share, the Company has published new magazines which better meet the needs of its audience and select target groups, and created new advertising methods for value-added products and services.

3. RAW MATERIALS SHORTAGE AND PRICE FLUCTUATION

The Company's business is essentially publishing, for which newsprint is the most essential raw material. Newsprint prices vary depending on supply and demand in the world market. The Company follows a careful purchasing plan and maintains a reasonable stock to reduce risk of raw material shortage.

The Company also has a strict policy of controlling paper and production usage and cost in order to minimise waste. Cost control policies also include optimising distribution management to minimise returns of publications.

4. INTEREST RATE RISK

Interest rate risk derived from fluctuations in the money market will affect the Company's operating results and cash flow. The Company's exposure to interest rate risk relates primarily to deposits with financial institutes, loans to subsidiary and associate companies, short-term loans from banks and long-term borrowings. However the interest rate risk is minimal since interest rates on deposits and loans fluctuate following the current market rates or are fixed at or similar to the current market rates.

5. CREDIT RISK

The Company is exposed to credit risk primarily with respect to trade accounts receivable and loans to subsidiary and associate companies. The Company manages the risk by adopting appropriate credit control and credit terms; and therefore do not expect to incur material financial losses, except for the amount provided by an allowance for doubtful debts. In addition, the Company has a diversified customer base, with a lot of trade accounts spread across many fields of businesses.

6. RISKS FROM NOT RECEIVING RETURNS FROM INVESTMENT

The Company has invested in subsidiary and associate companies. Therefore, there is some risk that investment returns may not be received from any such investment as per the set target. In order to reduce such risk, the Company closely follows up the performance of its subsidiary and associate companies. It also analyses and compares the results of its investments with the set target and reports its findings to Management and the Board as scheduled. In so doing, any necessary improvements or amendments can be made in good time.

7. RISKS FROM NATURAL CATASTROPHES AND POLITICAL UNREST

Thailand has experienced its heaviest flooding and political unrest for several consecutive years. These events adversely affected advertising revenues of all our media, including print, radio, television and online. If these events occur again in the future, it is unavoidable that businesses will cut back their advertising spending drastically, resulting in a sharp drop in our advertising revenues.

8. RISKS FROM DEVELOPING AND KEEPING EXPERIENCED AND CAPABLE PERSONNEL

Human resources are a main factor in producing quality content. The company has invested in developing its personnel to have more knowledge and higher skills. However, due to economic expansion and growing media, it is increasingly challenging to retain experienced and capable personnel.

OBLIGATIONS IN ISSUING NEW SHARES

None.

OUTSTANDING DEBENTURE OR BILL OF EXCHANGE

None.

RELATED PARTY TRANSACTIONS

DURING THE YEARS, THE COMPANY AND ITS SUBSIDIARIES HAVE HAD SIGNIFICANT BUSINESS TRANSACTIONS WITH RELATED PARTIES. SUCH TRANSACTIONS ARISING IN THE ORDINARY COURSE OF BUSINESS AND WHICH WERE CONCLUDED ON COMMERCIAL TERMS AND BASES AGREED UPON BETWEEN THE COMPANY AND THOSE RELATED PARTIES. THE TRANSFER PRICING POLICY IS BASED ON MARKET PRICE OR BY COMPARISON WITH OTHER BUSINESSES CONDUCTING SIMILAR TRANSACTIONS. DETAILS ARE AS SHOWN BELOW:

1. POST INTERNATIONAL MEDIA CO., LTD.

Nature of Business:	Publishing, distribution and advertising of magazines “Elle”, “Elle Men”, “Elle Decoration”, “Science Illustrated”, “Cycling Plus”, “Forbes” “Marie Claire” and “Mumraisin”
Relationship:	The Company holds 100 per cent of Post International Media’s shares.
Transaction:	Sale of magazines to the Company worth Baht 21.2 million. Interest paid Baht 2.4 million for loan from the Company worth Baht 61.0 million. Management fee and rental of office space from the Company plus other related charge worth Baht 15.6 million.
Transfer Pricing Policy:	Fixed rate for interest on loan and market price for the others

2. POST-IM PLUS CO., LTD.

Nature of Business:	Publishing and distribution of magazine
Relationship:	The Company directly holds 49 per cent of Post-IM Plus’s shares and Post International Media holds the other 51 per cent.
Transaction:	None
Transfer Pricing Policy:	None
Status:	Ceased operation

3. POST NEWS CO., LTD.

Nature of Business:	Production of television programming
Relationship:	The Company holds 51 per cent of Post News’s shares.
Transaction:	Interest paid Baht 0.4 million for loan from the Company worth Baht 6.1 million.
Transfer Pricing Policy:	Fixed rate for interest on loan
Status:	Under liquidation

4. BANGKOK POST-BAUER MEDIA CO., LTD. (POST-ACP CO., LTD.)

Nature of Business:	Publishing, distribution and advertising of CLEO magazine
Relationship:	Post International Media holds 70 per cent of Bangkok Post-Bauer Media’s shares.
Transaction:	Sale of magazines to the Company worth Baht 7.0 million. Management fee, rental of office space from the Company plus other related charge worth Baht 3.7 million.
Transfer Pricing Policy:	Market price

5. FLASH NEWS CO., LTD.

Nature of Business:	Production of radio programming.
Relationship:	The Company holds 40 per cent of Flash News’s shares.
Transaction:	None
Transfer Pricing Policy:	None
Status:	Ceased operation

6. POST TV CO., LTD.

Nature of Business:	Production of television content and programmes, and rental of studio space
Relationship:	Post Holding Co., Ltd. holds 100 per cent of Post TV’s shares.
Transaction:	Rental of office space from the Company plus other related charge worth Baht 3.7 million. Interest paid Baht 17.0 million for loan from the Company worth Baht 340.4 million.
Transfer Pricing Policy:	Fixed rate for interest on loan and market price for the others.

7. POST HOLDING CO., LTD.

Nature of Business:	Investment
Relationship:	Post New Media Co., Ltd. holds 100 per cent of Post Holding’s shares.
Transaction:	None
Transfer Pricing Policy:	None

8. POST NEW MEDIA CO., LTD.

Nature of Business:	Investment
Relationship:	The Company holds 100 per cent of Post New Media’s shares.
Transaction:	None
Transfer Pricing Policy:	None

9. MUSHROOM GROUP CO., LTD.

Nature of Business:	Production of television content and programmes
Relationship:	The Company holds 51 per cent of Mushroom Television’s shares.
Transaction:	None
Transfer Pricing Policy:	Market price

STATEMENT OF THE AUDIT COMMITTEE

**To: The Shareholders of
Bangkok Post Public Company Limited.**

The Audit Committee of Bangkok Post Public Company Limited comprises three committee members who are independent directors, namely Dr. Siri Ganjarerndee, Mr. John Thompson and Mr. Natdanai Indrasukhsri.

The Audit Committee performed its duties as empowered by the Board of Directors in accordance with the requirements of the Stock Exchange of Thailand, the Principles of Good Corporate Governance and relevant laws and regulations. These include the reviews of annual and interim financial statements, internal control procedures and possible conflict of interests. It also recommends the appointment and fees of the external auditors.

The Committee reviewed the Financial Statements for the year 2017, based on the information provided to the Committee, the preparation of the related statements complies in all material respects with the Generally Accepted Accounting Principles and the regulatory requirements.

The Audit Committee has considered the report of connected transactions incurred in 2017. The process of determining fairness of prices and condition prior entering to those transactions were articulated by the management and the management confirmed that all these connected transactions were fair and made in accordance with normal of marketing practices.

The Committee, therefore, recommends that the Board of Directors present the Consolidated and Company Financial Statements for the year ended 31 December 2017 to the Shareholders for their approval.

The Committee, in collaboration with both the internal auditors and external auditors, reviewed the efficiency and adequacy of the Company's internal controls as well as compliance with respect to the relevant laws and regulations. In the Committee's opinion, overall controls were generally appropriate for the current business environment. There has been no noncompliance that could have a material effect on the Financial Statements.

In overseeing Office of Internal Audit, the Committee considers and approves the Internal Audit Plan, as well as gives recommendations on the Internal Audit activities, when and where appropriate. Progress in the implementation of recommendations of Office of Internal Audit is being monitored on a regular basis. The Committee also promoted the proficiency, the effectiveness and the quality of internal audit services by giving appropriate advices. The Company supports internal auditors to have appropriate development and training courses.

The Committee reports to and discusses its activities with the Board in the quarterly Board of Directors meeting.

In the year 2017, the Committee and Office of Internal Audit gained full co-operation from the Management as well as full access to information relevant to the Company's operation necessary for them to effectively discharge their duties as laid down in the Audit Committee Charter.

According to the satisfactory past performance of the external auditors concerned, the Committee recommended that the Board proposes to the Shareholders that Mrs. Saifon Inkaew, Certified Public Accountant Registration No. 4434, and/or Mrs. Poonnard Paochareon, Certified Public Accountant Registration No. 5238, and/or Mrs. Sumalee Reewarabandith Certified Public Accountant Registration No. 3970; all of EY Office Limited, be appointed as the Company's auditors for the year 2018. The Committee also considered the proposed audit fee for the year 2018, taking into account the market rate along with the workload and the costs of providing services for the coming year, the proposed audit fee as detailed in the Annual General Meeting of the Shareholders is deemed reasonable.

During the year 2017, the Committee held four official meetings to review the quarterly and annual financial statements and discuss matters arising with the Management. In addition, in May the Committee also held a private meeting with the external auditors, without the management team being present.

Attendance Record of the Audit Committee Members for the year 2017 is as follows:

MEETING	DATE	1	2	3	4	TOTAL	%
		16 FEB	12 MAY	7 AUG	6 NOV		
ATTENDANT							
Dr. Siri Ganjarerndee		1	1	1	1	4	100
Mr. John Thompson		-	1	1	1	3	75
Mr. Natdanai Indrasukhsri		1	1	1	1	4	100


(Mr. Natdanai Indrasukhsri)
The Audit Committee Chairman
16 March 2018

STATEMENT OF RESPONSIBILITIES OF THE BOARD OF DIRECTORS ON FINANCIAL STATEMENTS

The Board of Directors is responsible for the preparation of the financial statements of the Company, and the consolidated financial statements of the Company and its subsidiaries, and for having them audited by the independent auditor prior to submission to the Annual General Meeting of Shareholders.

The Board of Directors supports the practice of good corporate governance within the Company to increase efficiency, transparency and credibility. The Audit Committee was established as a sub-committee of the Board of

Directors. Its primary responsibilities are to review the financial reporting, internal control and internal audit functions. The Audit Committee's report on these matters is published in the Company's annual report.

