Premier Technology Public Company Limited and its subsidiary Report and consolidated financial statements 31 December 2012



Ernst & Young Office Limited

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#### **Independent Auditor's Report**

To the Shareholders of Premier Technology Public Company Limited

I have audited the accompanying consolidated financial statements of Premier Technology Public Company Limited and its subsidiary, which comprise the consolidated statement of financial position as at 31 December 2012, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, and have also audited the separate financial statements of Premier Technology Public Company Limited for the same period.

#### Management's Responsibility for the Financial Statements

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

#### **Auditor's Responsibility**

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

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



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

## Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Premier Technology Public Company Limited and its subsidiary and of Premier Technology Public Company Limited as at 31 December 2012, and their financial performance and cash flows for the year then ended, in accordance with Thai Financial Reporting Standards.

C. Sitis

Chonlaros Suntiasvaraporn

Certified Public Accountant (Thailand) No. 4523

Ernst & Young Office Limited

Bangkok: 20 February 2013

# Premier Technology Public Company Limited and its subsidiary Statement of financial position

As at 31 December 2012

(Unit: Baht)

|                                     |             |                   |                   |                 | (Orna Dani)   |
|-------------------------------------|-------------|-------------------|-------------------|-----------------|---------------|
|                                     |             | Consolidated fina | ancial statements | Separate financ | al statements |
|                                     | <u>Note</u> | <u>2012</u>       | <u>2011</u>       | <u>2012</u>     | <u>2011</u> . |
| Assets                              |             |                   |                   |                 |               |
| C'urrent assets                     |             |                   |                   |                 |               |
| Cash and cash equivalents           | 7           | 54,759,568        | 10,632,603        | 2,150,626       | 449,052       |
| Current investments                 | •           | 41,986            | 1,212,109         | 41,986          | 1,212,109     |
| Trade and other receivables         | 8           | 439,902,853       | 376,606,881       | -               | -             |
| Prepaid service cost                |             | 68,769,383        | 96,745,574        | -               | -             |
| Dividend receivable from subsidiary |             | -                 | -                 | -               | 26,999,460    |
| Short-term loan to related party    | 6           | -                 | -                 | 33,399,202      | -             |
| Inventories                         | 9           | 442,980,612       | 215,371,870       | -               | -             |
| Work in progress                    |             | 31,582,186        | 33,293,880        | -               | -             |
| Other current assets                | 10          | 28,825,257        | 47,151,188        | 5,307,639       | 1,581,361     |
| Total current assets                |             | 1,066,861,845     | 781,014,105       | 40,899,453      | 30,241,982    |
| Non-current assets                  |             |                   |                   |                 |               |
| Restricted bank deposits            | 11          | 32,757,545        | 48,511,696        | 1,203,100       | -             |
| Investment in subsidiary            | 12          | -                 | -                 | 152,726,861     | 152,726,861   |
| Investment in associate             | 13          | 897,516           | 1,184,521         | 1,383,701       | 1,383,701     |
| Investment properties               | 14          | 154,490,264       | 175,463,110       | 256,573,762     | 254,008,232   |
| Property, plant and equipment       | 15          | 225,298,374       | 204,368,323       | 357,913         | 10,887        |
| Intangible assets                   | 16          | 11,428,234        | 10,727,294        | -               | -             |
| Other non-current assets            |             | 16,674,223        | 15,213,599        |                 |               |
| Total non-current assets            |             | 441,546,156       | 455,468,543       | 412,245,337     | 408,129,681   |
| Total assets                        |             | 1,508,408,001     | 1,236,482,648     | 453,144,790     | 438,371,663   |

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

ห์รัยท พรีเยียร์ เทตโนโลนี จำกัด (รหาชน) PREMIER TECHNOLOGY PUBLIC COMPANY LIMITED

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# Premier Technology Public Company Limited and its subsidiary Statement of financial position (continued)

As at 31 December 2012

(Unit: Baht)

|  |             |                   |                  |                  | (Onic Barry)  |
|--|-------------|-------------------|------------------|------------------|---------------|
|  |             | Consolidated fina | ncial statements | Separate financi | al statements |
|  | <u>Note</u> | <u>2012</u>       | <u>2011</u>      | <u>2012</u>      | <u>2011</u>   |
| Liabilities and shareholders' equity           |             |                   |                  |                  |               |
| Current liabilities                            |             |                   |                  |                  |               |
| Short-term loans from financial institutions   | 17          | 129,445,430       | 140,429,141      | -                | -             |
| Trade and other payables                       | 18          | 640,851,446       | 383,077,497      | 2,573,498        | 2,673,216     |
| Advances received for goods and services       |             | 106,298,526       | 145,698,270      | -                | -             |
| Short-term loan from related party             | 6           | -                 | -                | -                | 2,372,700     |
| Current portion of long-term loans             | 19          | 7,592,915         | 2,140,000        | 7,592,915        | -             |
| Current portion of long-term liabilities       | 20          | 35,251,565        | 30,648,650       | -                | -             |
| Income tax payable                             |             | -                 | 5,245,990        | -                | -             |
| Other current liabilities                      |             | 18,908,727        | 25,874,431       | 3,629,655        | 79,136        |
| Total current liabilities                      |             | 938,348,609       | 733,113,979      | 13,796,068       | 5,125,052     |
| Non-current liabilities                        |             |                   |                  |                  |               |
| Long-term loans - net of current portion       | 19          | 186,407,085       | 194,000,000      | 186,407,085      | 194,000,000   |
| Long-term liabilities - net of current portion | 20          | 30,127,137        | 20,812,664       | -                | -             |
| Provision for long-term employee benefits      | 21          | 38,100,168        | 32,166,437       | -                | -             |
| Other non-current liabilities                  |             |                   | 252,000          |                  | <u> </u>      |
| Total non-current liabilities                  |             | 254,634,390       | 247,231,101      | 186,407,085      | 194,000,000   |
| Total liabilities                              |             | 1,192,982,999     | 980,345,080      | 200,203,153      | 199,125,052   |

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

บริษัท พริษัยริ เพลโนโลยี จำกัด (มหาชน) PREMIER TECHNOLOGY PUBLIC COMPANY LIMITED

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## Premier Technology Public Company Limited and its subsidiary Statement of financial position (continued)

As at 31 December 2012

(Unit: Baht)

|  |             |                   |                   |                 | (Onit. Dant)   |
|--|-------------|-------------------|-------------------|-----------------|----------------|
|  |             | Consolidated fina | incial statements | Separate financ | ial statements |
|  | <u>Note</u> | <u>2012</u>       | <u> 2011</u>      | <u>2012</u>     | 2011           |
| Shareholders' equity                       |             |                   |                   |                 |                |
| Sňare capital                              |             |                   |                   |                 |                |
| Registered                                 |             |                   |                   |                 |                |
| 142,440,489 ordinary shares of Baht 1 each |             | 142,440,489       | 142,440,489_      | 142,440,489     | 142,440,489    |
| Issued and fully paid up                   |             |                   |                   |                 |                |
| 141,944,471 ordinary shares of Baht 1 each |             | 141,944,471       | 141,944,471       | 141,944,471     | 141,944,471    |
| Company's shares held by subsidiary        |             | (230,175)         | (230,175)         | -               | -              |
| Retained earnings                          |             |                   |                   |                 |                |
| Appropriated - statutory reserve           | 22          | 10,820,000        | 9,420,000         | 10,820,000      | 9,420,000      |
| Unappropriated                             |             | 162,890,706       | 105,003,272       | 100,177,166     | 87,882,140_    |
| Total shareholders' equity                 |             | 315,425,002       | 256,137,568       | 252,941,637     | 239,246,611    |
| Total liabilities and shareholders' equity |             | 1,508,408,001     | 1,236,482,648     | 453,144,790     | 438,371,663    |

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

Directors

บริธัท พริเยเบ เทคโทโกษ์ จำกัด (มหาหน) PREMIER TECHNOLOGY PUBLIC COMPANY LIMITED

Duangthip Emmuneroj

Harib Chan

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# Premier Technology Public Company Limited and its subsidiary

Statement of comprehensive income

For the year ended 31 December 2012

(Unit: Baht)

|   |             | Consolidated fina | ncial statements | Separate financia | al statements |
|---|-------------|-------------------|------------------|-------------------|---------------|
|   | <u>Note</u> | <u>2012</u>       | <u>2011</u>      | <u>2012</u>       | <u>2011</u>   |
| Profit or loss:                             |             |                   |                  |                   |               |
| Révenues                                    |             |                   |                  |                   |               |
| Sales                                       |             | 1,499,675,296     | 1,284,337,990    | -                 | -             |
| Rental and service income                   |             | 705,539,247       | 556,682,941      | 28,089,033        | 3,462,671     |
| Dividend income                             | 12          | -                 | -                | 39,899,202        | 56,998,860    |
| Other income                                |             | 27,358,443        | 19,162,729       | 2,011,037         | 860,859_      |
| Total revenues                              |             | 2,232,572,986     | 1,860,183,660    | 69,999,272        | 61,322,390    |
| Expenses                                    |             |                   |                  |                   |               |
| Cost of sales and services                  |             | 1,646,722,218     | 1,339,472,550    | 20,473,195        | 3,484,451     |
| Selling expenses                            |             | 180,681,614       | 144,136,082      | -                 | -             |
| Administrative expenses                     |             | 277,735,580       | 284,284,026      | 4,082,939         | 6,073,839     |
| Total expenses                              |             | 2,105,139,412     | 1,767,892,658    | 24,556,134        | 9,558,290     |
| Profit before share of loss from investment |             |                   |                  |                   |               |
| in associate, finance cost                  |             |                   |                  |                   |               |
| and income tax expenses                     |             | 127,433,574       | 92,291,002       | 45,443,138        | 51,764,100    |
| Share of loss from investment in associate  | 13.2        | (287,005)         | (199,180)        |                   | <u> </u>      |
| Profit before finance cost                  |             |                   |                  |                   |               |
| and income tax expenses                     |             | 127,146,569       | 92,091,822       | 45,443,138        | 51,764,100    |
| Finance cost                                |             | (31,646,513)      | (14,388,944)     | (17,553,665)      | (6,414,031)   |
| Profit before income tax expenses           |             | 95,500,056        | 77,702,878       | 27,889,473        | 45,350,069    |
| Income tax expenses                         | 24          | (22,018,175)      | (26,377,241)     | <u> </u>          |               |
| Profit for the year                         |             | 73,481,881        | 51,325,637       | 27,889,473        | 45,350,069    |
| Other comprehensive income:                 |             |                   |                  |                   |               |
| Actuarial gains                             | 21          | <u> </u>          | 5,206,249        | _                 | -             |
| Other comprehensive income for the year     |             |                   | 5,206,249        |                   |               |
| Total comprehensive income for the year     |             | 73,481,881        | 56,531,886       | 27,889,473        | 45,350,069    |
| Basic earnings per share                    | 26          |                   |                  |                   |               |
| Profit for the year                         |             | 0.52              | 0.36             | 0.20              | 0.32          |

