

Enclosure 2

After You Public Company Limited and its subsidiary
Report and financial statements
31 December 2017

Independent Auditor's Report

To the Shareholders of After You Public Company Limited

Opinion

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

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

Basis for Opinion

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

Key Audit Matters

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

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

Key audit matter and how audit procedures respond for are described below.

Revenue recognition

The Company operates business of food and beverage outlets in many branches. Its main revenues are generated from cash sales of foods and beverages (represents approximately 99% of total revenues from sales). Thus, revenues from sales are significant to the financial statements. In addition, the Company has launched a customer loyalty program for registered members, under which customers earn points when making purchases of foods and beverages in specified amounts and can redeem these for gifts in accordance with the conditions set by the Company. The fair value of accumulated points determined based on the estimated customer redemption is presented as a deduction against revenues from sales and recognised as revenues when the customers redeem the points for gifts. The estimation of the fair value of such accumulated points requires the exercise of judgement. There is therefore a risk with respect to the amount and timing of revenue recognition.

I have examined the revenue recognition of the Company by

- Assessing and testing the Company's internal controls with respect to the revenue and cash receipt cycles by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls.
- Observing the operations of the internal controls at selected branches.
- On a sampling basis, examining supporting documents for actual sale and cash receipt transactions occurring during the year and near the end of the accounting period.
- Performing analytical procedures on disaggregated data to detect possible irregularities in sale transactions throughout the period, particularly for accounting entries made through journal vouchers.
- Assessing the fair value of accumulated points, estimated based on customer redemption, and testing the calculation.

Other Information

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

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

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

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



Sumalee Reewarabandith

Certified Public Accountant (Thailand) No. 3970

EY Office Limited

Bangkok: 27 February 2018

After You Public Company Limited and its subsidiary

Statement of financial position

As at 31 December 2017

(Unit: Baht)

| | Note | Consolidated financial statements | | Separate financial statements | |
|-----------------------------------|------|-----------------------------------|--------------------|-------------------------------|--------------------|
| | | 2017 | 2016 | 2017 | 2016 |
| Assets | | | | | |
| Current assets | | | | | |
| Cash and cash equivalents | 7 | 48,635,122 | 628,398,173 | 44,413,134 | 625,022,920 |
| Current investments | 8 | 463,346,053 | - | 463,346,053 | - |
| Trade and other receivables | 6, 9 | 11,100,917 | 7,268,327 | 15,166,154 | 11,292,512 |
| Inventories | 10 | 24,486,225 | 21,575,684 | 25,066,049 | 22,184,369 |
| Other current assets | 11 | 5,164,638 | 7,742,044 | 5,162,916 | 7,740,368 |
| Total current assets | | 552,732,955 | 664,984,228 | 553,154,306 | 666,240,169 |
| Non-current assets | | | | | |
| Restricted bank deposits | 12 | 400,000 | 200,000 | 400,000 | 200,000 |
| Investment in a subsidiary | 13 | - | - | 999,700 | 999,700 |
| Property, plant and equipment | 14 | 436,796,921 | 282,993,912 | 436,761,649 | 282,948,262 |
| Intangible assets | 15 | 12,555,752 | 3,306,128 | 12,555,752 | 3,306,128 |
| Advance for acquisition of assets | | - | 5,514,000 | - | 5,514,000 |
| Rental deposits | | 28,379,649 | 22,065,023 | 28,379,649 | 22,065,023 |
| Deferred tax assets | 25 | 2,947,198 | 2,170,319 | 2,947,198 | 2,170,319 |
| Other non-current assets | | - | 699,412 | - | 699,412 |
| Total non-current assets | | 481,079,520 | 316,948,794 | 482,043,948 | 317,902,844 |
| Total assets | | 1,033,812,475 | 981,933,022 | 1,035,198,254 | 984,143,013 |

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

After You Public Company Limited and its subsidiary

Statement of financial position (continued)