It is the opinion of the Board of Directors that the Company's internal controls are adequate for its business and operation and that the financial statements for the year-ended 31 December 2017 are fairly presented with adequate disclosure in accordance with generally accepted accounting principles.

MANAGEMENT DISCUSSION, ANALYSIS, AND OPERATING RESULTS

OVERALL PICTURE

The table below shows advertising expenditure in all media from 2013 to 2017

MEDIA	2013 (million baht)	2014 (million baht)	2015 (million baht)	2016 (million baht)	2017 (million baht)
TV	69,249	63,775	57,526	47,121	40,967
Cable TV	–	6,546	6,055	3,495	2,912
Digital TV	–	12,726	20,930	20,933	21,906
Newspaper	19,243	16,276	15,042	11,743	7,707
Cinema	5,369	4,352	5,134	5,445	6,816
Radio	6,321	5,610	5,675	5,262	4,476
Magazines	5,706	4,857	4,231	2,928	1,976
Outdoor	4,167	3,989	4,265	5,665	6,389
Transit	3,529	3,813	4,478	5,311	5,880
In-Store	2,656	1,970	639	700	946
Digital	4,248	6,115	8,084	9,477	12,000
Total	120,488	130,029	132,059	118,080	111,975

(Source: Nielsen Thailand)

In 2017, the country was still experiencing an economic slowdown, especially in the first and second quarters. Consumers slowed the growth in their spending as they lacked confidence in economic recovery, thereby having a big impact. Following the passing of Phra Bat Somdet Phra Paramintra Maha Bhumibol Adulyadej Mahitalathibet Ramathibodi Chakkrinaruebodin

Sayamminthratirat Borommanatthabopit, the government declared a mourning period and asked for cooperation from the private and public sectors to refrain from organising entertainment events. As such, overall there was a slowdown in spending in various areas, affecting the overall image of the Company in 2017.

SALES

Consolidated sales and service income decreased 26.34 per cent from 1,803.56 million baht in 2016 to 1,328.54 million baht in 2017.

Revenue for newspaper sales decreased by 14.87 per cent. Revenue for advertising in newspapers was down 30.62 per cent. Revenue for advertising in magazines was down 30.26 per cent. Sales of magazines decreased by 28.51 per cent. However, revenue from television business increased by 6.2 per cent. In September 2015, the Company invested in Mushroom Television Company Limited which produces content and television programmes.

COSTS AND EXPENSES

Consolidated costs of sales and services decreased 22.72 per cent from 1,496.24 million baht in 2016 to 1,156.32 million baht in 2017. Expenditure for sales decreased 17.20 per cent, from 241.40 million baht to 199.86 million baht.

Administrative expenditures decreased by 15.65 per cent from 268.55 million baht in 2016 to 226.51 million baht in 2017. Loss from impairment of equipment and intangible assets was 3.08 million baht and loss from impairment of goodwill was 62.03 million baht. In 2017, financial expenses decreased 2.04 per cent, from 57.30 million baht to 56.13 million baht, as the Company decreased long-term loans by repayment. The company restructured to optimise performance and raw material cost control which helped lower production costs, including sales and administration expenses. Other expenses were controlled appropriately.

OPERATING RESULTS

Consolidated loss attributable to equity holders of the Company for 2017 was (358.83) million baht, or (0.72) baht per share, compared to a consolidated loss attributable to equity holders of the Company for 2016 of (215.39) million baht or (0.43) baht per share.

In terms of total comprehensive income for 2017, consolidated net loss was (371.18) million baht compared to a consolidated net loss for 2016 of (212.79) million baht.

PROFITABILITY

Earnings (loss) before interest, tax, depreciation, amortisation, provision and share of profit from investment, (EBITDA) decreased 220.20 per cent, or 134.10 million baht, from 60.90 million baht in 2016 to (73.20) million baht in 2017.

The percentage of consolidated loss attributable to equity holders of the Company from consolidated sales and service income in 2017 was (27.00) per cent, compared to (11.95) per cent for the same period in the previous year.

The return on assets in 2017 was (16.44) per cent, compared to (8.43) per cent for the same period in the previous year. The return on equity was (89.39) per cent in 2017, compared to (27.88) per cent in 2016.

TRADE RECEIVABLES AND INVENTORIES

Total trade receivables before allowances for doubtful accounts and sales returns decreased 19.56 per cent, from 468.31 million baht in 2016 (25.96 per cent of sales) to 376.75 million baht in 2017 (28.41 per cent of sales).

In 2017, trade receivables not yet due of 175.29 million baht was 50.48 per cent of the total trade receivables, compared to 200.46 million baht, or 46.44 per cent of the total trade receivables in 2016.

In 2017, trade receivables passed due up to 3 months of 76.30 million baht was 21.97 per cent of the total trade receivables, compared to 183.47 million baht or 42.50 per cent of the total trade receivables in 2016. Trade receivables passed due from 3 to 6 months of 83.95 million baht was 24.16 per cent of the total trade receivables, compared to 27.31 million baht or 6.32 per cent of the total trade receivables in 2016.

In 2017, trade receivables passed due from 6 to 12 months of 17.21 million baht was 4.95 per cent of the total trade receivables, compared to 27.93 million baht or 6.47 per cent of the total trade receivables in 2016. Trade receivable passed due over 12 months of 23.99 million baht was 6.90 per cent of the total trade receivable, compared to 29.15 million baht or 6.75 per cent of the total trade receivables in 2016.

The majority of the Company's top 50 clients were government agencies and advertising agencies. The company believed that current provisions was sufficient and that the trade receivables net of current provisions would be collectable in the future.

Inventories net of allowance to reduce cost to net realisable value increased from 54.32 million baht at the end of 2016 to 69.88 million baht at the end of 2017. The Company believed that raw materials were in a good and usable condition and could be utilised in producing newspapers and books for sale in the future. The Company also believed that the allowance to reduce cost of inventories to net realisable value was adequate.

LIQUIDITY

Total borrowing from banks increased by 57.38 million baht, from 1,163.50 million baht at the end of 2016 to 1,220.88 million baht at the end of 2017. Long-term loans decreased by 90.66 million baht, from 467.63 million baht at the end of 2016 to 376.97 million baht at the end of 2017. Bank overdrafts and short-term loans increased 148.05 million baht from 695.87 million baht at the end of 2016 to 843.92 million baht at the end of 2017.

The decrease in selling and administrative expenses to sales helped enable the Company to repay loans to financial institutions amounting to 467.73 million baht in 2016 and 376.97 million baht in 2017, a decrease of 19.39 per cent

The debt to equity ratio was 4.44 times in 2017. However, if impairment losses on equipment and intangible assets of the subsidiaries and loss on impairment of goodwill are not included, the debt to equity ratio was 3.83 compared to 2.18 in 2016.

The Company was allowed by the lender to maintain the financial ratio at a rate higher than that prescribed in the loan agreement in respect of the 2017 financial statements. In addition, the company had been permitted to extend the repayment term on its long-term loans until 2022. The company mortgaged its land with structure as additional collateral to the lender in December 2017.

There was no dividend payment in 2016 or 2017.

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Bangkok Post Public Company Limited and its subsidiaries
(Formerly known as "The Post Publishing Public Company Limited")

OPINION

I have audited the accompanying consolidated financial statements of Bangkok Post Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2017, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Bangkok Post Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Bangkok Post Public Company Limited and its subsidiaries and of Bangkok Post Public Company Limited as at 31 December 2017, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

BASIS FOR OPINION

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report. I am independent of the Group in accordance with the Code of Ethics for Professional Accountants as issued by the Federation of Accounting Professions as relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

I draw attention to the matter as described in Note 1.2 to the financial statements. The Group has operating loss and as at 31 December 2017 the Group's current liabilities exceeded current assets. However, during the year, the Group has proceeded in accordance with the plan to remedy the situation. In addition, financial institution agreed to waive compliance with certain covenants in loan agreements and as at 31 December 2017 the Group still had net assets. The management believe that the Group will be able to continue as a going concern and the financial statements have therefore been prepared under the going concern basis. The Group is in the process to execute the changes in its strategic plan and improve its future operations. These events indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern. My opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, key audit matters and how audit procedures respond for each matter are described below.

REVENUE RECOGNITION

The Company has many sources of revenues; e.g. sales of publication, advertising revenue, event revenue and commercial printing revenue and there are a variety of conditions in agreements with customers, such as sales promotions and discounts. As a result, conditions to recognise revenue are different for each source of revenues. This will affect amount and timing of revenue recognition.

I have examined the revenue recognition of the Company using significant audit procedures as follow:

- Assessing and testing the Company's IT system and its internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls, and with special consideration given to expanding the scope of the testing of the internal controls which respond to the above risks.
- Applying a sampling method to select sales and service agreements to assess whether revenue recognition was consistent with the conditions of the relevant agreement, and whether it was in compliance with the Company's policy.
- On a sampling basis, examining supporting documents for actual sales transactions occurring during the year and near the end of the accounting period.
- Sending accounts receivable confirmations at the period-end.
- Reviewing credit notes that the Company issued after the accounting period.
- Performing analytical procedures on disaggregated data to detect possible irregularities in sales transactions throughout the period, particularly for accounting entries made through journal vouchers.

GOODWILL

As at 31 December 2017, the Company recorded goodwill from business combination amounted Baht 94 million as discussed in Note 15 to the financial statements. The assessment of impairment of goodwill is a significant accounting estimate requiring management to exercise a high degree of judgment in identifying the cash generating units, estimating the cash inflows that are expected to be generated from that group of assets in the future. In addition, the important assumptions used to estimate cash flow were an appropriate discount rate and long-term growth rate. This will affect the appropriate values of goodwill.

I have examined the goodwill using significant audit procedures as follow:

- Assessing the identification of cash generating units and the financial models selected by management by inquiring the management and gaining an understanding of the management's decision-making process and assessing whether the decisions made were consistent with how assets are utilised.
- Testing the significant assumptions in preparing estimates of the cash flows expected to be realized from the assets, through comparison those assumptions with information from both internal and external sources.
- Comparing past cash flow projections to actual operating results in order to evaluate the exercise of management judgment in estimating the cash flow projections.
- Evaluating the discount rate applied by management through analysis of the weighted average costs of the Company and of the industry.
- Testing the calculation of the realisable values of the assets using the selected financial model and considering the impact of changes in key assumptions on those realisable values, especially changes in the discount rate and long-term revenue growth rates.
- Reviewing the disclosures made with respect to the impairment assessment for goodwill as well as sensitivity of the impact of changes in key assumptions to the cash flow projections.