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

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Premier Technology Public Company Limited and its subsidiary
Statement of changes in shareholders' equity

(Unit: Baht)

|         | atemen                            | Retained earnings |                  | Unappr             | 98            | (35 | 56  | (2  | 105         |   |
|---------|-----------------------------------|-------------------|------------------|--------------------|---------------|-----|-----|---|-------------|---|
|         | Consolidated financial statements | Retaine           | Appropriated -   | statutory reserve  | 7,120,000     | ı   | ,   | 2,300,000   | 9,420,000   |   |
|         | Consoli                           |                   | Company's shares | held by subsidiary | (230,175)     | 1   | •   | 1   | (230,175)   |   |
|         |                                   | Issued            | and paid-up      | share capital      | 141,944,471   | ı   | ı   | 1   | 141,944,471 |   |
|         |                                   |                   |                  | Note               |               | 29  |     | . 22  |             |   |
| C       | <u> </u>                          |                   | يسد              |                    | <u> </u>      | 1   |     | g).   | 1           |   |
| Duangth | пір                               | Han               | mun              |                    | .) ( <u> </u> |     | Har | ()<br>()  | (sea        | _ |
|         |                                   |                   |                  |                    |               |     |     | Unappropriated retained earnings transferred to statutory reserve |             |   |

| 315,425,002   | 162,890,706       | 10,820,000        | (230,175)          | 141,944,471    |  |
|---------------|-------------------|-------------------|--------------------|----------------|--|
| 1             | (1,400,000)       | 1,400,000         |                    | 1              |  |
| 73,481,881    | 73,481,881        | ı                 | •                  | ı              |  |
| (14,194,447)  | (14,194,447)      | •                 | 1                  | •              |  |
| 256,137,568   | 105,003,272       | 9,420,000         | (230,175)          | 141,944,471    |  |
| 256,137,568   | 105,003,272       | 9,420,000         | (230,175)          | 141,944,471    |  |
| 1             | (2,300,000)       | 2,300,000         |                    | 1              |  |
| 56,531,886    | 56,531,886        | 1                 | •                  | •              |  |
| (35,486,118)  | (35,486,118)      | 1                 | •                  | 1              |  |
| 235,091,800   | 86,257,504        | 7,120,000         | (230,175)          | 141,944,471    |  |
| eduity        | Unappropriated    | statutory reserve | neid by subsidiary | Silaie Capital |  |
| shareholders' |                   | Appropriated -    | Company's shares   | and paid-up    |  |
| Total         | Retained earnings | Retained          |                    | penssl         |  |
|               |                   |                   |                    |                |  |

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Unappropriated retained earnings transferred to statutory reserve

Balance as at 31 December 2012

Total comprehensive income for the year

Balance as at 1 January 2012

Dividend paid

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

| Premier Technology Public Company Limited and its subsidiary      | l and its subsidiary |                      |               |                               | ı              |               |
|---|----------------------|----------------------|---------------|-------------------------------|----------------|---------------|
| Statement of changes in shareholders' equity (continued)          | (continued)          |                      |               |                               |                |               |
| For the year ended 31 December 2012                               | .Di                  |                      |               |                               |                |               |
|   | <u>C</u>             |                      |               |                               |                | (Unit: Baht)  |
|   | <b>) (</b>           |                      |               | Separate financial statements | ial statements |               |
|   |                      |                      | penssl        | Retained earnings             | earnings       | Total         |
|   | w<br>ungre           |                      | and paid-up   | Appropriated -                |                | shareholders' |
| <u>?)</u> (   | <u></u>              | Note                 | share capital | statutory reserve             | Unappropriated | equity        |
| 113   |                      | ine wilt<br>Ser nade |               |                               |                |               |
| Balance as at 1 January 2011                                      | )<br>Harin           | iences<br>Tanole     | 141,944,471   | 7,120,000                     | 80,318,189     | 229,382,660   |
| Dividend paid   | W Lipas              |                      | ı             | 1                             | (35,486,118)   | (35,486,118)  |
| Total comprehensive income for the year                           |                      |                      | ı             | 1                             | 45,350,069     | 45,350,069    |
| Unappropriated retained earnings transferred to statutory deserve | statutory reserve    |                      | 1             | 2,300,000                     | (2,300,000)    |               |
| Balance as at 31 December 2011                                    |                      |                      | 141,944,471   | 9,420,000                     | 87,882,140     | 239,246,611   |
|   |                      |                      |               | ٠                             |                |               |
| Balance as at 1 January 2012                                      |                      |                      | 141,944,471   | 9,420,000                     | 87,882,140     | 239,246,611   |
| Dividend paid   |                      | 29                   | i             | 1                             | (14,194,447)   | (14,194,447)  |
| Total comprehensive income for the year                           |                      |                      | i             | ı                             | 27,889,473     | 27,889,473    |
| Unappropriated retained earnings transferred to statutory reserve | statutory reserve    | 22                   | ı             | 1,400,000                     | (1,400,000)    | 1             |
| Balance as at 31 December 2012                                    |                      |                      | 141,944,471   | 10,820,000                    | 100,177,166    | 252,941,637   |

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

# Premier Technology Public Company Limited and its subsidiary Cash flow statement

For the year ended 31 December 2012

(Unit: Baht)

|   | Consolidated finar | ncial statements | Separate financi | (Unit: Bant) |
|---|--------------------|------------------|------------------|--------------|
|   | 2012               | <u>2011</u>      | 2012             | 2011         |
| Cash flows from operating activities                        |                    |                  |                  | <u> </u>     |
| Profit before tax   | 95,500,056         | 77,702,878       | 27,889,473       | 45,350,069   |
| Adjustments to reconcile profit before tax to net cash      |                    |                  |                  |              |
| provided by (paid from) operating activities:               |                    |                  |                  |              |
| Reversal of doubful accounts                                | (1,954,334)        | (45,155)         | -                | -            |
| Reduce cost of inventory to net realisable value (reversal) | 136,908            | (323,105)        | -                | _            |
| Depreciation  | 60,244,495         | 56,789,622       | 5,760,311        | 1,153,063    |
| (Gain) loss on sales of equipment                           | 5,149,391          | (494,889)        | -                | ·<br>-       |
| Amortisation of intangible assets                           | 880,382            | 880,382          | -                | -            |
| Share of loss from investment in associate                  | 287,005            | 199,180          | -                | _            |
| Amortisation of prepaid rental expenses                     | 1,818,075          | 2,479,795        | -                | -            |
| Reversal of allowance for impairment loss on assets         | (1,953,156)        | -                | -                | -            |
| Long-term employee benefits expenses                        | 5,933,731          | 5,875,092        | -                | -            |
| Income from investment - dividend received from             |                    |                  |                  |              |
| investment in subsidiary                                    | -                  | -                | (39,899,202)     | (56,998,860) |
| Interest expenses   | 31,646,513         | 11,661,144       | 17,553,664       | 3,492,000    |
| Profit (loss) from operating activities before changes in   |                    |                  |                  |              |
| operating assets and liabilities                            | 197,689,066        | 154,724,944      | 11,304,246       | (7,003,728)  |
| (Increase) decrease in operating assets                     |                    |                  |                  |              |
| Trade and other receivables                                 | (61,341,637)       | (68,938,301)     | -                | -            |
| Prepaid service cost  | 27,976,191         | (19,186,115)     | -                | -            |
| Inventories   | (227,745,650)      | (51,601,474)     | -                | -            |
| Work in progress  | 10,615,042         | (27,973,497)     | -                | -            |
| Other current assets  | 24,878,841         | 2,061,739        | (3,043,037)      | (542,442)    |
| Other non-current assets                                    | (1,325,542)        | (1,804,987)      | -                | -            |
| Increase (decrease) in operating liabilities                |                    |                  |                  |              |
| Trade and other payables                                    | 257,773,949        | (30,833,143)     | (99,718)         | 1,859,651    |
| Advances received for goods and services                    | (39,399,744)       | 74,433,855       | -                | -            |
| Other current liabilities                                   | (7,587,567)        | 8,654,280        | 3,550,519        | (141,825)    |
| Provision for long-term employee benefits                   | -                  | (2,679,870)      | -                | -            |
| Other non-current liabilities                               | (252,000)          | <del></del>      | <u>-</u>         |              |
| Cash from (used in) operating activities                    | 181,280,949        | 36,857,431       | 11,712,010       | (5,828,344)  |
| Cash paid for interest expenses                             | (31,024,650)       | (11,039,281)     | (17,553,664)     | (2,870,137)  |
| Cash paid for corporate income tax                          | (33,817,075)       | (21,272,238)     | (683,240)        | (140,987)    |
| Net cash flows from (used in) operating activities          | 116,439,224        | 4,545,912        | 524/894)         | (8,839,468)  |

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

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Premier Technology Public Company Limited and its subsidiary

Cash flow statement (continued)