As at 31 December 2017

(Unit: Baht)

| | Note | Consolidated financial statements | | Separate financial statements | |
|---|-------|-----------------------------------|--------------------|-------------------------------|--------------------|
| | | 2017 | 2016 | 2017 | 2016 |
| Liabilities and shareholders' equity | | | | | |
| Current liabilities | | | | | |
| Trade and other payables | 6, 16 | 59,381,285 | 63,789,842 | 61,807,965 | 67,560,460 |
| Current portion of liabilities under finance lease agreements | 17 | 232,704 | 394,418 | 232,704 | 394,418 |
| Current portion of long-term loans from bank | 18 | - | 12,506,038 | - | 12,506,038 |
| Income tax payable | | 15,143,298 | 10,275,717 | 14,696,772 | 9,536,730 |
| Other current liabilities | 19 | 8,613,119 | 16,588,008 | 8,491,342 | 16,516,295 |
| Total current liabilities | | 83,370,406 | 103,554,023 | 85,228,783 | 106,513,941 |
| Non-current liabilities | | | | | |
| Liabilities under finance lease agreements | 17 | 154,968 | 387,652 | 154,968 | 387,652 |
| Long-term loans from bank | 18 | - | 53,806,060 | - | 53,806,060 |
| Provision for decommissioning | 20 | 9,119,457 | 6,770,930 | 9,119,457 | 6,770,930 |
| Provision for long-term employee benefits | 21 | 6,346,910 | 4,662,131 | 6,346,910 | 4,662,131 |
| Other non-current liabilities | | 2,522,737 | 3,918,501 | 2,522,437 | 3,918,201 |
| Total non-current liabilities | | 18,144,072 | 69,545,274 | 18,143,772 | 69,544,974 |
| Total liabilities | | 101,514,478 | 173,099,297 | 103,372,555 | 176,058,915 |

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

After You Public Company Limited and its subsidiary

Statement of financial position (continued)

As at 31 December 2017

(Unit: Baht)

| | Note | Consolidated financial statements | | Separate financial statements | |
|---|------|-----------------------------------|--------------------|-------------------------------|--------------------|
| | | 2017 | 2016 | 2017 | 2016 |
| Shareholders' equity | | | | | |
| Share capital | 22 | | | | |
| Registered | | | | | |
| 815,625,000 ordinary shares of Baht 0.10 each | | | | | |
| (2016: 725,000,000 ordinary shares | | | | | |
| of Baht 0.10 each) | | <u>81,562,500</u> | <u>72,500,000</u> | <u>81,562,500</u> | <u>72,500,000</u> |
| Issued and paid-up | | | | | |
| 815,623,561 ordinary shares of Baht 0.10 each | | | | | |
| (2016: 725,000,000 ordinary shares | | | | | |
| of Baht 0.10 each) | | 81,562,356 | 72,500,000 | 81,562,356 | 72,500,000 |
| Premium on ordinary shares | 22 | 709,575,820 | 709,575,820 | 709,575,820 | 709,575,820 |
| Retained earnings | | | | | |
| Appropriated | | | | | |
| Statutory reserve - the Company | 23 | 8,156,250 | 7,250,000 | 8,156,250 | 7,250,000 |
| Statutory reserve - subsidiary | 23 | 100,000 | 100,000 | - | - |
| Unappropriated | | <u>132,903,571</u> | <u>19,407,905</u> | <u>132,531,273</u> | <u>18,758,278</u> |
| Total shareholders' equity | | <u>932,297,997</u> | <u>808,833,725</u> | <u>931,825,699</u> | <u>808,084,098</u> |
| Total liabilities and shareholders' equity | | <u>1,033,812,475</u> | <u>981,933,022</u> | <u>1,035,198,254</u> | <u>984,143,013</u> |
| | | - | - | - | - |

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

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 Directors

After You Public Company Limited and its subsidiary
Statement of comprehensive income
For the year ended 31 December 2017

(Unit: Baht)