DEFERRED TAX ASSETS

As at 31 December 2017, the Group recorded deferred tax assets from temporary differences and taxable losses amounted Baht 59 million. The Group has disclosed its accounting policy and details relating to deferred tax in Notes 4.1 and Notes 25 to the financial statements. A deferred tax asset is recognized when it is highly probable that the Group's taxable profit will be sufficient to allow utilization of the temporary differences in the future. Determining whether there will be sufficient future taxable profit to utilise temporary differences or taxable losses requires significant management judgment with respect to preparation of estimated projections of future taxable profit. Therefore, there is a risk with respect to the amount of deferred tax assets.

I have examined the deferred tax assets using significant audit procedures as follow:

- Gaining an understanding of controls over the preparation of the estimates of future taxable profit for the purpose of recognizing deferred tax assets by making enquire of the Company's responsible personnel.
- Performing tests of controls over the preparation and approval of the estimates of future taxable profits to ensure that they effectively operate.
- Assessing the reasonableness of estimates by reviewing the information and key economic assumptions that might affect the projected revenue growth and gross profit margin such as economic growth rates, interest rates, and consumer spending.
- Testing the calculation of the estimates based on those assumptions and relevant information.
- Comparing past profit projections with actual taxable profits to assess the exercise of management judgment in estimating taxable profits
- Reviewing the disclosure of information regarding temporary differences and unused tax losses for which deferred tax assets are not recognized.

OTHER INFORMATION

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

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

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

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

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

In preparing the financial statements, management is responsible for assessing the Group'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 management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

My objectives are to obtain reasonable assurance about whether the 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 Thai Standards on Auditing 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 financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the 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's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's 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'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 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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 those charged with governance 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 those charged with governance 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 those charged with governance, I determine those matters that were of most significance in the audit of the 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.

I am responsible for the audit resulting in this independent auditor's report.

Saifon Inkaew

Certified Public Accountant (Thailand) No. 4434
EY Office Limited
Bangkok: 28 February 2018

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2017

(Unit: Baht)

	Consolidated financial statements		Separate financial statements		
	Note	As at 31 December 2017	As at 31 December 2016	As at 31 December 2017	As at 31 December 2016
Assets					
Current assets					
Cash and cash equivalents	6	12,090,693	69,571,330	8,508,857	47,045,579
Trade and other receivables	7, 8	394,091,736	475,737,813	217,297,473	304,248,347
Inventories	9	69,876,804	54,320,328	44,535,040	51,986,505
Short-term loans to related parties	7	–	–	69,451,299	82,751,310
Corporate income tax deducted at source		74,133,599	75,679,362	40,074,651	50,471,658
Other current assets		40,500,631	47,300,782	16,528,962	18,540,690
Total current assets		590,693,463	722,609,615	396,396,282	555,044,089
Non-current assets					
Restricted bank deposits		–	10,375,019	–	–
Investments in subsidiaries	10	–	–	206,473,450	279,582,450
Investment in joint ventures	11	16,807,534	23,057,796	–	–
Investment in associate	12	–	–	–	–
Other long-term investment	13	–	–	–	–
Property, plant and equipment	14	1,339,846,823	1,424,140,687	1,321,995,446	1,408,062,258
Goodwill	15	94,850,812	156,880,812	–	–
Other intangible assets	16	114,084,550	144,562,994	62,563,364	82,963,082
Deferred tax assets	25	59,320,595	89,037,760	44,037,866	71,529,449
Other non-current assets		7,175,206	6,208,833	743,691	1,271,321
Total non-current assets		1,632,085,520	1,854,263,901	1,635,813,817	1,843,408,560
Total assets		2,222,778,983	2,576,873,516	2,032,210,099	2,398,452,649

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

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 DECEMBER 2017

(Unit: Baht)

	Consolidated financial statements		Separate financial statements		
	Note	As at 31 December 2017	As at 31 December 2016	As at 31 December 2017	As at 31 December 2016
Liabilities and shareholders' equity					
Current liabilities					
Bank overdrafts and short-term loans from financial institutions	17	843,920,578	695,869,095	815,108,157	695,869,095
Trade and other payables	7, 18	242,383,914	265,479,328	148,426,464	198,023,535
Short-term loans from non-controlling interests of the subsidiary	19	5,880,000	5,880,000	–	–
Current portion of long-term loans	20	12,500,000	192,332,400	10,000,000	192,332,400
Unearned subscription fee		51,599,081	59,985,887	44,476,550	50,752,241
Other current liabilities		56,582,116	65,714,609	33,033,587	47,151,047
Total current liabilities		1,212,865,689	1,285,261,319	1,051,044,758	1,184,128,318
Non-current liabilities					
Long-term loans, net of current portion	20	364,467,400	275,301,100	357,467,400	275,301,100
Deferred tax liabilities	25	151,663,895	154,750,644	144,344,859	144,344,859
Provision for long-term employee benefits	21	85,063,533	81,660,299	78,936,579	77,557,802
Total non-current liabilities		601,194,828	511,712,043	580,748,838	497,203,761
Total liabilities		1,814,060,517	1,796,973,362	1,631,793,596	1,681,332,079
Shareholders' equity					
Share capital					
Registered					
505,000,000 ordinary shares of Baht 1 each		505,000,000	505,000,000	505,000,000	505,000,000
Issued and fully paid up					
500,000,000 ordinary shares of Baht 1 each		500,000,000	500,000,000	500,000,000	500,000,000
Retained earnings					
Appropriated - statutory reserve	22	50,500,000	50,500,000	50,500,000	50,500,000
Unappropriated		(771,893,199)	(407,245,669)	(727,462,931)	(410,758,864)
Other components of shareholders' equity		577,379,434	577,379,434	577,379,434	577,379,434
Equity attributable to owners of the Company		355,986,235	720,633,765	400,416,503	717,120,570
Non-controlling interests of the subsidiaries		52,732,231	59,266,389	–	–
Total shareholders' equity		408,718,466	779,900,154	400,416,503	717,120,570
Total liabilities and shareholders' equity		2,222,778,983	2,576,873,516	2,032,210,099	2,398,452,649

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

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2017

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2017	2016	2017	2016
Profit or loss:					
Revenues					
Sales and service income	23	1,328,541,185	1,803,560,232	944,551,155	1,327,235,108
Cost of sales and services		(1,156,316,866)	(1,496,236,350)	(823,288,855)	(1,086,261,027)
Gross profit		172,224,319	307,323,882	121,262,300	240,974,081
Selling expenses		(199,865,600)	(241,402,089)	(144,669,016)	(170,248,537)
Administrative expenses		(226,512,625)	(268,556,490)	(183,890,826)	(223,033,714)
Loss on impairment of equipment and intangible assets		(3,087,983)	(44,226,448)	-	-
Doubtful debts on loans to subsidiaries	7	-	-	(25,825,172)	(56,395,420)
Loss on impairment of goodwill	15	(62,030,000)	-	-	-
Loss on impairment of investments in subsidiaries	10	-	-	(73,109,000)	-
Loss from sales and rendering of services		(319,271,889)	(246,861,145)	(306,231,714)	(208,703,590)
Dividend from subsidiary	10	-	-	15,000,000	17,850,000
Share of profit from investments in joint ventures	11	2,755,824	10,944,007	-	-
Other income		35,765,895	50,578,889	63,113,494	66,643,967
Loss before finance cost and income tax expenses		(280,750,170)	(185,338,249)	(228,118,220)	(124,209,623)
Finance cost		(56,129,532)	(57,301,304)	(54,794,435)	(56,829,252)
Loss before income tax expenses		(336,879,702)	(242,639,553)	(282,912,655)	(181,038,875)
Income tax revenues (expenses)	25	(28,489,224)	25,175,813	(28,751,549)	19,011,192
Loss for the year		(365,368,926)	(217,463,740)	(311,664,204)	(162,027,683)
Other comprehensive income:					
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Actuarial gain (loss)	21	(7,287,441)	5,763,086	(6,299,829)	4,011,748
Share of other comprehensive income from investments in joint venture	11	21,489	82,364	-	-
Less: Income tax effect	25	1,453,190	(1,169,090)	1,259,966	(802,350)
Other comprehensive income for the year		(5,812,762)	4,676,360	(5,039,863)	3,209,398
Total comprehensive income for the year		(371,181,688)	(212,787,380)	(316,704,067)	(158,818,285)
Profit attributable to:					
Equity holders of the Company		(358,834,768)	(215,399,129)	(311,664,204)	(162,027,683)
Non-controlling interests of the subsidiaries		(6,534,158)	(2,064,611)		
		(365,368,926)	(217,463,740)		
Total comprehensive income attributable to:					
Equity holders of the Company		(364,647,530)	(210,722,769)	(316,704,067)	(158,818,285)
Non-controlling interests of the subsidiaries		(6,534,158)	(2,064,611)		
		(371,181,688)	(212,787,380)		
Earnings per share	26				
Basic earnings per share					
Loss attributable to equity holders of the Company		(0.72)	(0.43)	(0.62)	(0.32)

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

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2017

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Cash flows from operating activities				
Loss before tax	(336,879,702)	(242,639,553)	(282,912,655)	(181,038,875)
Adjustments to reconcile loss before tax to net cash provided by (paid from) operating activities:				
Allowance for doubtful accounts	7,400,008	15,135,687	22,971,219	26,427,258
Allowance for sales returns (reversal)	(9,572,952)	3,684,877	(9,572,952)	3,684,877
Reduction of inventory to net realisable value (reversal)	(45,847)	9,250,307	2,512,091	2,764,183
Allowance for diminution in value of loans to subsidiaries	–	–	25,825,172	56,395,420
Allowance for diminution in value of investments in subsidiaries	–	–	73,109,000	–
Dividend received from subsidiary	–	–	(15,000,000)	(17,850,000)
Depreciation and amortisation	141,164,376	180,277,742	111,183,678	130,678,121
Gain on disposal of equipment	(6,888,328)	(1,659,330)	(6,724,335)	(1,661,368)
Allowance for impairment loss on equipment and intangible assets	3,087,983	44,226,448	–	–
Allowance for impairment loss on goodwill	62,030,000	–	–	–
Share of profit from investments in joint ventures	(2,755,824)	(10,944,007)	–	–
Provision for long-term employee benefits	6,331,871	4,625,008	5,294,166	6,025,459
Interest expenses	56,129,532	57,301,304	54,794,435	56,829,252
Profit (loss) from operating activities before changes in operating assets and liabilities	(79,998,883)	59,258,483	(18,520,181)	82,254,327
Operating assets (increase) decrease				
Trade and other receivables	83,819,021	262,005,828	73,552,607	227,553,207
Inventories	(15,510,629)	19,342,848	4,939,374	22,374,747
Other current assets	6,800,151	22,423,121	2,011,728	13,678,711
Other non-current assets	(966,374)	1,471,350	527,630	(173,620)
Operating liabilities increase (decrease)				
Trade and other payables	(23,536,323)	(44,951,541)	(49,753,921)	(63,751,897)
Other current liabilities	(17,519,298)	(40,481,626)	(20,393,151)	(28,375,156)
Cash flows from (used in) operating activities	(46,912,335)	279,068,463	(7,635,914)	253,560,319
Cash paid for interest expenses	(54,985,044)	(56,759,485)	(53,934,005)	(56,297,835)
Cash paid for corporate income tax	(24,130,417)	(43,371,332)	(14,876,993)	(26,069,954)
Cash received from refund of withholding tax deducted at source	25,274,000	29,022,469	25,274,000	29,022,469
Cash paid for long-term employee benefits	(10,215,218)	(7,297,706)	(10,215,218)	(7,297,706)
Net cash flows from (used in) operating activities	(110,969,014)	200,662,409	(61,388,130)	192,917,293