For the year ended 31 December 2012

(Unit: Baht)

|   |                    |                  |                 | (Unit: Baht)  |
|---|--------------------|------------------|-----------------|---------------|
|   | Consolidated final | ncial statements | Separate financ | al statements |
|   | <u> 2012</u>       | <u>2011</u>      | <u>2012</u>     | <u>2011</u>   |
| Cash flows from investing activities                      |                    |                  |                 |               |
| Decrease in current investments                           | 1,170,122          | 48,796,767       | 1,170,122       | 48,796,767    |
| Increase in short-term loan to related party              | -                  | -                | (33,399,202)    |               |
| (Increase) decrease in restricted bank deposits           | 15,754,151         | (12,126,581)     | (1,203,100)     | -             |
| Acquisition and renovation of investment properties       | (5,006,624)        | (176,255,244)    | (8,314,883)     | (255,154,961) |
| Acquisition of equipment                                  | (13,083,320)       | (123,520,005)    | (357,984)       | -             |
| Proceeds from sales of equipment                          | 218,755            | 1,302,483        | -               | -             |
| Cash paid for acquisition of intangible assets            | (1,581,322)        | (2,803,854)      | -               | -             |
| Dividend received from investment in subsidiary           | <u> </u>           | _ <del></del>    | 66,898,662      | 29,999,400    |
| Net cash flows from (used in) investing activities        | (2,528,238)        | (264,606,434)    | 24,793,615      | (176,358,794) |
| Cash flows from financing activities                      |                    |                  |                 |               |
| Increase (decrease) in short-term loans                   |                    |                  |                 |               |
| from financial institutions                               | (10,983,711)       | 96,360,790       | -               | -             |
| Increase (decrease) in short-term loan from related party | -                  | -                | (2,372,700)     | 2,372,700     |
| Repayment of long-term loans                              | (2,140,000)        | (2,140,000)      | -               | _             |
| Cash receipt from long-term loans                         | -                  | 194,000,000      | -               | 194,000,000   |
| Repayment of long-term liabilities                        | (42,465,863)       | (43,501,599)     | -               | _             |
| Repayment of long-term liabilities                        |                    |                  |                 |               |
| under rehabilitation plan                                 | -                  | (500,986)        | -               | (500,986)     |
| Dividend paid   | (14,194,447)       | (35,486,118)     | (14,194,447)    | (35,486,118)  |
| Net cash flows from (used in) financing activities        | (69,784,021)       | 208,732,087      | (16,567,147)    | 160,385,596   |
| Net increase (decrease) in cash and cash equivalents      | 44,126,965         | (51,328,435)     | 1,701,574       | (24,812,666)  |
| Cash and cash equivalents at beginning of the year        | 10,632,603         | 61,961,038       | 449,052         | 25,261,718    |
| Cash and cash equivalents at end of the year              | 54,759,568         | 10,632,603       | 2,150,626       | 449,052       |
|   |                    |                  |                 |               |
| Supplementary disclosures of cash flows information:      |                    |                  |                 |               |
| Non cash items  |                    |                  |                 |               |
|   |                    |                  |                 |               |

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

บริภัพ พริเพียร์ เพลโฟเลอี ส่วกัด (พหารณ) Promier Technology Public Company Limited

Assets acquired under finance lease agreements

Transfers of investment properties to property, plant and equipment

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# Premier Technology Public Company Limited and its subsidiary Notes to consolidated financial statements For the year ended 31 December 2012

#### 1. General information

Premier Technology Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in a holding company. The registered office of the Company is 1 Premier Corporate Park, Soi Premier 2, Srinakarin Road, Nongbon, Prawet, Bangkok.

#### 2. Basis of preparation

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

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

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

#### 2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of Premier Technology Public Company Limited ("the Company") and the following subsidiary ("the subsidiary"):

| Company's name                              | Nature of business   | incorporation |                 | tage of<br>nolding |
|---|--|---------------|-----------------|--------------------|
|   |  |               | 2012<br>Percent | 2011<br>Percent    |
| Datapro Computer Systems<br>Company Limited | Distribution of computer<br>and provision of<br>services relating to<br>computer systems | Thailand      | 100             | 100                |

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

| d) | Material balances                    | and transactions  | between t   | the Company   | and its | subsidiary |
|----|--------------------------------------|-------------------|-------------|---------------|---------|------------|
|    | Material balances have been eliminat | ed from the conso | idaled fina | nojal stateme | nfil    |            |

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

#### 3. New accounting standards not yet effective

The Federation of Accounting Professions issued the following new/revised accounting standards that are effective for fiscal years beginning on or after 1 January 2013.

Accounting standards:

**TAS 12** 

Income Taxes

TAS 20 (revised 2009) Accounting for Government Grants and Disclosure of

Government Assistance

TAS 21 (revised 2009) The Effects of Changes in Foreign Exchange Rates Financial Reporting Standard:

TFRS 8

**Operating Segments** 

Accounting Standard Interpretations:

**SIC 10** Government Assistance - No Specific Relation to Operating Activities

Income Taxes - Recovery of Revalued Non-Depreciable Assets

SIC 21

**SIC 25** 

Income Taxes - Changes in the Tax Status of an Entity or its Shareholders

The Company's management believes that these accounting standards will not have any significant impact on the financial statements for the year when they are initially applied, except for the following accounting standard.

#### **TAS 12 Income Taxes**

This accounting standard requires an entity to identify temporary differences, which are differences between the carrying amount of an asset or liability in the accounting records and its tax base, and to recognise deferred tax assets and liabilities under the stipulated guidelines. The management of the Company expects the adoption of this accounting standard to have the effect of increasing the Company and its subsidiary's brought-forward retained earnings of the year 2013 by approximately Baht 6 million in total (the Company only: no effect).

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In addition, the Federation of Accounting Professions has issued Notification No. 30/2555 - 34/2555, published in the Royal Gazette on 17 January 2013, mandating the use of accounting treatment guidance and accounting standard interpretations as follows.

| Effective date |
|----------------|
|----------------|

Accounting Treatment Guidance for Transfers of Financial Assets 1 January 2013 Accounting Standard Interpretation:

**SIC 29** 

Service Concession Arrangements:

1 January 2014

Disclosures

Financial Reporting Standard Interpretations:

TFRIC 4 Determining whether an Arrangement 1 January 2014

contains a Lease

TFRIC 12

Service Concession Arrangements

1 January 2014

TFRIC 13

**Customer Loyalty Programmes** 

1 January 2014

The management of the Company is evaluating the first-year impact to the financial statements of the accounting treatment guidance and accounting standard interpretations and has yet to reach a conclusion.

#### 4. Significant accounting policies

#### 4.1 Revenue recognition

Sale of goods

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

#### Rendering of service

Service revenue is recognised when services have been rendered taking into account the stage of completion. The Company and its subsidiary assessed the stage of completion in accordance with the services rendered in proportion to the total services to be rendered.

#### Rental income

Rental income is monthly recognised as revenue at the amount as fixed under the related rental agreement. (Percent) which had almost or selection

Dividends

Dividends are recognised when the right to receive **d**end**∭**is established.

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#### 4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and cash 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 collection losses that may incurred in the collection of receivables. The allowance is generally based on collection experience and analysis of debt aging.

#### 4.4 Inventories

Inventories are valued at the lower of cost (under the first-in, first-out method and the specific identification method) and net realisable value.

#### 4.5 Investments

- a) Investment in associate is accounted for in the consolidated financial statements using the equity method.
- b) Investments in subsidiary and associate are accounted for in the separate financial statements using the cost method.

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

#### 4.6 Investment properties

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

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 20 years. Depreciation of the investment properties is included in determining income.

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

บริวัท เทล่ซ์เทรี เลเลโนโลนี จำกัด (มหายส) Premier technology public company limited

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#### 4.7 Property, plant and equipment/Depreciation

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

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

| Building               | - | 20 years          |
|------------------------|---|-------------------|
| Leasehold improvements |   | 5 years           |
| Furniture and fixtures | - | 5 years           |
| Office equipment       | - | 5 years           |
| Computer and equipment | - | 3, 5 and 10 years |
| Motor vehicles         | - | 5 years           |

Depreciation is included in determining income.

No depreciation is provided on land and assets 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 is included in profit or loss when the asset is derecognised.

#### 4.8 Intangible assets

Intangible assets are recognised at cost. Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

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

The Company and its subsidiary amortise intangible assets, which comprise product design and development costs on the straight-line basis, with the periods of economic useful life being approximately 10 years.

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#### 4.9 Related party transactions

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

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

#### 4.10 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 are depreciated over the useful life of the assets.

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.

#### 4.11 Foreign currencies

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

Gains and losses on exchange are included in determining income.

#### 4.12 Impairment of assets

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

An impairment loss is recognised in profit or loss.

บริบัท พรีเมียร์ เทอโนโลยี จำกัด (พหาชม) PREMIER TSCHNOLOGY PUBLIC COMPANY LIMITED

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#### 4.13 Employee benefits

Short-term employee benefits

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

Post-employment benefits

#### Defined contribution plans

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

#### Defined benefit plans

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

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

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

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

## 4.14 Provisions

Provisions are recognised when the Company and its subsidiary 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.

## 4.15 Income tax

บริธัท พริเทียร์ เพลร์หรือยี จำกัด (เหมางน) Premier tรูChnology public company limited

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

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#### 5. Significant accounting judgements and estimates

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

#### Leases

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

#### Allowance for doubtful accounts

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

#### 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.

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

#### Intangible assets

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

#### Post-employment benefits under defined benefit plans

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

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#### 6. Related party transactions

During the years, the Company and its subsidiary had significant business transactions with related parties, which have been concluded on commercial terms and bases agreed upon in the ordinary course of business between the Company and those companies. Below is a summary of those transactions.

(Unit: Million Baht)

|                                     |              |             |             |             | (                        |
|-------------------------------------|--------------|-------------|-------------|-------------|--------------------------|
|                                     | Consolidated |             | Sep         | arate       |                          |
| •                                   | financial s  | tatements   | financial s | tatements   | Pricing policy           |
|                                     | <u>2012</u>  | <u>2011</u> | <u>2012</u> | <u>2011</u> |                          |
| Transactions with subsidiary        |              |             |             |             |                          |
| (eliminated from the consolidated   |              |             |             |             |                          |
| financial statements)               |              |             |             |             |                          |
| Rental and service income           | -            | -           | 20          | 2           | Contract price, which is |
|                                     |              |             |             |             | price in the ordinary    |
|                                     |              |             |             |             | course of business       |
| Interest income                     | -            | -           | 2           | -           | 9 % per annum            |
| Transactions with associate         |              |             |             |             |                          |
| Administrative expenses             | -            | 1           | -           | -           | Contract price, which is |
| ·                                   |              |             |             |             | price in the ordinary    |
|                                     |              |             |             |             | course of business       |
| Transactions with related companies |              |             |             |             |                          |
| Sales and service income            | 53           | 52          | -           | -           | Note 6.1                 |
| Rental and service income           | 8            | 1           | 8           | 1           | Contract price, which is |
|                                     |              |             |             |             | price in the ordinary    |
|                                     |              |             |             |             | course of business       |
| Cost of sales and services          | 15           | 32          | -           | -           | Contract price, which is |
|                                     |              |             |             |             | price in the ordinary    |
|                                     |              |             |             |             | course of business       |
| Selling and administrative expenses | 18           | 18          | 2           | 2           | Contract price, which is |
|                                     |              |             |             |             | price in the ordinary    |
|                                     |              |             |             |             | course of business       |
|                                     |              |             |             |             |                          |

6.1 Sales prices are determined based on cost plus a margin while price of service are based on the contract price, which is price in the ordinary course of business. However pricing depends on the type of product or service and the priging policy may change according to the type of business and the market situation at the time of the transaction.