| | Note | Consolidated financial statements | | Separate financial statements | |
|--|------|-----------------------------------|--------------------|-------------------------------|--------------------|
| | | 2017 | 2016 | 2017 | 2016 |
| Profit or loss: | | | | | |
| Revenues | | | | | |
| Sales | | 723,963,348 | 606,377,892 | 723,963,348 | 606,377,892 |
| Dividend income | | - | - | 3,998,800 | 4,000,000 |
| Other income | | 11,417,049 | 2,009,658 | 11,495,801 | 2,087,094 |
| Total revenues | | 735,380,397 | 608,387,550 | 739,457,949 | 612,464,986 |
| Expenses | | | | | |
| Cost of sales | | 244,334,351 | 217,781,441 | 249,294,491 | 222,644,856 |
| Selling expenses | | 227,519,463 | 178,530,426 | 227,519,463 | 178,530,426 |
| Administrative expenses | | 106,091,531 | 84,169,991 | 105,879,341 | 83,984,668 |
| Total expenses | | 577,945,345 | 480,481,858 | 582,693,295 | 485,159,950 |
| Profit before finance cost and income tax expenses | | 157,435,052 | 127,905,692 | 156,764,654 | 127,305,036 |
| Finance cost | | (635,986) | (6,798,117) | (635,986) | (6,797,087) |
| Profit before income tax expenses | | 156,799,066 | 121,107,575 | 156,128,668 | 120,507,949 |
| Income tax expenses | 25 | (27,896,004) | (22,338,410) | (26,949,477) | (21,413,210) |
| Profit for the year | | 128,903,062 | 98,769,165 | 129,179,191 | 99,094,739 |
| Other comprehensive income: | | | | | |
| <i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i> | | | | | |
| Actuarial losses, net of income tax | | - | (147,500) | - | (147,500) |
| Total comprehensive income for the year | | 128,903,062 | 98,621,665 | 129,179,191 | 98,947,239 |
| | | | (Restated) | | (Restated) |
| Earnings per share | | | | | |
| 26 | | | | | |
| Basic earnings per share | | | | | |
| Profit attributable to equity holders of the Company | | 0.16 | 0.16 | 0.16 | 0.16 |
| | | | | | (Unit: Share) |
| Weighted average number of ordinary shares | | 815,623,561 | 629,523,566 | 815,623,561 | 629,523,566 |

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

After You Public Company Limited and its subsidiary

Cash flow statement

For the year ended 31 December 2017

(Unit: Baht)

| | Consolidated financial statements | | Separate financial statements | |
|--|--|--------------------|--------------------------------------|--------------------|
| | 2017 | 2016 | 2017 | 2016 |
| Cash flows from operating activities | | | | |
| Profit before tax | 156,799,066 | 121,107,575 | 156,128,668 | 120,507,949 |
| Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities: | | | | |
| Depreciation and amortisation | 38,583,156 | 27,875,955 | 38,572,778 | 27,869,710 |
| Allowance for diminution in value of inventories | 579,973 | 119,554 | 579,973 | 119,554 |
| Write-off obsolete inventories | 213,501 | - | 213,501 | - |
| Unrealised gain on changes in value of investments in securities held for trading | (2,062,483) | - | (2,062,483) | - |
| Gain on sales of investments in securities held for trading | (1,268,570) | - | (1,268,570) | - |
| Loss on sale of equipment | 91,678 | 302,074 | 91,678 | 302,074 |
| Write-off equipment | 701,842 | - | 701,842 | - |
| Allowance for impairment loss on computer software | 780,391 | - | 780,391 | - |
| Write-off rental deposits | 252,000 | - | 252,000 | - |
| Provision for long-term employee benefits | 2,200,600 | 2,456,146 | 2,200,600 | 2,456,146 |
| Expenses in relation to share-based payments | - | 7,681,188 | - | 7,681,188 |
| Dividend income | - | - | (3,998,800) | (4,000,000) |
| Interest income | (3,841,398) | (358,761) | (3,826,651) | (348,696) |
| Finance costs | 241,396 | 7,457,563 | 241,396 | 7,456,533 |
| Profit from operating activities before changes in operating assets and liabilities | 193,271,152 | 166,641,294 | 188,606,323 | 162,044,458 |
| Operating assets (increase) decrease | | | | |
| Trade and other receivables | (3,282,235) | (5,673,835) | (3,324,488) | (5,643,927) |
| Inventories | (3,704,015) | (6,955,557) | (3,675,154) | (7,222,675) |
| Other current assets | 2,453,506 | (3,665,179) | 2,453,506 | (3,664,129) |
| Rental deposits | (6,566,626) | (2,836,053) | (6,566,626) | (2,836,053) |
| Other non-current assets | 699,412 | 2,372,361 | 699,412 | 2,372,361 |
| Operating liabilities increase (decrease) | | | | |
| Trade and other payables | (4,112,579) | 5,450,374 | (5,455,317) | 6,993,961 |
| Other current liabilities | (7,974,889) | 10,278,668 | (8,024,953) | 10,270,600 |
| Other non-current liabilities | (1,395,764) | 794,476 | (1,395,764) | 794,476 |
| Cash flows from operating activities | 169,387,962 | 166,406,549 | 163,316,939 | 163,109,072 |
| Interest received | 3,291,043 | 358,761 | 3,276,297 | 348,696 |
| Interest paid | (253,044) | (8,866,525) | (253,044) | (8,865,495) |
| Cash paid for decommissioning of assets | (52,051) | - | (52,051) | - |
| Cash paid for long-term employee benefits | (515,821) | - | (515,821) | - |
| Cash paid for income tax | (23,833,902) | (21,430,722) | (22,594,868) | (21,042,860) |
| Net cash flows from operating activities | 148,024,187 | 136,468,063 | 143,177,452 | 133,549,413 |