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

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

CASH FLOW STATEMENT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Cash flow from investing activities				
Decrease (increase) in short-term loans to related party	–	–	(12,525,161)	40,110,270
Decrease (increase) in restricted bank deposits	10,375,019	(141,707)	–	–
Dividend received from subsidiary	–	–	15,000,000	17,850,000
Dividend received from joint venture	8,671,680	18,871,280	–	–
Cash receipt from investments in joint venture	351,597	2,000,000	–	–
Proceeds from sales of equipment	8,568,776	5,080,101	8,133,878	5,080,101
Cash paid for purchase of equipment	(29,714,988)	(7,349,819)	(6,815,572)	(17,070,698)
Cash paid for purchase of computer software	(2,149,090)	(5,455,645)	(14,699)	(5,356,048)
Net cash flows from (used in) investing activities	(3,897,006)	13,004,210	3,778,446	40,613,625
Cash flows from financing activities				
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	148,051,483	(175,948,287)	119,239,062	(171,130,905)
Cash receipt from long-term loans	9,500,000	23,300,000	–	23,300,000
Repayment of long-term loans	(100,166,100)	(50,000,000)	(100,166,100)	(50,000,000)
Repayment of liabilities under hire purchase agreements	–	(85,288)	–	–
Repayment of liabilities under finance lease agreements	–	(3,514,467)	–	(3,514,467)
Dividend paid	–	(17,150,000)	–	–
Net cash flows from (used in) financing activities	57,385,383	(223,398,042)	19,072,962	(201,345,372)
Net increase (decrease) in cash and cash equivalents	(57,480,637)	(9,731,423)	(38,536,722)	32,185,546
Cash and cash equivalents at beginning of year	69,571,330	79,302,753	47,045,579	14,860,033
Cash and cash equivalents at end of year	12,090,693	69,571,330	8,508,857	47,045,579
Supplemental cash flows information:				
Non-cash item				
Purchase of equipment and computer software for which cash has not been paid	–	703,580	–	703,580

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

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

STATEMENT OF CHANGES IN SHAREHOLDERS’ EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2017

(Unit: Baht)

Consolidated financial statements

	Equity attributable to the owners of the Company							
	Issued and fully paid-up share capital	Retained earnings		Other components of equity			Total equity attributable to owners of the company	
				Surplus on revaluation of land	Total other components of shareholders' equity	Equity attributable to non-controlling interests of the subsidiary		Total shareholders' equity
Appropriated	Unappropriated							
Balance as at 1 January 2015	500,000,000	50,500,000	(196,522,900)	577,379,434	577,379,434	931,356,534	78,481,000	1,009,837,534
Loss for the year	-	-	(215,399,129)	-	-	(215,399,129)	(2,064,611)	(217,463,740)
Other comprehensive income for the year	-	-	4,676,360	-	-	4,676,360	-	4,676,360
Total comprehensive income for the year	-	-	(210,722,769)	-	-	(210,722,769)	(2,064,611)	(212,787,380)
Dividend paid	-	-	-	-	-	-	(17,150,000)	(17,150,000)
Balance as at 31 December 2016	<u>500,000,000</u>	<u>50,500,000</u>	<u>(407,245,669)</u>	<u>577,379,434</u>	<u>577,379,434</u>	<u>720,633,765</u>	<u>59,266,389</u>	<u>779,900,154</u>
Balance as at 1 January 2017	500,000,000	50,500,000	(407,245,669)	577,379,434	577,379,434	720,633,765	59,266,389	779,900,154
Loss for the year	-	-	(358,834,768)	-	-	(358,834,768)	(6,534,158)	(365,368,926)
Other comprehensive income for the year	-	-	(5,812,762)	-	-	(5,812,762)	-	(5,812,762)
Total comprehensive income for the year	-	-	(364,647,530)	-	-	(364,647,530)	(6,534,158)	(371,181,688)
Balance as at 31 December 2017	<u>500,000,000</u>	<u>50,500,000</u>	<u>(771,893,199)</u>	<u>577,379,434</u>	<u>577,379,434</u>	<u>355,986,235</u>	<u>52,732,231</u>	<u>408,718,466</u>

(Unit: Baht)

Separate financial statements

	Issued and fully paid-up share capital	Retained earnings		Other components of equity		Total shareholders' equity
				Surplus on revaluation of land	Total other components of shareholders' equity	
	Appropriated	Unappropriated				
Balance as at 1 January 2016	500,000,000	50,500,000	(251,940,579)	577,379,434	577,379,434	875,938,855
Loss for the year	-	-	(162,027,683)	-	-	(162,027,683)
Other comprehensive income for the year	-	-	3,209,398	-	-	3,209,398
Total comprehensive income for the year	-	-	(158,818,285)	-	-	(158,818,285)
Balance as at 31 December 2016	<u>500,000,000</u>	<u>50,500,000</u>	<u>(410,758,864)</u>	<u>577,379,434</u>	<u>577,379,434</u>	<u>717,120,570</u>
Balance as at 1 January 2017	500,000,000	50,500,000	(410,758,864)	577,379,434	577,379,434	717,120,570
Loss for the year	-	-	(311,664,204)	-	-	(311,664,204)
Other comprehensive income for the year	-	-	(5,039,863)	-	-	(5,039,863)
Total comprehensive income for the year	-	-	(316,704,067)	-	-	(316,704,067)
Balance as at 31 December 2017	<u>500,000,000</u>	<u>50,500,000</u>	<u>(727,462,931)</u>	<u>577,379,434</u>	<u>577,379,434</u>	<u>400,416,503</u>

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

**BANGKOK POST PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY KNOWN AS “THE POST PUBLISHING PUBLIC COMPANY LIMITED”)**

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2017

1. General information

1.1 Corporate information

Bangkok Post Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company is principally engaged in the publishing and distribution of newspapers, magazines and books and production of television programs. The registered office of the Company is at 136 Sunthorn Kosa Road, Kwang Klong Toey, Khet Klong Toey, Bangkok.

1.2 Fundamental accounting assumptions

The Group has operating loss and as at 31 December 2017 the Group’s current liabilities exceeded current assets. However, during the year, the Group has proceeded in accordance with its operating, investing and financing plans. In addition, the Group has paid loan interest and principal on schedule. Therefore, during 2017 a financial institution granted the waiver regarding the maintenance of financial ratio for the 2017 financial statements and extended its repayment term until 2022 and as at 31 December 2017 the Company still has net total assets. The Group’s management believe that the Group will be able to continue as a going concern and will be able to operate in accordance with amended strategic plans and obtain continuous financial support from financial creditors. Therefore, the financial statements have been prepared under the going concern basis, with assets and liabilities are recorded on a basis whereby the Group will be able to realise its assets and meet its obligations in the ordinary course of business.

2. Basis of preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Profession Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 11 October 2016, issued under the Accounting Act B.E. 2543.

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

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

2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of Bangkok Post Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”):

Company’s name	Nature of business	Percentage of shareholding		Country of incorporation
		2016 Per cent	2015 Per cent	
Subsidiaries				
Post New Media Company Limited	Investment	100	100	Thailand
Post Holding Company Limited (owned by Post New Media Company Limited)	Investment	100	100	Thailand
Post TV Company Limited (owned by Post Holding Company Limited)	Production of television programs and rent of studio	100	100	Thailand
Post International Media Company Limited	Publishing and distribution of magazines	100	100	Thailand
Post-IM Plus Company Limited (49%-owned by the Company and 51%-owned by Post International Media Company Limited)	Publishing and distribution of magazines	100	100	Thailand
Post News Company Limited ⁽¹⁾	Production of television programs	51	51	Thailand
Mushroom Group Company Limited	Production of television programs	51	51	Thailand

⁽¹⁾ Post News Company Limited is in the process of liquidation.

b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.

c) Subsidiaries are fully consolidated as from the date of acquisition, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.

d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.

e) Material balances and transactions between the Company and its subsidiaries have been eliminated from the consolidated financial statements.

f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries, joint ventures and associates under the cost method.

3. New financial reporting standards

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

During the year, the Company and its subsidiaries have adopted the revised financial reporting standards and interpretations (revised 2016) and new accounting treatment guidance which are effective for fiscal years beginning on or after 1 January 2017. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards does not have any significant impact on the Company and its subsidiaries' financial statements. However, one standard involves changes to key principles, which are summarised below.

TAS 27 (revised 2016) Separate Financial Statements

This revised standard stipulates an additional option to account for investments in subsidiaries, joint ventures and associates in separate financial statements under the equity method, as described in TAS 28 (revised 2016) Investments in Associates and Joint Ventures. However, the entity is to apply the same accounting treatment for each category of investment. If an entity elects to account for such investments using the equity method in the separate financial statements, it has to adjust the transaction retrospectively.

This standard does not have any significant impact on the Company and its subsidiaries' financial statements because the management has decided to continue accounting for such investments under the cost method in the separate financial statements.

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

During the current year, the Federation of Accounting Professions issued a number of revised financial reporting standards and interpretations (revised 2017) which are effective for fiscal years beginning on or after 1 January 2018. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes and clarifications directed towards disclosures in the notes to financial statements.

The management of the Company and its subsidiaries believe that the revised financial reporting standards and interpretations and new accounting treatment guidance will not have any significant impact on the financial statements when they are initially applied.