หรับอาทุริเลิกร์ เกตโทโลล์ จำกัด (เกทษน) PREMIER TECHNOLOGY PUBLIC COMPANY LIMITIDES ingthip Eamrungroj

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The balances of the accounts as at 31 December 2012 and 2011 between the Company and those related parties are as follows:

|   |                      |             | (Unit: The           | ousand Baht) |  |
|---|----------------------|-------------|----------------------|--------------|--|
|   | Consol               | idated      | Separate             |              |  |
|   | financial statements |             | financial statements |              |  |
|   | 2012                 | <u>2011</u> | <u>2012</u>          | <u>2011</u>  |  |
| Trade receivables - related parties (Note 8)    |                      |             |                      |              |  |
| Related companies (related by common directors  | 3,098                | 5,339       | -                    |              |  |
| Amounts due to related parties (Note 18)        | ·                    | •           |                      |              |  |
| Related companies (related by common directors) | 1,837                | 913         | 15                   | 541          |  |

## Loan to related party and loan from related party

As at 31 December 2012 and 2011, the balance of loan to and loan from between the Company and the related party and the movement are as follows:

(Unit: Thousand Baht)

|                                    |            | Separate financial statements |                 |          |                  |  |  |  |
|------------------------------------|------------|-------------------------------|-----------------|----------|------------------|--|--|--|
|                                    |            | Balance as at                 | During the year |          | Balance as at    |  |  |  |
|                                    | Related by | 31 December 2011              | Increase        | Decrease | 31 December 2012 |  |  |  |
| Short-term loan to related party   |            |                               |                 |          |                  |  |  |  |
| Datapro Computer Systems           | Subsidiary |                               |                 |          |                  |  |  |  |
| Company Limited                    |            | -                             | 59,980          | (26,581) | 33,399           |  |  |  |
|                                    |            |                               |                 |          |                  |  |  |  |
| Short-term loan from related party |            |                               |                 |          |                  |  |  |  |
| Datapro Computer Systems           | Subsidiary |                               |                 |          |                  |  |  |  |
| Company Limited                    |            | 2,373                         | _               | (2,373)  | -                |  |  |  |

#### Short-term loan to related party

Loan to Datapro Computer Systems Company Limited represents the loan in form of promissory note of Baht 33 million due for repayment at call and carrying interest at the rate of 9 percent per annum.

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## **Directors and management's benefits**

During the years ended 31 December 2012 and 2011, the Company and its subsidiary had employee benefit expenses of their directors and management as below.

|                              |             |             | (Unit: Million Baht) |      |  |  |
|------------------------------|-------------|-------------|----------------------|------|--|--|
|                              | Conso       | lidated     | Separate             |      |  |  |
|                              | financial s | tatements   | financial statements |      |  |  |
|                              | <u>2012</u> | <u>2011</u> | 2012                 | 2011 |  |  |
| Short-term employee benefits | 25          | .23         | 1                    | 1    |  |  |
| Post-employment benefits     | 1           | 1           |                      |      |  |  |
| Total                        | 26          | 24          | 1                    | 1    |  |  |

#### 7. Cash and cash equivalents

|               |             |             | (Unit: Thousand Baht) |             |  |  |
|---------------|-------------|-------------|-----------------------|-------------|--|--|
|               | Conso       | lidated     | Separate              |             |  |  |
|               | financial s | tatements   | financial statements  |             |  |  |
|               | <u>2012</u> | <u>2011</u> | 2012                  | <u>2011</u> |  |  |
| Cash          | 108         | 105         | 5                     | 5           |  |  |
| Bank deposits | 54,652      | 10,528      | 2,146                 | 444         |  |  |
| Total         | 54,760      | 10,633      | 2,151                 | 449         |  |  |

As at 31 December 2012, bank deposits in saving accounts carried interests between 0.60 and 0.63 percent per annum (2011: between 0.25 and 0.75 percent per annum).

#### 8. Trade and other receivables

|   | (Unit: The    | (Unit: Thousand Baht) |  |  |
|---|---------------|-----------------------|--|--|
|   | Consolid      | lated                 |  |  |
|   | financial sta | financial statements  |  |  |
|   | 2012          | <u>2011</u>           |  |  |
| Trade receivables - related parties       |               |                       |  |  |
| Aged on the basis of due dates            |               |                       |  |  |
| Not yet due                               | 1,002         | 264                   |  |  |
| Past due                                  |               |                       |  |  |
| Up to 3 months                            | 2,028         | 4,401                 |  |  |
| 3 - 6 months                              | -             | 674                   |  |  |
| 6 - 12 months                             | 68            | <u>.</u>              |  |  |
| Total trade receivables - related parties | 3,098         | 5,339                 |  |  |
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(Unit: Thousand Baht) Consolidated

|  | financial sta | financial statements |  |  |
|--|---------------|----------------------|--|--|
|  | <u>2012</u>   | <u>2011</u>          |  |  |
| Trade receivables - unrelated parties            |               |                      |  |  |
| Aged on the basis of due dates                   |               |                      |  |  |
| Not yet due                                      | 277,165       | 229,275              |  |  |
| Past due   |               |                      |  |  |
| Up to 3 months                                   | 97,339        | 114,963              |  |  |
| 3 - 6 months                                     | 49,385        | 12,215               |  |  |
| 6 - 12 months                                    | 7,134         | 10,403               |  |  |
| Over 12 months                                   | 20,281        | 21,533               |  |  |
| Total  | 451,304       | 388,389              |  |  |
| Less: Allowance for doubtful debts               | (20,251)      | (22,206)             |  |  |
| Total trade receivables - unrelated parties, net | 431,053       | 366,183              |  |  |
| Total trade receivable - net                     | 434,151       | 371,522              |  |  |
| Other receivables                                |               |                      |  |  |
| Accrued income                                   | 5,752         | 5,085                |  |  |
| Total other receivables                          | 5,752         | 5,085                |  |  |
| Total trade and other receivables - net          | 439,903       | 376,607              |  |  |
|  |               |                      |  |  |

The balance of trade receivables as at 31 December 2012 included trade receivables amounting to Baht 112 million (2011: Baht 129 million) which the subsidiary has assigned its rights over collection to factoring companies in accordance with the factoring agreements with interest as stipulated in the agreements. If the assignees are unable to make collection from the subsidiary's debtors, the subsidiary agrees to pay the outstanding debt balances to the assignees.

#### 9. **Inventories**

(Unit: Thousand Baht)

|   | Consolidated financial statements  |               |             |             |                    |             |
|---|--|---------------|-------------|-------------|--------------------|-------------|
|   |  |               | Reduce co   | st to net   |                    |             |
|   | Co   | st            | realisable  | value       | Inventorie         | es - net    |
|   | <u>2012</u>  | <u> 2011</u>  | <u>2012</u> | <u>2011</u> | <u>2012</u>        | <u>2011</u> |
| Finished goods  | 134,542  | 91,157        | (1,775)     | (1,638)     | 132,767            | 89,519      |
| Goods under   |  |               |             |             |                    |             |
| installation  | 265,439  | 107,959       | -           | -           | 265,439            | 107,959     |
| Goods in transit  | 44,775   | 17,894        |             |             | 144,775            | 17,894      |
| Total   | 444,756  | 217,010       | (1,775)     | (1988)      | 42 <del>,981</del> | 215,372     |
| บริษัท พรีเมียร์ เทคโนโลยี จำกัด (ระ<br>PREMIER TECHNOLOGY PUBLIC COMPANY | ungu) I  | Duangthip Ear | $I^{}$      | Harin U     | Julia              | 12          |
|   | The second secon |               | แรมทกา      | ,           |                    | •           |

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#### 10. Other current assets

|                                    |              |              | (Unit: Th    | ousand Baht) |  |
|------------------------------------|--------------|--------------|--------------|--------------|--|
|                                    | Consoli      | dated        | Separate     |              |  |
| _                                  | financial st | atements     | financial st | atements     |  |
|                                    | <u>2012</u>  | <u> 2011</u> | 2012         | 2011         |  |
| Withholding tax deducted at source | 6,694        | 29,525       | 825          | 142          |  |
| Prepaid expenses                   | 12,989       | 14,248       | 386          | 240          |  |
| Others                             | 9,142        | 3,378        | 4,097        | 1,199        |  |
| Total other current assets         | 28,825       | 47,151       | 5,308        | 1,581        |  |

#### 11. Restricted bank deposits

Deposits with banks of the Company and its subsidiary have been pledged as security against credit facilities obtained from the financial institutions which are consist of loans, bank guarantees and other credit facilities.

#### 12. Investment in subsidiary

Details of investment in subsidiary as presented in separate financial statements are as follows:

|                                   |             |             |             |             |             | (U          | nit: Thousa | nd Baht)    |
|-----------------------------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
|                                   |             |             | Sharel      | nolding     |             |             | Dividend r  | eceived     |
| Company's                         | Paid-up     | capital     | perce       | ntage       | C           | ost         | during th   | e year      |
|                                   | <u>2012</u> | <u>2011</u> | <u>2012</u> | <u>2011</u> | <u>2012</u> | <u>2011</u> | 2012        | <u>2011</u> |
| ,                                 |             |             | (%)         | (%)         |             |             |             |             |
| Datapro Computer Systems          |             |             |             |             |             |             |             |             |
| Company Limited                   | 30,000      | 30,000      | 100         | 100         | 255,887     | 255,887     | 39,899      | 56,999      |
| Less: Allowance for impairment of |             |             |             |             |             |             |             |             |
| investment in subsidiary          |             |             |             |             | (103,160)   | (103,160)   |             |             |
| Investment in subsidiary - net    |             |             |             |             | 152,727     | 152,727     |             |             |

During the year 2012, a meeting of subsidiary's Board of Directors approved the payment of an interim dividend for 2012 of approximately Baht 40 million to the shareholders at Baht 133 per share. The subsidiary paid such dividend in June 2012.

In June and December 2011, a meeting of subsidiary's Board of Directors approved the payment of an interim dividend for 2011 at Baht 100 per share and Baht 90 per share, respectively, totaling of Baht 57 million to the shareholders.