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

After You Public Company Limited and its subsidiary

Cash flow statement (continued)

For the year ended 31 December 2017

(Unit: Baht)

| | Consolidated financial statements | | Separate financial statements | |
|---|--|---------------------|--------------------------------------|---------------------|
| | 2017 | 2016 | 2017 | 2016 |
| Cash flows from investing activities | | | | |
| Acquisition of investments in securities held for trading and held-to-maturity investments | (670,015,000) | - | (670,015,000) | - |
| Proceed from sales of investments in securities held for trading | 210,000,000 | - | 210,000,000 | - |
| Increase in restricted bank deposit | (200,000) | (200,000) | (200,000) | (200,000) |
| Acquisition of land, buildings and equipment | (151,759,629) | (77,050,807) | (151,759,629) | (76,998,913) |
| Acquisition of computer software | (4,437,180) | (2,436,620) | (4,437,180) | (2,436,620) |
| Advance paid for acquisition of assets | (39,336,684) | (5,514,000) | (39,336,684) | (5,514,000) |
| Proceed from sale of equipment | 134,327 | 55,210 | 134,327 | 55,210 |
| Dividend received | - | - | 4,000,000 | - |
| Net cash flows used in investing activities | (655,614,166) | (85,146,217) | (651,614,166) | (85,094,323) |
| Cash flows from financing activities | | | | |
| Decrease in liabilities under finance lease agreements | (425,821) | (690,965) | (425,821) | (690,965) |
| Cash receipt from long-term loans from bank | - | 33,000,000 | - | 33,000,000 |
| Repayment of long-term loans from unrelated parties | - | (100,000,000) | - | (100,000,000) |
| Repayment of long-term loans from banks | (66,312,098) | (12,213,158) | (66,312,098) | (12,213,158) |
| Proceeds from increase in share capital | - | 736,818,813 | - | 736,818,813 |
| Cash paid for direct costs related to the share offering | - | (1,900,000) | - | (1,900,000) |
| Dividend paid | (5,435,153) | (160,210,000) | (5,435,153) | (160,210,000) |
| Net cash flows from (used in) financing activities | (72,173,072) | 494,804,690 | (72,173,072) | 494,804,690 |
| Net increase (decrease) in cash and cash equivalents | (579,763,051) | 546,126,536 | (580,609,786) | 543,259,780 |
| Cash and cash equivalents at beginning of year | 628,398,173 | 82,271,637 | 625,022,920 | 81,763,140 |
| Cash and cash equivalents at end of year | 48,635,122 | 628,398,173 | 44,413,134 | 625,022,920 |
| | - | - | - | - |

Supplemental cash flows information

Non-cash items

| | | | | |
|---|------------|-------------|------------|-------------|
| Transfer other current assets to advance for acquisition of assets account | (152,500) | - | (152,500) | - |
| Transfer advance for acquisition of assets to buildings and equipment accounts | 38,205,934 | - | 38,205,934 | - |
| Transfer advance for acquisition of assets to to computer software account | 6,797,250 | - | 6,797,250 | - |
| Decrease in payables for construction and purchase of equipment | (108,122) | (3,727,265) | (108,122) | (3,727,265) |
| Increase in payables for direct costs related to the share offering | - | 14,524,181 | - | 14,524,181 |
| Actuarial losses | - | (184,375) | - | (184,375) |
| Dividend receivable from a subsidiary | - | - | 3,998,800 | 4,000,000 |
| Dividend payable | 3,637 | - | 2,437 | - |