4. Significant accounting policies

4.1 Revenue recognition

Sales of goods

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

Newspaper subscription income

Newspaper subscription income is recognised on the time-proportion basis over the subscription period.

Rendering of services

Service income is recognised when services have been rendered taking into account the stage of completion.

Advertising service income is recognised when the service has been rendered. The service is generally considered to be rendered when the publication carrying the advertisement is issued.

Interest income

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

Dividends

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

4.2 Cash and cash equivalents

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

4.3 Trade accounts receivable

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

4.4 Inventories

Finished goods is valued at the lower of cost (determined on the first-in, first-out method) and net realisable value. Such cost include all production costs which consist of cost of materials, labour and production overheads.

Raw materials, chemicals, spare parts and factory supplies are valued at the lower of cost (determined on the first-in, first-out method) and net realisable value and are charged to production costs whenever consumed.

The Company and its subsidiaries set aside allowance to reduce cost to net realisable value for obsolete and slow-moving inventories.

4.5 Investments

- a) Investments in joint ventures and associates are accounted for in the consolidated financial statements using the equity method.
- b) Investments in subsidiaries, joint ventures and associate are accounted for in the separate financial statements using the cost method.
- c) Investments in non-marketable equity securities, which the Company classifies as other investments, are stated at cost net of allowance for impairment loss (if any).

4.6 Property, plant and equipment and depreciation

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

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

Buildings	20	years
Machinery and equipment	3 to 15	years
Office furniture, equipment and vehicles	3 to 10	years

Depreciation is included in determining income.

No depreciation is provided for land, and machinery and equipment under installation.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit or loss when the asset is derecognised.

4.7 Borrowing costs

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

4.8 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and allowance for impairment losses of the assets.

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

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

- a) Customer relationship which has an estimated useful life of 2 to 11 years.
- b) Computer software which has an estimated useful life of 3 to 10 years.
- c) License which has an estimated useful life 5 years.

No amortisation is provided for computer software under installation.

4.9 Goodwill

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

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

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

4.10 Income tax

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

Current tax

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

Deferred tax

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

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

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

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

4.11 Related party transactions

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

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

4.12 Long-term leases

Leases of equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases is depreciated over the shorter of the useful life of the asset and the lease period, if the Company expects not to purchase such assets at the end of the lease period.

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

4.13 Foreign currencies

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

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

Gains and losses on exchange are included in determining income.

4.14 Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of the property, plant and equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. The Company also carries out annual impairment reviews in respect of goodwill. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

4.15 Employee benefits

Short-term employee benefits

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

Post-employment benefits and other long-term employee benefits

Defined contribution plans

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

Defined benefit plans and other long-term employee benefits

The Company and its subsidiaries have obligations in respect of the severance payments it must make to employees upon retirement

under labor law and other employee benefit plans. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan. In addition, the Company and its subsidiaries provide other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plans is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

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

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit and loss.

4.16 Provisions

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

4.17 Fair value measurement

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

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

Level 1 – Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 – Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 – Use of unobservable inputs such as estimates of future cash flows

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

5. Significant accounting judgments and estimates

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

Leases

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

Allowance for doubtful accounts

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

Allowance for sales return

In determining an allowance for sales return, the management needs to make judgment and estimates based upon past experience and prevailing market condition.

Impairment of investments

The Company treats investments as impaired when the management judges that there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires judgement.

Property, plant and equipment/Depreciation

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

The Company measures land at revalued amounts. Such amounts are determined by the independent valuer using the market approach for land. The valuation involves certain assumptions and estimates as described in Note 14.

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

Goodwill

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

Deferred tax assets

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

Post-employment benefits under defined benefit plans and other long-term employee benefits

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

6. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Cash	10	1,484	10	48
Bank deposits	12,081	68,087	8,499	46,998
Total	12,091	69,571	8,509	47,046

As at 31 December 2017, bank deposits in savings accounts and fixed deposits carried interest at the rates between 0.1 and 0.375 percent per annum (2016: between 0.3 and 1.05 percent per annum).

7. Related party transactions

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

	(Unit: Million Baht)				
	Consolidated financial statements		Separate financial statements		Transfer Pricing Policy
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>	
<u>Transactions with subsidiary companies</u> (eliminated from the consolidated financial statements)					
Purchase of goods	-	-	18	24	Market price
Purchase of equipment	-	-	-	15	Contract price
Rental income	-	-	12	12	Market price
Advertising income	-	-	3	7	Market price
Interest income	-	-	20	22	Rates between 5 to 7.125 percent per annum
Service expenses of television production	-	-	-	13	Contract price
Management income	-	-	7	-	Contract price
<u>Transactions with joint venture</u>					
Purchase of goods	7	7	7	7	Market price
Management income	9	7	4	-	Contract price

As at 31 December 2017 and 2016, the balances of the accounts between the Company and those related companies are as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Trade and other receivables – related parties (Note 8)				
Subsidiaries	-	-	34,604	22,478
Joint venture	3,422	1,272	984	12
Less: Allowance for doubtful accounts	-	-	(30,319)	(14,443)
Total trade and other receivables – related parties	3,422	1,272	5,269	8,047

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Trade and other payables – related parties (Note 18)				
Subsidiaries	–	–	9,079	13,271
Joint venture	1,721	2,970	1,494	2,692
Total trade and other payables – related parties	1,721	2,970	10,573	15,963

Short-term loans to related parties

As at 31 December 2017 and 2016, the balance of short-term loans between the Company and those related parties and the movement are as follows:

Loan to related parties	Related by	(Unit: Thousand Baht)		
		Separate financial statements		
		Balance as at 31 December 2016	Increase (decrease) during the year	Balance as at 31 December 2017
Post International Media Co., Ltd.	Subsidiary	44,000	17,000	61,000
Post News Co., Ltd.	Subsidiary	6,120	–	6,120
Post TV Co., Ltd.	Subsidiary	344,890	(4,475)	340,415
		395,010	12,525	407,535
Less: Allowance for doubtful accounts		(312,259)	(25,825)	(338,084)
Total		82,751	(13,300)	69,451

Post TV Company Limited received a loan of Baht 340 million from the Company. The loan is repayable on demand and carries interest at the rate of 5 percent per annum.

Post International Media Company Limited received a loan of Baht 61 million from the Company. The loan is repayable on demand and carries interest at the rate of 5.5 percent per annum.

Post News Company Limited received a loan of Baht 6 million from the Company. The loan is repayable on demand and carries interest at the rate with reference to Minimum Loan Rate a commercial bank charges to its prime customers.

Directors and management's benefits

During the year ended 31 December 2017 and 2016, the Company and its subsidiaries had employee benefit expenses payable to their directors and management as below.

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Short-term employee benefits	49	70	21	34
Post-employment benefits	2	1	–	–
Total	51	71	21	34

8. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
<u>Trade receivables – related parties</u>				
Aged on the basis of due dates				
Not yet due	1,776	628	42	6,117
Past due				
Up to 3 months	50	–	–	–
Total trade receivables – related parties	1,826	628	42	6,117

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
<u>Trade receivables – unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	175,290	200,460	85,833	128,333
Past due				
Up to 3 months	76,301	183,466	42,933	136,258
3-6 months	83,957	27,312	75,369	18,423
6-12 months	17,213	27,927	4,308	11,616
Over 12 months	23,992	29,148	16,161	23,449
Total	376,753	468,313	224,604	318,079
Less : Allowance for doubtful debts	(26,216)	(22,609)	(21,824)	(18,141)
Allowance for sales returns	(5,120)	(14,693)	(5,120)	(14,693)
Total trade receivables – unrelated parties, net	345,417	431,011	197,660	285,245
Total trade receivables – net	347,243	431,639	197,702	291,362
<u>Other receivables</u>				
Unbilled Revenue	45,253	43,455	14,368	10,956
Amounts due from related parties	1,596	644	35,546	16,373
Less : Allowance for doubtful debts	–	–	(30,319)	(14,443)
Total other receivables	46,849	44,099	19,595	12,886
Trade and other receivables – net	394,092	475,738	217,297	304,248

9. Inventories

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Cost		Reduce cost to net realisable value		Inventories – net	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Finished goods	58,837	60,093	(46,301)	(43,199)	12,536	16,894
Raw materials	35,537	37,172	(3,315)	(2,922)	32,222	34,250
Others	25,729	7,327	(610)	(4,151)	25,119	3,176
Total	120,103	104,592	(50,226)	(50,272)	69,877	54,320
(Unit: Thousand Baht)						
	Separate financial statements					
	Cost		Reduce cost to net realisable value		Inventories – net	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Finished goods	42,149	41,154	(29,927)	(24,267)	12,222	16,887
Raw materials	35,537	37,172	(3,315)	(2,922)	32,222	34,250
Others	701	5,001	(610)	(4,151)	91	850
Total	78,387	83,327	(33,852)	(31,340)	44,535	51,987

10. Investments in subsidiaries

Details of investments in subsidiaries as presented in the Company's separate financial statements are as follows:

Company's name	Separate financial statements							
	Paid-up capital		Shareholding percentage		Cost		Dividend received during the year	
	2017	2016	2017 (%)	2016 (%)	2017	2016	2017	2016
Post-IM Plus Company Limited (Another 51% owned by Post International Media Company Limited)	50,000	50,000	49	49	2	2	-	-
Post International Media Company Limited	25,000	25,000	100	100	100,890	100,890	15,000	-
Post News Company Limited	10,000	10,000	51	51	51,000	51,000	-	-
Mushroom Group Company Limited	80,000	80,000	51	51	178,690	178,690	-	17,850
Post New Media Company Limited	25,000	25,000	100	100	25,000	25,000	-	-
Total					309,682	309,682	15,000	17,850
Less: Allowance for loss from investments					(103,209)	(30,100)	-	-
					206,473	279,582	15,000	17,850

11. Investments in joint ventures

11.1 Details of investment in joint ventures:

Investments in joint ventures represented investments in entities which are jointly controlled by the Company and other company. Detail of this investment is as follows:

Joint venture	Nature of business	Consolidated financial statements					
		Shareholding percentage		Cost		Carrying amounts based on equity method	
		2017 (%)	2016 (%)	2017	2016	2017	2016
Bangkok Post - Bauer Media Co., Ltd.	Publishing and distribution of magazines	70	70	11,500	11,500	16,808	22,707
Joint venture Kantana and Mushroom	Under liquidation	-	50	-	2,500	-	351
Total				11,500	14,000	16,808	23,058

11.2 Share of comprehensive income and dividend received

During the years, the Company recognised its share of comprehensive income from investments in the joint ventures in the consolidated financial statements and dividend income in the separate financial statements as follows:

Joint venture	Consolidated financial statements				Separate financial statements	
	Share of profit/loss from investments in joint venture during the year		Share of other comprehensive income from investments in joint venture during the year		Dividend received during the year	
	2017	2016	2017	2016	2017	2016
Bangkok Post - Bauer Media Co., Ltd.	2,756	10,944	17	66	-	-
Joint venture Kantana and Mushroom	-	-	-	-	-	-
Total	2,756	10,944	17	66	-	-

11.3 Summarised financial information of material joint ventures

Summarised information about financial position:

Joint venture	Paid-up capital as at 31 December		Total assets as at 31 December		Total liabilities as at 31 December		Total revenues for the year ended 31 December		(Unit: Million Baht) Profit for the year ended 31 December	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Bangkok Post – Bauer Media Co., Ltd.	16	16	42	64	16	25	59	87	5	21

12. Investment in associate

12.1 Details of associate:

Company's name	Nature of business	Country of incorporation	Shareholding percentage		Cost		(Unit: Thousand Baht) Carrying amounts based on equity method – net	
			2017 (%)	2016 (%)	2017	2016	2017	2016
Flash News Company Limited	Production of radio programs	Thailand	40	40	10,000	10,000	2,704	2,704
Less: Allowance for loss from investment					(10,000)	(10,000)	(2,704)	(2,704)
Net					-	-	-	-

12.2 Summarised financial information of associate

Financial information of the associate is summarised below:

Company's name	Paid-up capital as at 31 December		Total assets as at 31 December		Total liabilities as at 31 December		Total revenues for the year ended 31 December		(Unit: Million Baht) Profit for the year ended 31 December	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Flash News Company Limited	24	23	2	1	-	-	-	3	-	1

13. Long-term investment

Long-term investment represents investment in ordinary shares of the following company:

	Paid-up capital	Equity interest	(Unit: Thousand Baht) Cost	
			2017	2016
Singapore Press Holdings Limited	27,393,300	-	16	16
Less: Allowance for loss from investments			(16)	(16)
			-	-

14. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated financial statements					
	Revaluation basis		Cost basis			Total
	Land	Buildings	Machinery and equipment	Office furniture, equipment and vehicles	Machinery and equipment under installation	
Cost:						
1 January 2016	923,800	859,916	1,030,502	419,635	1,150	3,235,003
Additions	–	–	193	2,632	3,069	5,894
Disposals	–	–	(7,896)	(13,858)	–	(21,754)
Transfers	–	–	674	1,085	(1,759)	–
31 December 2016	923,800	859,916	1,023,473	409,494	2,460	3,219,143
Additions	–	–	2,790	3,302	14,305	20,397
Disposals	–	–	(71,792)	(7,360)	(754)	(79,906)
Transfers	–	–	5,925	13,929	(14,846)	5,008
31 December 2017	923,800	859,916	960,396	419,365	1,165	3,164,642
Accumulated depreciation:						
1 January 2016	–	703,995	721,967	216,058	–	1,642,020
Depreciation for the year	–	13,772	51,534	71,772	–	137,078
Depreciation on disposals	–	–	(7,896)	(10,445)	–	(18,341)
31 December 2016	–	717,767	765,605	277,385	–	1,760,757
Depreciation for the year	–	13,735	49,913	41,095	–	104,743
Depreciation on disposals	–	–	(71,749)	(6,289)	–	(78,038)
31 December 2017	–	731,502	743,769	312,191	–	1,787,462
Allowance for impairment loss:						
31 December 2016	–	–	–	32,245	–	32,245
Increase during the year	–	–	–	3,088	–	3,088
31 December 2017	–	–	–	37,333	–	37,333
Net book value						
31 December 2016	923,800	142,149	257,868	97,864	2,460	1,424,141
31 December 2017	923,800	128,414	216,627	69,841	1,165	1,339,847
Depreciation for the year						
2016 (Baht 109 million included in manufacturing cost, and the balance in selling and administrative expenses)						137,078
2017 (Baht 79 million included in manufacturing cost, and the balance in selling and administrative expenses)						104,743

(Unit: Thousand Baht)

	Separate financial statements					
	Revaluation basis		Cost basis			
	Land	Buildings	Machinery and equipment	Office furniture, equipment and vehicles	Machinery and equipment under installation	Total
Cost:						
1 January 2016	923,800	859,916	1,030,502	259,044	1,362	3,074,624
Additions	-	-	193	15,239	657	16,089
Disposals	-	-	(7,896)	(13,619)	-	(21,515)
Transfers	-	-	674	1,085	(1,759)	-
31 December 2016	923,800	859,916	1,023,473	261,749	260	3,069,198
Additions	-	-	2,790	747	2,576	6,113
Disposals	-	-	(71,792)	(5,790)	(754)	(78,336)
Transfers	-	-	5,925	-	(917)	5,008
31 December 2017	923,800	859,916	960,396	256,706	1,165	3,001,983
Accumulated depreciation:						
1 January 2016	-	703,995	721,968	143,766	-	1,569,729
Depreciation for the year	-	13,772	51,534	44,198	-	109,504
Depreciation on disposals	-	-	(7,896)	(10,201)	-	(18,097)
31 December 2016	-	717,767	765,606	177,763	-	1,661,136
Depreciation for the year	-	13,735	49,913	32,130	-	95,778
Depreciation on disposals	-	-	(71,749)	(5,177)	-	(76,926)
31 December 2017	-	731,502	743,770	209,893	-	1,679,988
Net book value						
31 December 2016	923,800	142,149	257,867	83,986	260	1,408,062
31 December 2017	923,800	128,414	216,626	51,990	1,165	1,321,995

Depreciation for the year

2016 (Baht 86 million included in production cost, and the balance in selling and administrative expenses)	<u>109,504</u>
2017 (Baht 75 million included in production cost, and the balance in selling and administrative expenses)	<u>95,778</u>

In 2015, the Company arranged for an independent professional valuer to appraise the value of land based on the market approach. Unobservable valuation inputs used in the valuation are summarised below:

	Consolidated financial statements	Separate financial statements
Price per square wah (Baht)	30,000-250,000	30,000-250,000

A significant increase (decrease) in the estimated price per square wah of the land subject to the revaluation would result in a significant increase (decrease) in the value of the land.

As at 31 December 2017, certain items of equipment were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation and allowance for impairment loss of those assets amounted to approximately Baht 1,018 million (2016: Baht 1,031 million) (The Company only: Baht 977 million, 2016: Baht 999 million).

The Company mortgaged its land with structure with net book value of Baht 354 million for credit facilities received from bank.

15. Goodwill

	(Unit: Thousand Baht)	
	Consolidated financial statement	
	<u>2017</u>	<u>2016</u>
Net book value at beginning of year	156,881	156,881
Less: Allowance for impairment of goodwill	(62,030)	–
Net book value at end of year	<u>94,851</u>	<u>156,881</u>

The Company allocated goodwill acquired through business combinations to the cash generating units (CGUs) for annual impairment testing as follows:

	(Unit: Thousand Baht)		
	CGU 1 (Post International Media Co., Ltd.)	CGU 2 (Mushroom Television Co., Ltd.)	Total
Goodwill	53,769	103,112	156,881

The recoverable amount of the CGUs have been determined based on value in use calculation using cash flow projections from financial budgets approved by management covering a five-year period.

Key assumptions used in value in use calculation are summarised below:

	(Unit: percent per annum)	
	CGU 1 (Post International Media Co., Ltd.)	CGU 2 (Mushroom Group Co., Ltd.)
Growth rate	2	2
Discount rate before tax	11.25	13.15

The management determined growth rates based on expected market growth rate and discount rates is the pre-tax rate that reflects the risks specific to each CGU.

16. Intangible assets

The net book value of intangible assets as at 31 December 2017 and 2016 is presented below.

	Consolidated financial statements				Separate financial statements	
	Customer relationship	License	Computer software	Total	Computer software	Total
Cost						
31 December 2016	71,395	–	350,076	421,471	302,432	302,432
Additions	–	7,200	28	7,228	15	15
Transfers	–	–	(5,008)	(5,008)	(5,008)	(5,008)
31 December 2017	<u>71,395</u>	<u>7,200</u>	<u>345,096</u>	<u>423,691</u>	<u>297,439</u>	<u>297,439</u>
Accumulated amortisation						
31 December 2016	19,366	–	243,930	263,296	219,155	219,155
Amortisation during the year	15,434	481	16,784	32,699	15,407	15,407
31 December 2017	<u>34,800</u>	<u>481</u>	<u>260,714</u>	<u>295,995</u>	<u>234,562</u>	<u>234,562</u>
Allowance for impairment						
31 December 2016	–	–	13,612	13,612	314	314
31 December 2017	<u>–</u>	<u>–</u>	<u>13,612</u>	<u>13,612</u>	<u>314</u>	<u>314</u>
Net book value						
31 December 2016	52,029	–	92,534	144,563	82,963	82,963
31 December 2017	<u>36,595</u>	<u>6,719</u>	<u>70,770</u>	<u>114,084</u>	<u>62,563</u>	<u>62,563</u>

	(Unit: Thousand Baht)				
	Consolidated financial statements			Separate financial statements	
	Customer relationship	Computer software	Total	Computer software	Total
Cost					
31 December 2015	71,395	344,681	416,076	297,087	297,087
Additions	–	5,646	5,646	5,546	5,546
Disposals	–	(61)	(61)	(11)	(11)
Transfers	–	(190)	(190)	(190)	(190)
31 December 2016	71,395	350,076	421,471	302,432	302,432
Accumulated amortisation					
31 December 2015	3,890	216,258	220,148	197,992	197,992
Amortisation during the year	15,476	27,724	43,200	21,174	21,174
Accumulated amortisation of disposals	–	(52)	(52)	(11)	(11)
31 December 2016	19,366	243,930	263,296	219,155	219,155
Allowance for impairment					
31 December 2015	–	314	314	314	314
Increase during the year	–	13,298	13,298	–	–
31 December 2016	–	13,612	13,612	314	314
Net book value					
31 December 2015	67,505	128,109	195,614	98,781	98,781
31 December 2016	52,029	92,534	144,563	82,963	82,963

As at 31 December 2017, the Company has no computer software under installation (2016: Baht 5 million).

As at 31 December 2017, certain items of computer software were fully amortised but are still in use. The gross carrying amount before deducting accumulated amortisation and allowance for impairment loss of those assets amounted to approximately Baht 189 million (2016: Baht 162 million) (The Company only: Baht 177 million, 2016: Baht 152 million).