มรณีพ พริกัยก (พระโนโลกี จำกัด (มหาชน) Premion กล แพบยอดหยบยมด Company Limited

Duangthip Famrangeoi , Harin Upan

13. Investment in associate

| associate: |
|------------|
| of         |
| Details    |
| 13.1       |

| (Unit: Thousand Baht)                   | ounts based            | method           | 2011                  | 1,185   | (Unit: Thousand Baht) |                               | ounts based              | thod - net           | 2011 |            | 1,384                                    |                                       |
|---|------------------------|------------------|-----------------------|---|-----------------------|-------------------------------|--------------------------|----------------------|------|------------|--|---------------------------------------|
| (Unit: Tho                              | Carrying amounts based | on equity method | 2012                  | 898   | (Unit: Tho            |                               | Carrying amounts based   | on cost method - net | 2012 |            | 1,384                                    |                                       |
| (U<br>Consolidated financial statements |                        | st               | 2011                  | 5,200   |                       | statements                    | Allowance for impairment | of investment        | 2011 |            | (3,816)                                  |                                       |
| Consolidated                            |                        | Cost             | 2012                  | 5,200   |                       | Separate financial statements | Allowance fo             | of inve              | 2012 |            | (3,816)                                  |                                       |
|   | olding                 | ntage            | <u>2011</u><br>(%)    | 26  |                       | Separ                         |                          | st                   | 2011 |            | 5,200                                    |                                       |
|   | Shareholding           | percentage       | <u>2012</u><br>(%)    | 26  |                       |                               |                          | Cost                 | 2012 |            | 5,200                                    |                                       |
|   | Country of             | incorporation    |                       | Thailand                                      |                       |                               | Shareholding             | percentage           | 2011 | (%)        | 26                                       |                                       |
|   | Cou                    | incorp           |                       | Tha   |                       |                               | Share                    | perce                | 2012 | (%)        | 26                                       |                                       |
|   | Nature of              | business         |                       | Service                                       |                       |                               | Country of               | incorporation        |      | - C        |  |                                       |
|   |                        |                  |                       | Limited                                       |                       |                               | of                       | 1                    |      | ç          | υ  |                                       |
|   |                        | пе               |                       | company                                       |                       |                               | Nature                   | business             |      | , and of   | 001                                      |                                       |
| Hasin<br>Premier                        |                        | Company's nar    |                       | r Technology C                                |                       |                               |                          | mpany's name         |      | Tachnology | Limited                                  |                                       |
| ибъём<br>Рреміек                        | Witt<br>TECH           | lur<br>Noc       | អោកដែមែ<br>OGY PUBI   | <u>ရှိ</u><br>(၃)<br>(၃)<br>(၁)<br>(၁)<br>(၁) | G (311<br>IPANY       | erer<br>Limi                  | 4)<br>TED                | ompany               |      |            |  |                                       |
|   |                        |                  | 0                     |   | w                     |                               | (                        |                      |      | Advance    |  | e de l'arche                          |
|   | !                      | \ <i>\</i>       | A second condition of | gthip La                                      | umrun                 | groj)                         |                          |                      |      | ·          | en e | , , , , , , , , , , , , , , , , , , , |

#### 13.2 Share of profit/loss

During the years, the Company has recognised its share of loss from investment in associated company in the consolidated financial statements as follows:

|  | (Unit: Thousand Ba   |             |  |
|--|--|-------------|--|
|  | Consolidated finance                                       |             |  |
|  | Share of loss from investment in associate during the year |             |  |
| Company's name                           |  |             |  |
|  | <u>2012</u>  | <u>2011</u> |  |
| Advance Cyber Technology Company Limited | (287)  | (199)       |  |

#### 13.3 Summarised financial information of associate

Financial information of the associated company is summarised below.

|                          |             |             |             |             |             |             |             |             | (Unit: Mil  | lion Baht)  |
|--------------------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
|                          | Paid-up     | capital     | Total       | assets      | Total li    | iabilities  | Total rev   | enues for   | Loss        | for the     |
|                          | as          | at          | as          | at          | as          | s at        | the year    | rs ended    | years       | ended       |
| Company's name           | 31 December |             |
|                          | <u>2012</u> | <u>2011</u> | <u>2012</u> | <u>2011</u> | 2012        | <u>2011</u> | 2012        | <u>2011</u> | 2012        | <u>2011</u> |
| Advance Cyber Technology |             |             |             |             |             |             |             |             |             |             |
| Company Limited          | 20          | 20          | 7           | 8           | 4           | 4           | -           | 1           | -           | (1)         |

Financial information and share of loss of associate were determined based on the financial statements prepared by its managements and were not audited by its auditors. The Company believes that the value of the investment would not significantly differ if the financial statements had been audited by auditor.

#### 14. Investment properties

The net book value of investment properties as at 31 December 2012 and 2011 are presented below.

|   |   | (Unit: Thousand Baht) |
|---|---|-----------------------|
|   | Consolidated  | Separate              |
| บริธัท พริปสิชธ์ เพตโนโลยี จำกัด (รมชาชน) | financial statements                                      | financial statements  |
| PREMIER TECHNOLOGY PUBLIC COMPANY LIMITED | Land and  | Land and              |
|   | office building   | office building       |
| 31 December 2012                          | ,   |                       |
| Cost                                      | 158,744   | 263,470               |
| Less Accumulated depreciation             | (4,254)   | (6,896)               |
| Net book value                            | 154,490   | 256,574               |
| 010W                                      |   |                       |
| Duangthip Ennameroi Garia                 | Tromana and an and an | 15                    |

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|                               |                      | (Unit: Thousand Baht) |
|-------------------------------|----------------------|-----------------------|
|                               | Consolidated         | Separate              |
|                               | financial statements | _financial statements |
|                               | Land and             |                       |
|                               | office building      | office building       |
| 31 December 2011              |                      |                       |
| Cost                          | 176,255              | 255,155               |
| Less Accumulated depreciation | (792)                | (1,147)               |
| Net book value                | 175,463              | 254,008               |

A reconciliation of the net book value of investment properties for the year 2012 and 2011 are presented below.

(Unit: Thousand Baht)

For the years anded 24 December

|   | For the years ended 31 December |             |                      |             |  |
|---|---------------------------------|-------------|----------------------|-------------|--|
|   | Consoli                         | idated      | Separate             |             |  |
|   | financial statements            |             | financial statements |             |  |
|   | <u>2012</u>                     | <u>2011</u> | <u>2012</u>          | <u>2011</u> |  |
| Net book value at beginning of year             | 175,463                         | ~           | 254,008              | -           |  |
| Transfers of investment properties to property, |                                 |             |                      |             |  |
| plant and equipment                             | (22,518)                        | -           | -                    | -           |  |
| Acquisition of land and office building         | -                               | 176,255     | -                    | 255,155     |  |
| Renovation of office building                   | 5,007                           | -           | 8,315                | -           |  |
| Depreciation charged                            | (3,462)                         | (792)       | (5,749)              | (1,147)     |  |
| Net book value at end of year                   | 154,490                         | 175,463     | 256,574              | 254,008     |  |

On 4 July 2011, a meeting of the Company's Board of Directors passed a resolution approving its participation in the bidding to acquire a plot of land with an office building thereon through an auction arranged by the Legal Execution Department of the Ministry of Justice. On 5 July 2011, the Company joined and won the bidding to acquire the property. The price of the property and other related expenses paid by the Company together totaled Baht 255 million.

The fair value of the investment properties as at 31 December 2012 and 2011 stated below.

(Unit: Thousand Baht) Consolidated Separate ประวัท พริเนียร์ เทอร์กโมนี จำกัด (มหารณ) financial statements financial statements PREMIER TECHNOLOGY PUBLIC COMPANY LIMITED 2012 2012 2011 <u>2011</u> Land and office building 167,392 192,036 278,000 278,000

The fair value of the above investment properties have been determined based on valuations performed by an accredited independent valuer by using market prices.

The Company has mortgaged such investment properties as chateral against a longterm loan from a company.

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# 15. Property, plant and equipment

(Unit: Thousand Baht)

| -                            | <del></del>    |                               | Consolid                          | ated financial st                | atements |              |             |
|------------------------------|----------------|-------------------------------|-----------------------------------|----------------------------------|----------|--------------|-------------|
|                              |                |                               | Furniture,                        |                                  |          |              |             |
|                              |                |                               | fixtures                          | Computer                         |          | Assets       |             |
| •                            |                |                               | and                               | and                              | Motor    | under        |             |
| -                            | Land           | Building                      | equipment                         | equipment                        | vehicles | installation | Total       |
| Cost:                        |                | ,                             |                                   |                                  |          |              |             |
| 1 January 2011               | -              | -                             | 82,696                            | 300,527                          | 524      | 30,483       | 414,230     |
| Additions                    | 43,440         | 35,460                        | 7,096                             | 41,816                           | 1,066    | 19,456       | 148,334     |
| Disposals                    | -              | -                             | (2,266)                           | (37,981)                         | -        | -            | (40,247)    |
| Transfers in (out)           | -              |                               | 41,206                            | 5,867                            | -        | (47,073)     | -           |
| 31 December 2011             | 43,440         | 35,460                        | 128,732                           | 310,229                          | 1,590    | 2,866        | 522,317     |
| Additions                    | -              | -                             | 3,709                             | 46,106                           | -        | 10,748       | 60,563      |
| Disposals                    | -              | -                             | (6,048)                           | (61,670)                         | -        | -            | (67,718)    |
| Transfers in (out)           | -              | 977                           | 8,560                             | -                                | -        | (9,537)      | -           |
| Transfers of investment      |                |                               |                                   |                                  |          |              |             |
| properties to                |                |                               |                                   |                                  |          |              |             |
| property, plant and          |                |                               |                                   |                                  |          |              |             |
| equipment                    | 12,454         | 10,063                        | <u>-</u>                          |                                  |          | _            | 22,517      |
| 31 December 2012             | 55,894         | 46,500                        | 134,953                           | 294,665                          | 1,590    | 4,077        | 537,679     |
| Accumulated depreciation     | n:             |                               |                                   |                                  |          |              |             |
| 1 January 2011               | -              | -                             | 62,210                            | 238,659                          | 522      | -            | 301,391     |
| Depreciation for the year    | -              | 355                           | 11,586                            | 43,872                           | 184      | -            | 55,997      |
| Depreciation on              |                |                               |                                   |                                  |          |              |             |
| disposals                    | <u>-</u>       |                               | (2,100)                           | (37,339)                         | -        | -            | (39,439)    |
| 31 December 2011             | -              | 355                           | 71,696                            | 245,192                          | 706      |              | 317,949     |
| Depreciation for the year    | -              | 2,287                         | 13,215                            | 41,066                           | 215      | -            | 56,783      |
| Depreciation on              |                |                               |                                   |                                  |          |              |             |
| disposals                    | <del>-</del>   |                               | (5,933)                           | (56,418)                         |          | -            | (62,351)    |
| 31 December 2012             | -              | 2,642                         | 78,978                            | 229,840                          | 921      | -            | 312,381     |
| Net book value:              |                |                               |                                   |                                  |          |              |             |
| 31 December 2011             | 43,440         | 35,105                        | 57,036                            | 65,037                           | 884      | 2,866        | 204,368     |
| 31 December 2012             | 55,894         | 43,858                        | 55,975                            | . 64,825                         | 669      | 4,077        | 225,298     |
| Depreciation for the year:   |                |                               | หกในโลยี <b>จำ</b> กั             | ,                                | T        | <del></del>  |             |
| 2011 (Baht 28 million includ | PREMI          | er tectinolo<br>cost, and the | DGY PUBLIC CON<br>Lbalance_in.adr | APANY LIMITED  ninistrative expe | enses)   |              | 55,997      |
| 2012 (Baht 28 million includ | led in service | cost, and the                 | balance in adr                    | ninistrative exp                 | enses)   | =            | 56,783      |
|                              |                | 6)                            |                                   | JUY M                            |          | 7 =          | <del></del> |