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

	Interest rate (per cent per annum)	(Unit: Thousand Baht)			
		Consolidated financial statements		Separate financial statements	
		2017	2016	2017	2016
Bank overdrafts	MOR	28,921	869	108	869
Short-term loans from financial institutions	MMR	815,000	695,000	815,000	695,000
Total		843,921	695,869	815,108	695,869

18. Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Trade payables – related parties	1,495	2,693	10,568	15,854
Trade payables – unrelated parties	113,455	154,656	47,966	90,346
Amount due to related parties	226	277	5	109
Accrued expenses	93,038	70,405	56,757	55,050
Other payables	34,170	37,448	33,130	36,665
Total trade and other payables	242,384	265,479	148,426	198,024

19. Short-term loans from non-controlling interests of the subsidiary

As at 31 December 2017, a subsidiary had a short-term Baht loans from its shareholders who have non-controlling interests. The loans carry interest at the rates with reference to Minimum Loan Rate a commercial bank charges to its prime customers, and repayable on demand.

20. Long-term loans

The balance represents the Company's long-term Baht loans from a local bank, which are summarised below.

Loan	Interest rate (%)	Repayment schedule	(Unit: Thousand Baht)			
			Consolidated financial statements		Separate financial statements	
			2017	2016	2017	2016
1	Fixed rate of 5.50 percent per annum	Quarterly installments commencing September 2017 to December 2022	367,467	467,634	367,467	467,634
2	Fixed rate of 5.25 percent per annum	Quarterly installments commencing January 2018 to July 2020	9,500	-	-	-
Total			376,967	467,634	367,467	467,634
Less: Current portion			(12,500)	(192,333)	(10,000)	(192,333)
Long-term loans – net of current portion			364,467	275,301	357,467	275,301

The long-term loan agreements require that the Company maintain a debt-to-equity ratio of not more than 2.25 times. However, in September 2017, the Company had been granted the waiver regarding the maintenance of a debt-to-equity ratio for the 2017 financial statements at a rate higher than that prescribed in the loan agreement. In addition, the Company had been permitted by bank to extend repayment term of long-term loans to be gradually repaid until 2022. The Company mortgaged its land with structure as additional collateral to the lender in December 2017

21. Provision for long-term employee benefits

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

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Provision for long-term employee benefits at beginning of year	81,660	90,096	77,558	82,842
Included in profit or loss:				
Current service cost	4,475	5,354	3,554	4,451
Interest cost	1,027	1,711	911	1,574
Loss (gains) on settlement	829	(2,440)	829	-
Included in other comprehensive income:				
Actuarial loss (gain) arising from Demographic assumptions changes	(2,690)	(9,653)	(3,765)	(8,876)
Financial assumptions changes	1,895	2,663	1,491	2,592
Experience adjustments	8,083	1,227	8,574	2,273
Benefits paid during the year	(10,215)	(7,298)	(10,215)	(7,298)
Provision for long-term employee benefits at end of year	85,064	81,660	78,937	77,558

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

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Cost of sales	4,119	4,259	3,639	3,734
Selling and administrative expenses	2,212	366	1,655	2,291
Total expense recognised in profit or loss	6,331	4,625	5,294	6,025

The Company and its subsidiaries expect to pay Baht 6 million of long-term employee benefits over the next year (Separate financial statements: Baht 6 million) (2016: Baht 9 million, separate financial statements: Baht 9 million).

As at 31 December 2017, the weighted average duration of the liabilities for long-term employee benefits is between 14.8 and 29.1 years (Separate financial statements: 14.8 years) (2016: between 8.5 and 29.6 years, separate financial statements: 8.5 years).

Significant actuarial assumptions are summarised below:

	Consolidated		(Unit: percent per annum) Separate	
	financial statements		financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Discount rate	1.1-3.2	1.5-3.7	1.1-3.2	1.5-3.5
Salary increase rate	3.0-5.0	3.0	3.0	3.0
Employee turnover rate (depending on age of employees)	0-41.5	3.9-35.6	4.2-41.5	3.9-35.6

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2017 and 2016 are summarised below:

	(Unit: Million Baht)			
	As at 31 December 2017			
	Consolidated		Separate	
	financial statements		financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(8)	10	(3)	4
Salary increase rate	8	(6)	2	(2)
Turnover rate	(8)	10	(4)	5

	(Unit: Million Baht)			
	As at 31 December 2016			
	Consolidated		Separate	
	financial statements		financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(4)	5	(4)	4
Salary increase rate	4	(3)	3	(2)
Turnover rate	(5)	5	(4)	5

22. Statutory reserve

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

23. Sales and service income

These include sales and advertising revenues of approximately Baht 11 million (2016: Baht 10 million) (Separate financial statements: Baht 6 million (2016: Baht 6 million)) arising from exchanges of dissimilar goods or services with other companies.

24. Expenses by nature

Significant expenses classified by nature are as follows:

	Consolidated		(Unit: Million Baht) Separate	
	financial statements		financial statements	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Salaries and wages and other employee benefits	615	688	454	481
Depreciation and amortisation	121	180	111	131
Advertising expenses	39	61	28	38
News service expenses	23	60	23	42
Travelling expenses	59	65	51	58
Allowance for diminution in value of loans to subsidiary	–	–	26	56
Allowance for doubtful debts	3	15	23	26
Loss on impairment of equipment and intangible assets	3	44	–	–

	Consolidated		(Unit: Million Baht)	
	financial statements		Separate	financial statements
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Loss on impairment of investments in subsidiaries	-	-	73	-
Loss on impairment of goodwill	62	-	-	-
Raw materials and consumables used	224	520	193	470
Changes in inventories of finished goods and work in progress	7	2	3	(7)

25. Deferred tax assets/Income tax

Income tax expenses for the years ended 31 December 2017 and 2016 are made up as follows:

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	financial statements
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Current income tax:				
Current income tax charge	-	3,117	-	-
Deferred tax:				
Relating to origination and reversal of temporary differences	28,489	(28,293)	28,752	(19,011)
Income tax expense (revenue) reported in the statement of comprehensive income	28,489	(25,176)	28,752	(19,011)

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2017 and 2016 are as follows:

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	financial statements
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Deferred tax on actuarial loss (gain)	1,453	(1,169)	1,260	(802)
	1,453	(1,169)	1,260	(802)

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

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	financial statements
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Accounting loss before tax	(334,803)	(242,574)	(282,913)	(181,039)
Applicable tax rate	20%	20%	20%	20%
Accounting loss before tax multiplied by income tax rate	(66,961)	(48,515)	(56,583)	(36,208)
Adjustment in respect of deferred tax assets of previous year	32,741	(6,814)	32,674	(207)
Tax losses for the year that have not been recognised as deferred tax assets	49,852	31,032	31,733	6,231
Tax effect of an allowance for diminution in value of loans to and investment in subsidiary, not recognised as deferred tax assets	-	-	23,242	14,061
Effects of:				
Non-deductible expenses	14,086	2,024	737	733
Additional expense deductions allowed	(388)	(51)	(51)	(51)
Share of profit from joint ventures	(551)	(2,202)	-	-
Exempted dividend income	-	-	(3,000)	(3,570)
Others	(290)	(650)	-	-
Income tax expense (revenue) reported in the statement of comprehensive income	28,489	(25,176)	28,752	(19,011)

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

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2017	2016	2017	2016
Deferred tax assets				
Provision for long-term employee benefits	17,013	16,332	15,788	15,511
Tax loss carried forward	31,341	61,009	17,541	44,321
Allowance for doubtful debts	3,586	3,628	3,328	3,628
Allowance for sales returns	544	1,638	544	1,638
Allowance for diminution in value of inventories	6,770	6,268	6,770	6,268
Allowance for impairment of computer software	8	26	8	26
Others	59	137	59	137
Total deferred tax assets	59,321	89,038	44,038	71,529
Deferred tax liabilities				
Intangible assets from business combination	7,319	10,406	-	-
Surplus on revaluation of land	144,345	144,345	144,345	144,345
Total deferred tax liabilities	151,664	154,751	144,345	144,345

As at 31 December 2017, the Company and its subsidiaries had deductible temporary differences, unused tax losses and unused tax credits totaling Baht 472 million (2016: Baht 350 million) (Separate financial statements: Baht 67 million (2016: Baht 31 million)), on which deferred tax assets have not been recognised as the Company and its subsidiaries believe future taxable profits may not be sufficient to allow utilisation of such temporary differences.

Details of expiry date of unused tax losses are summarised as below:

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2017	2016	2017	2016
31 December 2018	2	8	-	-
31 December 2019	138	116	-	-
31 December 2020	154	118	16	-
31 December 2021	95	108	19	31
31 December 2022	83	-	32	-
	472	350	67	31

26. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

27. Segment information

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

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

- Publishing and advertising segment
- Production of television programs segment
- Other segments

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements.

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

The following tables present revenue, profit and total assets information regarding the Company and its subsidiaries' operating segments for the year ended 31 December 2017 and 2016.

(Unit: Million Baht)

Year ended 31 December	Publishing and advertising segment		Production of television programs segment		Other segments		Total segments		Adjustments and eliminations of inter-segment		Consolidated	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
	Revenue from external customers	931	1,417	181	221	216	166	1,328	1,804	-	-	1,328
Inter-segment revenue	21	31	-	14	-	1	21	46	(21)	(46)	-	-
Segment profit (loss)	(198)	88	24	(21)	142	(1)	(32)	66	4	-	(28)	66

(Unit: Million Baht)

Year ended 31 December	Publishing and advertising segment		Production of television programs segment		Other segments		Unallocated		Adjustments and eliminations of inter-segment		Consolidated	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
	Segment total assets	1,917	2,163	709	682	24	30	209	269	(636)	(567)	2,223

Geographic information

The Company and its subsidiaries operate in Thailand only. As a result, all of the revenues and assets as reflected in these financial statements pertain to the aforementioned geographical reportable.

Major customers

For the year 2017, the Company and its subsidiaries have earned revenue from one major customer in the amount of Baht 87 million, arising from sales of the publishing and advertising segment (2016: Baht 123 million derived from one major customer, arising from sales of publishing and advertising segment).

28. Provident fund

The Company and its subsidiaries, and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both the employees and the Company and its subsidiaries contributed to the fund monthly at the rates of 4 percent to 8 percent of the basic salary. The fund, which is managed by The Bangkok Bank Public Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2017 amounting to approximately Baht 24 million (2016: Baht 29 million) were recognised as expenses (Separate financial statements: Baht 20 million (2016: Baht 23 million)).

29. Commitments and contingent liabilities**29.1 Capital and long-term service commitments**

The Company and its subsidiaries had commitments relating to the improvement of building, the acquisition of equipment and the bookkeeping as follows:

(Unit: Million Baht)

	As at 31 December	
	2017	2016
Payable:		
In up to 1 year	70	70
In over 1 up to 5 years	165	171
More than 5 years	82	123

29.2 Long-term service commitments

The subsidiaries and joint venture have entered into trademark agreements under which foreign companies granted their permission to use their trademarks. The subsidiaries and joint venture are obliged to pay the counterparties service fees, calculated in accordance with the conditions and at rates stipulated in the agreements.

29.3 Guarantees

As at 31 December 2017, there were outstanding bank guarantees of approximately Baht 8 million (2016: Baht 10 million) issued in the normal course of business of the Company and its subsidiaries.

30. Fair value hierarchy

As of 31 December 2017, the Company and its subsidiaries had the assets that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

	Consolidated/ Separate financial statements			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Land	-	-	923	923

31. Financial instruments

31.1 Financial risk management

The Company and its subsidiaries' financial instruments, as defined under Thai Accounting Standard No. 107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, trade and other receivables, short-term loans to related parties, trade and other payables, bank overdrafts and short-term loans from financial institutions, short-term loans and long-term loans. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Company and its subsidiaries are exposed to credit risk primarily with respect to trade accounts receivable and short-term and long-term loans to related parties. The Company and its subsidiaries manage the risk by adopting appropriate credit control policies and procedures and therefore do not expect to incur material financial losses, except for the amount provided by an allowance for doubtful debts. In addition, the Company and its subsidiaries do not have high concentration of credit risk since they have a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of receivables and short-term loans to related parties as stated in the statements of financial position.

Interest rate risk

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

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

(Unit: Million Baht)

	Consolidated financial statements as at 31 December 2017					Effective Interest rate (% per annum)
	Fixed interest rates		Floating interest rate	Non- interest bearing	Total	
	Within 1 year	1 to 5 years				
Financial Assets						
Cash and cash equivalents	-	-	5	7	12	0.1 - 0.375
Trade and other receivables	-	-	-	394	394	-
	-	-	5	401	406	
Financial Liabilities						
Bank overdrafts and short-term loans from financial institutions	-	-	844	-	844	MMR, MOR
Trade and other payables	-	-	-	242	242	-
Short-term loans from non-controlling interests of the subsidiary	-	-	6	-	6	Reference to MLR
Long-term loans	13	364	-	-	377	5.25 - 5.50
	13	364	850	242	1,469	

(Unit: Million Baht)

Consolidated financial statements as at 31 December 2016

	Fixed interest rates		Floating interest rate	Non- interest bearing	Total	Effective Interest rate (% per annum)
	Within 1 year	1 to 5 years				
<u>Financial Assets</u>						
Cash and cash equivalents	–	–	65	4	69	0.3 - 1.05
Trade and other receivables	–	–	–	476	476	–
	–	–	65	480	545	
<u>Financial Liabilities</u>						
Bank overdrafts and short-term loans from financial institutions	–	–	696	–	696	MMR, MOR
Trade and other payables	–	–	–	265	265	–
Short-term loans from	–	–	6	–	6	Reference to MLR
Long-term loans	142	142	184	–	468	5.25, Reference to MLR
	142	142	886	265	1,435	

(Unit: Million Baht)

Separate financial statements as at 31 December 2017

	Fixed interest rates		Floating interest rate	Non- interest bearing	Total	Effective Interest rate (% per annum)
	Within 1 year	1 to 5 years				
<u>Financial Assets</u>						
Cash and cash equivalents	–	–	2	6	8	0.1 - 0.375
Trade and other receivables	–	–	–	217	217	–
Short-term loan to related parties	69	–	–	–	69	5-5.5, MLR
	69	–	2	223	294	
<u>Financial Liabilities</u>						
Bank overdrafts and short-term loans from financial institutions	–	–	815	–	815	MMR, MOR
Trade and other payables	–	–	–	148	148	–
Long-term loans	10	357	–	–	367	5.50
	10	357	815	148	1,330	

(Unit: Million Baht)

Separate financial statements as at 31 December 2016

	Fixed interest rates		Floating interest rate	Non- interest bearing	Total	Effective Interest rate (% per annum)
	Within 1 year	1 to 5 years				
<u>Financial Assets</u>						
Cash and cash equivalents	–	–	44	3	47	0.5 - 1.05
Trade and other receivables	–	–	–	304	304	–
Short-term loan to related parties	77	–	6	–	83	5, MLR
	77	–	50	307	434	
<u>Financial Liabilities</u>						
Bank overdrafts and short-term loans from financial institutions	–	–	696	–	696	MMR, MOR
Trade and other payables	–	–	–	198	198	–
Long-term loans	142	142	184	–	468	5.25, Reference to MLR
	142	142	880	198	1,362	

Foreign currency risk

The Company and its subsidiaries do not consider themselves exposed to foreign currency risk because the Company and its subsidiaries have no significant business transactions in foreign currency.

31.2 Fair values of financial instruments

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

32. Capital management

The primary objective of the Company and its subsidiaries' capital management is to ensure that they have an appropriate financial structure in order to support their businesses and maximise shareholder value. As at 31 December 2017, the Group's debt-to-equity ratio was 4.44:1 (2016: 2.30:1) (Separate financial statements 4.08:1 (2016: 2.34:1)).

33. Approval of financial statements

These financial statements were authorised for issue by the Company's authorised directors on 28 February 2018.

HEAD OFFICE & FACILITIES

Bangkok Post Public Company Limited

(Public Company Registration Number 0107536001583 Bor Mor Jor 232)

136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand

Tel +66 (0) 2616 4000

Fax +66 (0) 2616 4597

WEBSITES

- www.bangkokpost.com
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- www.scienceillustratedthailand.com
- newsclear.posttoday.com

CORPORATE DATA

Bangkok Post Public Company Limited publishes and distributes the Bangkok Post, an English-language daily newspaper, Post Today, a Thai-language business daily newspaper, M2F, a Thai-language freesheet available from Monday to Friday, S Weekly, a weekly English-language magazine; three English-language lifestyle magazines namely GURU, Muse and Brunch inserted in the Bangkok Post and two Thai-language magazines – @Weekly and Xtra – inserted in Post Today.

The Company's news and information businesses in the last few years have expanded to include electronic and digital media. The Company has also organised various types of events and conferences under the brands of Bangkok Post, Post Today and M2F.

The Company also engages in commercial printing and book publishing under the Post Books business unit. Its subsidiaries and a jointly controlled company, publish and distribute the Thai-language editions of Elle, Elle Men, Elle Decoration, Science Illustrated, Forbes Thailand, and Cleo.

- Ordinary shares of the company are traded on The Stock Exchange of Thailand (SET) under the symbol "POST".
- Share capital registered: 505,000,000 ordinary shares of Baht 1 per share
- Share capital issued and paid-up: 500,000,000 ordinary shares of Baht 1 per share

COMPANIES WHICH BANGKOK POST PLC. INVESTS AT 10 PER CENT OR MORE OF PAID-UP CAPITAL

Name & Address	Type of Business	Type of shares	No. of paid-up capital (shares)	Per cent of direct and indirect
1. Post International Media Co., Ltd. 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4666 Fax +66 (0) 2671 3174	Produce and distribute magazine	Ordinary	250,000 (Baht 100 per share)	100
2. Bangkok Post-Bauer Media Co., Ltd. 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4666 Fax +66 (0) 2671 3174	Produce and distribute magazine	Ordinary & Preferred	100,000 (Baht 100 per share) 64,000 (Baht 100 per share)	70
3. Post-IM Plus Co., Ltd. 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4666 Fax +66 (0) 2671 3174	Produce and distribute magazine	Ordinary & Preferred	255,000 (Baht 100 per share) 245,000 (Baht 100 per share)	100
4. Flash News Co., Ltd. 48/5-6 Fl.8, Soi Rungreung, Ratchadapisek Road, Samsen nok, Huaykwang, Bangkok 10310, Thailand Tel +66 (0) 2693 4777 Fax +66 (0) 2693 3298	Operate radio programmes	Ordinary	255,000 (Baht 100 per share) 15,000 (Baht 100 per share) (80 per cent paid-up) 10,000 (Baht 100 per share) (25 per cent paid-up)	40
5. Post TV Co., Ltd. (Former Job Job Co., Ltd.) 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4000 Fax +66 (0) 2240 3770	Produce television content and programmes	Ordinary	250,000 (Baht 100 per share)	100
6. Post News Co., Ltd. (Liquidation Process) 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4000 Fax +66 (0) 2240 3679	Produce TV news programmes	Ordinary	100,000 (Baht 100 per share)	51
7. Post New Media Co., Ltd. 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4000 Fax +66 (0) 2240 3679	Investment	Ordinary	250,000 (Baht 100 per share)	100
8. Post Holding Co., Ltd. 136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand Tel +66 (0) 2616 4000 Fax +66 (0) 2240 3679	Investment	Ordinary	250,000 (Baht 100 per share)	100
9. Mushroom Group Co., Ltd. 23/104 R.C.A. Block G, Soi Soonvijai, Rama 9 Road, Bangkapi, Huaykwang, Bangkok 10310, Thailand Tel +66 (0) 2203 1186-7 Fax +66 (0) 2641 4338	Produce TV news programmes	Ordinary	800,000 (Baht 100 per share)	51

CORPORATE INFORMATION

SHARE REGISTRAR

Thailand Securities Depository Company Limited

93 Ratchadaphisek Road, Dindaeng
Bangkok 10400, Thailand
Tel +66 (0) 2009 9000
Fax +66 (0) 2009 9991

INDEPENDENT AUDITORS

EY Office Limited

33rd Floor, Lake Rajada Office Complex
193/136-137 New Ratchadaphisek Road, Klong Toey
Bangkok 10110, Thailand
Tel +66 (0) 2264 0777
Fax +66 (0) 2264 0789-90

LEGAL COUNSEL

Vickery & Worachai Limited

16th Floor, GPF Witthayu Towers A
93/1 Wireless Road, Lumpini, Pathumwan
Bangkok 10330, Thailand
Tel +66 (0) 2256 6311, 2256 7750-4
Fax +66 (0) 2256 6317-8



POST INTERNATIONAL MEDIA



BANGKOK POST PUBLIC COMPANY LIMITED

136 Sunthorn Kosa Road, Klong Toey, Bangkok 10110, Thailand

Tel +66 (0) 2616 4000, Fax +66 (0) 2616 4597

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