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## 15. Property, plant and equipment (continued)

| Cost:         31           1 January 2011         31           31 December 2011         31           Additions         358           31 December 2012         389           Accumulated depreciation:         14           1 January 2011         14           Depreciation for the year         6           31 December 2011         20           Depreciation for the year         11           31 December 2012         31           Net book value:         31           31 December 2012         358           Depreciation for the year (include in administrative expenses):         6           2011         6           2012         11   |  | (Unit: Thousand Baht) |
|--|--|-----------------------|
| Cost:         Furniture and office equipment           1 January 2011         31           31 December 2011         31           Additions         358           31 December 2012         389           Accumulated depreciation:         14           1 January 2011         14           Depreciation for the year         6           31 December 2011         20           Depreciation for the year         11           31 December 2012         31           Net book value:         31           31 December 2011         11           31 December 2012         358           Depreciation for the year (include in administrative expenses):         6           2011         6 |  | Separate              |
| Cost:         office equipment           1 January 2011         31           31 December 2011         31           Additions         358           31 December 2012         389           Accumulated depreciation:         1           1 January 2011         14           Depreciation for the year         6           31 December 2011         20           Depreciation for the year         11           31 December 2012         31           Net book value:         31 December 2011           31 December 2012         358           Depreciation for the year (include in administrative expenses):         6           2011         6  |  | financial statements  |
| Cost:         1 January 2011       31         31 December 2011       31         Additions       358         31 December 2012       389         Accumulated depreciation:       14         1 January 2011       14         Depreciation for the year       6         31 December 2011       20         Depreciation for the year       11         31 December 2012       31         Net book value:       31         31 December 2011       11         31 December 2012       358         Depreciation for the year (include in administrative expenses):         2011       6  |  | Furniture and         |
| 1 January 2011       31         31 December 2011       31         Additions       358         31 December 2012       389         Accumulated depreciation:       14         1 January 2011       14         Depreciation for the year       6         31 December 2011       20         Depreciation for the year       11         31 December 2012       31         Net book value:       31         31 December 2011       11         31 December 2012       358         Depreciation for the year (include in administrative expenses):       2011  |  | office equipment      |
| 31 December 2011       31         Additions       358         31 December 2012       389         Accumulated depreciation:       14         1 January 2011       14         Depreciation for the year       6         31 December 2011       20         Depreciation for the year       11         31 December 2012       31         Net book value:       31         31 December 2011       11         31 December 2012       358         Depreciation for the year (include in administrative expenses):       2011  | Cost:  | -                     |
| Additions 358  31 December 2012 389  Accumulated depreciation:  1 January 2011 14  Depreciation for the year 6  31 December 2011 20  Depreciation for the year 11  31 December 2012 31  Net book value:  31 December 2011 11  31 December 2012 358  Depreciation for the year (include in administrative expenses):  2011 6  | 1 January 2011   | 31                    |
| 31 December 2012 389  Accumulated depreciation:  1 January 2011 14  Depreciation for the year 6  31 December 2011 20  Depreciation for the year 11  31 December 2012 31  Net book value:  31 December 2011 11  31 December 2011 11  31 December 2012 358  Depreciation for the year (include in administrative expenses):  2011 6  | 31 December 2011   | 31                    |
| Accumulated depreciation:         1 January 2011       14         Depreciation for the year       6         31 December 2011       20         Depreciation for the year       11         31 December 2012       31         Net book value:       11         31 December 2011       11         31 December 2012       358         Depreciation for the year (include in administrative expenses):         2011       6  | Additions  | 358                   |
| 1 January 2011       14         Depreciation for the year       6         31 December 2011       20         Depreciation for the year       11         31 December 2012       31         Net book value:         31 December 2011       11         31 December 2012       358         Depreciation for the year (include in administrative expenses):         2011       6   | 31 December 2012   | 389                   |
| Depreciation for the year 6  31 December 2011 20  Depreciation for the year 11  31 December 2012 31  Net book value:  31 December 2011 11  31 December 2011 318  Depreciation for the year (include in administrative expenses):  2011 6   | Accumulated depreciation:                                    |                       |
| 31 December 2011 20 Depreciation for the year 11 31 December 2012 31  Net book value: 31 December 2011 11 31 December 2012 358  Depreciation for the year (include in administrative expenses): 2011 6   | 1 January 2011   | 14                    |
| Depreciation for the year 11 31 December 2012 31  Net book value: 31 December 2011 11 31 December 2012 358  Depreciation for the year (include in administrative expenses): 2011 6   | Depreciation for the year                                    | 6                     |
| 31 December 2012  Net book value:  31 December 2011  31 December 2012  Depreciation for the year (include in administrative expenses):  2011  6  | 31 December 2011   | 20                    |
| Net book value:  31 December 2011  31 December 2012  358  Depreciation for the year (include in administrative expenses):  2011  6   | Depreciation for the year                                    | 11                    |
| 31 December 2011  31 December 2012  358  Depreciation for the year (include in administrative expenses):  2011  6  | 31 December 2012   | 31                    |
| 31 December 2012  Depreciation for the year (include in administrative expenses):  2011  6   | Net book value:  |                       |
| Depreciation for the year (include in administrative expenses):  2011 6  | 31 December 2011   | 11                    |
| 2011 6   | 31 December 2012   | 358                   |
|  | Depreciation for the year (include in administrative expense | s):                   |
| 2012   | 2011   | 6                     |
|  | 2012   | 11                    |

As at 31 December 2012 and 2011, land and building as presented in the consolidated financial statements is the portion of the Company's investment properties that it has leased to its subsidiary.

As at 31 December 2012, the subsidiary had equipment under finance lease agreements with net book values amounting to Baht 73 million (2011: Baht 63 million).

As at 31 December 2012, certain equipment items of the subsidiary have been fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to Baht 232 million (2011: Baht 221 million).

Land and building have been mortgaged as collateral against a long-term loan from a company.

Duangthip Hamrungroj ) ( Harin Upsa

## 16. Intangible assets :

Details of intangible assets which are the products' design and development costs are as follows:

|                                      | (Unit: Thousand Baht) |
|--------------------------------------|-----------------------|
|                                      | Consolidated          |
|                                      | financial statements  |
| As at 31 December 2012               |                       |
| Cost                                 | 13,188                |
| <u>Less</u> Accumulated amortisation | (1,760)               |
| Net book value                       | 11,428                |
|                                      |                       |
| As at 31 December 2011               |                       |
| Cost                                 | 11,607                |
| Less Accumulated amortisation        | (880)                 |
| Net book value                       | 10,727                |

A reconciliation of the net book value of intangible assets for the years 2012 and 2011 is presented below.

(Unit: Thousand Baht)

Consolidated

|                                     | financial st | atements    |
|-------------------------------------|--------------|-------------|
|                                     | <u>2012</u>  | <u>2011</u> |
| Net book value at beginning of year | 10,727       | 8,804       |
| Development costs                   | 1,581        | 2,803       |
| Amortisation                        | (880)        | (880)       |
| Net book value at end of year       | 11,428       | 10,727      |

#### 17. Short-term loans from financial institutions

(Unit: Thousand Baht)

Consolidated

|  |                     | 0011001     | ildatod     |
|--|---------------------|-------------|-------------|
|  | Interest rate       | financial s | tatements   |
|  | (percent per annum) | <u>2012</u> | <u>2011</u> |
| Short-term loans from banks            | MLR, MLR+0.25       | 28,198      | 27,806      |
| Accounts payable - factoring companies | •                   |             |             |
| (Note 8)                               | 7.48 and 7.75       | 101,247     | 112,623     |
| Total                                  |                     | 129,445     | 140,429     |

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PREMIER VECT-MOLOGY PUBLIC COMPANY LIMITED

Duangthip Eamrungroj

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Short-term loans from banks of the subsidiary are secured by the pledge of bank deposits of the subsidiary and the transfer of the right of the claim of collections from sales and service income from the customer to a bank.

#### 18. Trade and other payables

(Unit: Thousand Baht)

|                                    | Conso       | lidated     | Separate financial statements |             |
|------------------------------------|-------------|-------------|-------------------------------|-------------|
|                                    | financial s | tatements   |                               |             |
|                                    | <u>2012</u> | <u>2011</u> | <u>2012</u>                   | <u>2011</u> |
| Trade payables - unrelated parties | 531,325     | 296,347     | -                             | -           |
| Amounts due to related parties     |             |             |                               |             |
| (Note 6)                           | 1,837       | 913         | 15                            | 541         |
| Accrued expenses                   | 107,689     | 85,817      | 2,558                         | 2,132       |
| Total trade and other payables     | 640,851     | 383,077     | 2,573                         | 2,673       |

#### 19. Long-term loans

Long-term loans of the Company and its subsidiary consist of the followings:

|  |                                   |             | (Unit: Tho                    | usand Baht) |
|--|-----------------------------------|-------------|-------------------------------|-------------|
|  | Consolidated financial statements |             | Separate financial statements |             |
|  |                                   |             |                               |             |
|  | <u>2012</u>                       | <u>2011</u> | <u>2012</u>                   | <u>2011</u> |
| Long-term loans                          | 194,000                           | 196,140     | 194,000                       | 194,000     |
| Less: Current portion                    | (7,593)                           | (2,140)     | (7,593)                       | -           |
| Long-term loans - net of current portion | 186,407                           | 194,000     | 186,407                       | 194,000     |

In December 2011, the Company entered into a loan agreement with a company, under which interest is to be paid at 9% per annum for the first three years and then at MLR+1.25% per annum. There is a grace period until April 2013, and which principal and interest are to be paid monthly, with full payment to be made within October 2024. The loan is secured by the mortgage of investment properties of the Company and the pledge of 299,994 shares of the subsidiary.

Long-term loan of the subsidiary represents a loan obtained from a company to fund the purchase of assets of the subsidiary. The loan is to be repaid in annual installments within 3 years from the date specified in the agreement, together with interest as stipulated in the agreement. During the year 2012, the subsidiary completed

full payment of the loan. मार्ग्यम शहितीर्था (सार्वाधारिक्षी वे जीत (क्लाराधार) PREMIER TECHNOLOGY PUBLIC COMPANY LIMITED

Haria Upra

Duangthip Faurungroi

## 20. Long-term liabilities

Long-term liabilities of the subsidiary represent liabilities under finance lease agreements which are summarised below.

(Unit: Thousand Baht)

Consolidated

|  | financial statements |              |  |
|--|----------------------|--------------|--|
|  | <u>2012</u>          | <u> 2011</u> |  |
| Liabilities under finance lease agreements     | , 70,081             | 55,000       |  |
| Less: Deferred interest expenses               | (4,702)              | (3,539)      |  |
|  | 65,379               | 51,461       |  |
| Less: Current portion                          | (35,252)             | (30,648)     |  |
| Long-term liabilities - net of current portion | 30,127               | 20,813       |  |

The subsidiary has entered into the finance lease agreements with leasing companies for rental of equipment for use in its operation, whereby it is committed to pay rental on a monthly basis. The terms of the agreements are 3 years. The assets acquired by the subsidiary under the finance lease agreements have been recorded at their cash price.

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

(Unit: Million Baht)

|  | As at 31 December 2012 |           |       |  |
|--|------------------------|-----------|-------|--|
|  | Less than              |           |       |  |
|  | 1 year                 | 1-3 years | Total |  |
| Future minimum lease payments                  | 38                     | 32        | 70    |  |
| Deferred interest expenses                     | (3)                    | (2)       | (5)   |  |
| Present value of future minimum lease payments | 35                     | 30        | 65    |  |

(Unit: Million Baht)

As at 31 December 2011

|  |    | Less than |           |       |
|--|----|-----------|-----------|-------|
|  |    | 1 year    | 1-3 years | Total |
| Future minimum lease payments  |    | 33        | 22        | 55    |
| Deferred interest expenses   | ,  | (3)       | (1)       | (4)   |
| Present value of future minimum lease payments   |    | 30        | 21        | 51    |
| The second of th | 15 | 76        |           |       |

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Harin Upra

#### 21. Provision for long-term employee benefits

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

(Unit: Thousand Baht)
Consolidated

| _   | financial st                                 | atements    |
|---|--|-------------|
|   | <u>2012</u>                                  | <u>2011</u> |
| Provisions for long-term employee benefits at             |  |             |
| beginning of year   | 32,166                                       | 34,177      |
| Current service cost                                      | 4,521  | 4,566       |
| Interest cost   | 1,413  | 1,309       |
| Benefits paid during the year                             | -  | (2,680)     |
| Actuarial gain  | <u>.                                    </u> | (5,206)     |
| Provisions for long-term employee benefits at end of year | 38,100                                       | 32,166      |

Long-term employee benefit expenses presented in administrative expenses which included in the profit or loss for the year ended 31 December 2012 amounted to Baht 6 million (2011: Baht 6 million).

The cumulative amount of actuarial gain was recognised in the other comprehensive income for the year ended 31 December 2011 of approximately Baht 5 million.

Principal actuarial assumptions at the valuation date were as follows:

|  | Consolidated  |               |  |
|--|---------------|---------------|--|
|  | financial     | statements    |  |
|  | <u>2012</u>   | <u>2011</u>   |  |
|  | (% per annum) | (% per annum) |  |
| Discount rate                                      | 4.0           | 4.0           |  |
| Future salary increase rate                        | 5.0, 5.5      | 5.0, 5.5      |  |
| Staff turnover rate (depending on age of employee) | 1.0 - 15.0    | 1.0 - 15.0    |  |

Amounts of defined benefit obligation for the current and previous two periods are as follows:

(Unit: Thousand Baht)

PREMITER TECHNOLOGY PUBLIC COMPANY LIMITED

Year 2012

Year 2011

Year 2010

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

#### 23. Expenses by nature

Significant expenses by nature are as follows:

|                                    |             |              | (Unit: The           | ousand Bant) |
|------------------------------------|-------------|--------------|----------------------|--------------|
|                                    | Conso       | Consolidated |                      | rate         |
|                                    | financial s | tatements    | financial statements |              |
|                                    | <u>2012</u> | <u>2011</u>  | 2012                 | <u>2011</u>  |
| Salary and other employee benefits | 397,492     | 347,067      | 1,194                | 1,090        |
| Depreciation                       | 60,244      | 56,790       | 5,760                | 1,153        |
| Rental expenses from operating     |             |              |                      |              |
| lease agreements                   | 26,002      | 20,152       | -                    | -            |
| Purchase of goods                  | 1,717,628   | 1,308,977    | -                    | -            |
| Changes in finished goods          | (200,865)   | (40,801)     | -                    | -            |

#### 24. Income tax expenses

The Company had no corporate income tax payable for the years 2012 and 2011 since dividend income was exempted from income tax under section 65 bis (10) of the Revenue Code.

Income tax of the subsidiary was calculated on profit before income tax for the year, after adding back expenses and deducting income which are disallowable for tax computation purposes.

In October 2011, the cabinet passed a resolution to reduce the corporate income tax rate from 30 percent to 23 percent in 2012, and then to 20 percent from 2013. In addition, in order to comply with the resolution of the cabinet, in December 2011, the decreases in tax rates for 2012 - 2014 were enacted through a royal decree.

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#### 25. Promotional privileges

The subsidiary has received promotional privileges from the Board of Investment for Enterprise Software and Digital Content, pursuant to the promotion certificate No. 1924(7)/2553 issued on 30 July 2010. Subject to certain imposed conditions, the privileges include an exemption from corporate income tax for a period of 8 years from the date the promoted operations commenced generating revenues (20 June 2012)

However, for the year 2012 the subsidiary has operating loss from this promoted activity.

#### 26. Basic earnings per share

Basic earnings per share is calculated by dividing profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year after deducting 230,175 shares of the Company held by the subsidiary.

|                                     | Consolidated financial statements |             | Separate financial statements |             |
|-------------------------------------|-----------------------------------|-------------|-------------------------------|-------------|
|                                     |                                   |             |                               |             |
|                                     | <u>2012</u>                       | <u>2011</u> | 2012                          | <u>2011</u> |
| Profit for the year (Thousand Baht) | 73,482                            | 51,326      | 27,889                        | 45,350      |
| Weighted average number of ordinary |                                   |             |                               |             |
| shares (Thousand shares)            | 141,714                           | 141,714     | 141,714                       | 141,714     |
| Earnings per share (Baht/share)     | 0.52                              | 0.36        | 0.20                          | 0.32        |

#### 27. Financial information by segment

The Company and its subsidiary's business operations involve two principal segments, distribution of computer and provision of services relating to computer systems and rent out space and services, and are carried on in the single geographic area of Thailand. Below is the consolidated financial information of the Company and its subsidiary for the years ended 31 December 2012 and 2011 by segment.

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(Unit: Million Baht)

|                                  | compu       | ter and     |            |             |            |             |        |             |
|----------------------------------|-------------|-------------|------------|-------------|------------|-------------|--------|-------------|
|                                  | provision   | of services |            |             |            |             |        |             |
|                                  | relating to | computer    | Rent out s | pace and    | Eliminatio | n of inter- |        |             |
|                                  | systems     | segment     | services   | segment     | segment    | revenues    | Consol | idation     |
| ·                                | <u>2012</u> | <u>2011</u> | 2012       | <u>2011</u> | 2012       | <u>2011</u> | 2012   | <u>2011</u> |
| Revenues from external customers |             |             |            |             |            |             |        |             |
| Sale                             | 1,500       | 1,284       | -          | - '         | -          | -           | 1,500  | 1,284       |
| Rental and service income        | 697         | 557         | 8          |             |            |             | 705    | 557_        |
| Total revenues from external     |             |             |            |             |            |             |        |             |
| customers                        | 2,197       | 1,841       | 8          | -           | -          | -           | 2,205  | 1,841       |
| Inter-segment revenues           |             | -           | 20         | 3           | (20)       | (3)         |        |             |
| Total revenues                   | 2,197       | 1,841       | 28         | 3           | (20)       | (3)         | 2,205  | 1,841       |
| Segment operating profit         | 556         | 501         | 2          | -           |            |             | 558    | 501         |
| Unallocated income and expenses: |             |             |            |             |            |             |        |             |
| Other income                     |             |             |            |             |            |             | 27     | 19          |
| Selling expenses                 |             |             |            |             |            |             | (180)  | (144)       |
| Administrative expenses          |             |             |            |             |            |             | (278)  | (285)       |
| Finance cost                     |             |             |            |             |            |             | (32)   | (14)        |
| Income tax expenses              |             |             |            |             |            |             | (22)   | (26)        |
| Profit for the year              |             |             |            |             |            |             | 73     | 51          |
|                                  |             |             |            |             |            |             |        |             |

(Unit: Million Baht)

Distribution of computer and provision of services

Distribution of

|                               | relating to | computer    | Rent out s  | space and   | Elimination | n of inter- |             |             |
|-------------------------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
|                               | systems     | segment     | services    | segment     | segment i   | evenues     | Consol      | idation     |
|                               | <u>2012</u> | <u>2011</u> | <u>2012</u> | <u>2011</u> | 2012        | <u>2011</u> | <u>2012</u> | <u>2011</u> |
| Investment properties         | -           | -           | 256         | 254         | (102)       | (79)        | 154         | 175         |
| Property, plant and equipment | 123         | 125         | -           | -           | 102         | 79          | 225         | 204         |
| Other assets                  | 1,122       | 856         | 197         | 184         | (190)       | (183)       | 1,129       | 857         |
| Total assets                  | 1,245       | 981         | 453         | 438         | (190)       | (183)       | 1,508       | 1,236       |

Transfer prices between business segments are as set

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#### 28. Provident fund

The subsidiary and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the subsidiary contributed to the fund monthly at the rate of 5 percent of basic salary. The fund, which is managed by TISCO Assets Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. During the year 2012, the subsidiary contributed Baht 7 million (2011: Baht 7 million) to the fund.

#### 29. Dividends

|                          |                            | Total          | Dividend  |                |
|--------------------------|----------------------------|----------------|-----------|----------------|
|                          | Approved by                | Dividends      | per share | Paid in month  |
|                          |                            | (Million Baht) | (Baht)    |                |
| Dividends for 2010       | Annual General Meeting of  |                |           |                |
|                          | the shareholders on        |                |           |                |
|                          | 21 April 2011              | 21             | 0.15      | May 2011       |
| Interim dividends on     | A Meeting of the Company's |                |           |                |
| profit for the period as | Board of Directors on      |                |           |                |
| from January to June     | 4 August 2011              |                |           |                |
| 2011                     |                            | 14             | 0.10      | September 2011 |
| Total dividends for 2011 |                            | 35             |           |                |
|                          |                            |                |           |                |
| Dividends for 2011       | Annual General Meeting of  |                |           |                |
|                          | the shareholders on        |                |           |                |
|                          | 26 April 2012              | 14             | 0.10      | May 2012       |
| Total dividends for 2012 |                            | 14             |           | -              |
|                          |                            |                |           |                |

## 30. Commitments and contingent liabilities

#### 30.1 Operating lease commitments

The subsidiary has entered into several lease agreements in respect of the lease of office building space and related services. The terms of the agreements are generally

between 1 and 13 years.

Duangthip Eamrungroj

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

(Unit: Million Baht)

|                                  | As at 31    | December    |
|----------------------------------|-------------|-------------|
|                                  | <u>2012</u> | <u>2011</u> |
| Payable:                         |             |             |
| in up to 1 year                  | 14          | 13          |
| In over 1 year and up to 5 years | . 36        | 11          |
| In over 5 years                  | 6           | 8           |

#### 30.2 Service commitments

The Company and its subsidiary have entered into management service agreements with a related company, whereby management fees totaling Baht 0.5 million per month (2011: Baht 0.5 million per month) are payable in the future, with Baht 0.1 million per month Baht (2011: 0.1 million per month) payable by the Company. The agreements end in December 2013 but they automatically renew for periods of one year each time until terminated.

#### 30.3 Bank guarantees

As at 31 December 2012, the Company and its subsidiary have outstanding bank guarantees of approximately Baht 73 million (2011: Baht 84 million) issued by banks on behalf of the Company and its subsidiary in respect of certain performance bonds as required in the normal course of business of the Company and its subsidiary. These included letters of guarantee amounting to Baht 72 million (2011: Baht 84 million) to guarantee contractual performance of the subsidiary and amounting to Baht 1 million (2011: Nil) to guarantee electricity use of the Company.

#### 31. Financial instruments

#### 31.1 Financial risk management

The Company and its subsidiary's financial instruments, as defined under Thai Accounting Standard No. 107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, restricted bank deposits, trade receivables, loans, investments, short-term and long-term loans and long-term liabilities. The financial risks associated with these financial instruments and how they are

managed is described below.

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#### Credit risk

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

#### Interest rate risk

The Company and its subsidiary's exposure to interest rate risk relates primarily to their cash at banks, loans, short-term and long-term loans and long-term liabilities. However, since most of the Company and its subsidiary's 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. The Company and its subsidiary do not use derivative instruments to hedge such risk.

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)

|  |            | As at 31 December 2012 |               |                                      |                          |             |  |  |  |
|--|------------|------------------------|---------------|--------------------------------------|--------------------------|-------------|--|--|--|
|  | Fixed inte | erest rates            |               |                                      |                          |             |  |  |  |
|  | Within     | 1-3                    | Floating      | Non-interest                         |                          | Interest    |  |  |  |
| Consolidated financial statements  | 1 year     | years                  | interest rate | bearing                              | Total                    | rate        |  |  |  |
|  |            |                        |               |                                      |                          | (% p.a.)    |  |  |  |
| Financial assets   |            |                        |               |                                      |                          |             |  |  |  |
| Cash and cash equivalents  | -          | -                      | 55            | -                                    | 55                       | Note 7      |  |  |  |
| Trade and other receivables  | -          | -                      | -             | 440                                  | 440                      | -           |  |  |  |
| Restricted bank deposits   | -          |                        | 33            |                                      | 33                       | 1.60        |  |  |  |
|  | -          | -                      | 88            | 440                                  | 528                      |             |  |  |  |
| Financial liabilities  |            |                        |               |                                      |                          |             |  |  |  |
| Short-term loans from financial  |            |                        |               |                                      |                          |             |  |  |  |
| institutions   | 101        | -                      | 28            | -                                    | 129                      | Note 17     |  |  |  |
| Trade and other payables   | -          | -                      | -             | 641                                  | 641                      | -           |  |  |  |
| Long-term loans  | 8          | 8                      | 178           | - '                                  | 194                      | Note 19     |  |  |  |
| Long-term liabilities  | 35         | 30                     |               |                                      | 65                       | 3.14 - 9.84 |  |  |  |
| *** * * * * *** *** *** *** *** *** **   | , 144      | 38                     | , 206         | ((/ basse) N                         | 1,029                    |             |  |  |  |
| CACIME CONTRACTOR CONTRACTOR (CONTRACTOR)<br>WITH CONTRACTOR CONTRACTOR (CONTRACTOR) |            | - Ko Yu                |               |                                      |                          |             |  |  |  |
| ne same e se se e e e e e e e e e e e e e e e  |            |                        | L             | White the second residence is a pro- | وروران والمعار ووالعالات | 28          |  |  |  |

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(Unit: Million Baht)

| As a | at 31 | Decem | ber | 201 | 1 |
|------|-------|-------|-----|-----|---|
|      |       |       |     |     |   |

|                                   | Fixed interest rates |       |               |              |       |             |
|-----------------------------------|----------------------|-------|---------------|--------------|-------|-------------|
|                                   | Within               | 1-3   | Floating      | Non-interest |       | Interest    |
| Consolidated financial statements | 1 year               | years | interest rate | bearing      | Total | rate        |
| •                                 |                      |       |               |              |       | (% p.a.)    |
| Financial assets                  |                      |       |               |              |       |             |
| Cash and cash equivalents         | · -                  | -     | 11            | <b>-</b>     | 11    | Note 7      |
| Current investments               | 1                    | -     | -             | -            | 1     | 1.00 - 2.25 |
| Trade and other receivables       | -                    | -     | -             | 377          | 377   | -           |
| Restricted bank deposits          | _                    |       | 49            |              | 49    | 1.85        |
|                                   | 1                    |       | 60            | 377          | 438   |             |
| Financial liabilities             |                      |       |               |              |       |             |
| Short-term loans from financial   |                      |       |               |              |       |             |
| institutions                      | 112                  | -     | 28            | -            | 140   | Note 17     |
| Trade and other payables          | -                    | -     | -             | 383          | 383   | -           |
| Long-term loans                   | -                    | 18    | 178           | _            | 196   | Note 19     |
| Long-term liabilities             | 30                   | 21    |               |              | 51    | 3.65 - 9.84 |
|                                   | 142                  | 39    | 206           | 383          | 770   |             |

(Unit: Million Baht)

#### As at 31 December 2012

|               |  | Fixed inte | rest rates |                |              | 1     |          |
|---------------|--|------------|------------|----------------|--------------|-------|----------|
|               |  | Within     | 1-3        | Floating       | Non-interest |       | Interest |
|               | Separate financial statements  | _ 1 year   | years      | interest rate  | bearing      | Total | rate     |
|               |  |            |            |                |              |       | (% p.a.) |
|               | Financial assets   |            |            |                |              |       |          |
|               | Cash and cash equivalents  | -          | -          | 2              | -            | 2     | Note 7   |
|               | Short-term loan to related party   | 33         | -          | -              | -            | 33    | 9.00     |
|               | Restricted bank deposits   |            |            | 1              |              | 1     | 1.60     |
|               |  | 33         | _          | 3              | -            | 36    |          |
|               | Financial liabilities  |            |            |                |              |       |          |
| •             | Trade and other payables   | -          | -          | <del>-</del> , | 3            | 3     | -        |
|               | Long-term loan   | 8          | 8          | 178            |              | 194   | Note 19  |
| 1             | green and the same of the same | 8          | 8          | 178            | 3            | 197   |          |
| PRODUCTION OF | HOROLOGICAL STANDARD COMPANY AND SECURE OF SEC | mad (      |            |                | ON V         |       |          |

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|----|----|----|-------|-----|-----|---|
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|                                    | Fixed inte | erest rates |               |              |       |          |
|------------------------------------|------------|-------------|---------------|--------------|-------|----------|
|                                    | Within     | 1-3         | Floating      | Non-interest |       | Interest |
| Separate financial statements      | 1 year     | years       | interest rate | bearing      | Total | rate     |
|                                    |            |             |               |              |       | (% p.a.) |
| Financial liabilities              |            |             |               |              |       |          |
| Trade and other payables           | -          | -           | -             | 3            | 3     | _        |
| Short-term loan from related party | 2          | -           | -             | -            | 2     | 9.40     |
| Long-term loan                     |            | 16          | 178           |              | 194   | Note 19  |
|                                    | 2          | 16          | 178           | 3            | 199   |          |

#### Foreign currency risk

The subsidiary's exposure to foreign currency risk arises mainly from trading transactions that are denominated in foreign currencies. As at 31 December 2012, the subsidiary had the net liabilities denominated in foreign currency amounting to USD 6 million (2011: USD 3 million) which had not been hedged against foreign exchange rate risk.

#### 31.2 Fair values of financial instruments

As the majority of financial instruments are short-term and long-term financial liabilities carry interest rates which are close to market rates, the Company and its subsidiary expect that fair value of their financial instruments are close to the amounts presented in the statements of financial position.

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

#### 32. Capital management

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2012, the Group's debt-to-equity ratio was 3.8:1 (2011: 3.8:1) and the Company's was 0.8:1 (2011: 0.8:1).

## 33. Approval of financial statements

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These financial statements were authorised for issue by the Company's Board of Directors on 20 February 2013.

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