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

After You Public Company Limited and its subsidiary

Statement of changes in shareholders' equity

For the year ended 31 December 2017

(Unit: Baht)

| | | Consolidated financial statements | | | | | |
|------|---|--|--------------------|----------------------------------|----------------|--------------------|--------------------|
| | | Issued and | Retained earnings | | | | |
| | | paid-up | Premium on | Appropriated - statutory reserve | | | |
| Note | share capital | ordinary shares | The Company | Subsidiary | Unappropriated | Total | |
| | Balance as at 1 January 2016 | 54,000,000 | - | 5,400,000 | - | 57,566,240 | 116,966,240 |
| | Profit for the year | - | - | - | - | 98,769,165 | 98,769,165 |
| | Other comprehensive income for the year | - | - | - | - | (147,500) | (147,500) |
| | Total comprehensive income for the year | - | - | - | - | 98,621,665 | 98,621,665 |
| | Increase in share capital | 18,500,000 | 709,575,820 | - | - | - | 728,075,820 |
| | Dividend paid | - | - | - | - | (134,830,000) | (134,830,000) |
| | Transferred unappropriated retained earnings to statutory reserve | - | - | 1,850,000 | 100,000 | (1,950,000) | - |
| | Balance as at 31 December 2016 | 72,500,000 | 709,575,820 | 7,250,000 | 100,000 | 19,407,905 | 808,833,725 |
| | Balance as at 1 January 2017 | 72,500,000 | 709,575,820 | 7,250,000 | 100,000 | 19,407,905 | 808,833,725 |
| | Profit for the year | - | - | - | - | 128,903,062 | 128,903,062 |
| | Total comprehensive income for the year | - | - | - | - | 128,903,062 | 128,903,062 |
| | Stock dividend | 9,062,356 | - | - | - | - | 9,062,356 |
| | Dividend paid | - | - | - | - | (14,501,146) | (14,501,146) |
| | Transferred unappropriated retained earnings to statutory reserve | - | - | 906,250 | - | (906,250) | - |
| | Balance as at 31 December 2017 | 81,562,356 | 709,575,820 | 8,156,250 | 100,000 | 132,903,571 | 932,297,997 |
| | | - | - | - | - | - | - |
| | | - | - | - | - | - | - |

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

After You Public Company Limited and its subsidiary

Statement of changes in shareholders' equity

For the year ended 31 December 2017

(Unit: Baht)

| Separate financial statements | | | | | | |
|---|--------|--------------------------|--------------------|-------------------|-------------------------------------|--------------------|
| | Note | Issued and | Premium on | Retained earnings | | Total |
| | | paid-up share capital | | ordinary shares | Appropriated - statutory reserve | |
| Balance as at 1 January 2016 | | 54,000,000 | - | 5,400,000 | 56,491,039 | 115,891,039 |
| Profit for the year | | - | - | - | 99,094,739 | 99,094,739 |
| Other comprehensive income for the year | | - | - | - | (147,500) | (147,500) |
| Total comprehensive income for the year | | - | - | - | 98,947,239 | 98,947,239 |
| Increase in share capital | 22 | 18,500,000 | 709,575,820 | - | - | 728,075,820 |
| Dividend paid | 29 | - | - | - | (134,830,000) | (134,830,000) |
| Transferred unappropriated retained earnings to statutory reserve | 23 | - | - | 1,850,000 | (1,850,000) | - |
| Balance as at 31 December 2016 | | 72,500,000 | 709,575,820 | 7,250,000 | 18,758,278 | 808,084,098 |
| Balance as at 1 January 2017 | | 72,500,000 | 709,575,820 | 7,250,000 | 18,758,278 | 808,084,098 |
| Profit for the year | | - | - | - | 129,179,191 | 129,179,191 |
| Total comprehensive income for the year | | - | - | - | 129,179,191 | 129,179,191 |
| Stock dividend | 22, 29 | 9,062,356 | - | - | - | 9,062,356 |
| Dividend paid | 29 | - | - | - | (14,499,946) | (14,499,946) |
| Transferred unappropriated retained earnings to statutory reserve | 23 | - | - | 906,250 | (906,250) | - |
| Balance as at 31 December 2017 | | 81,562,356 | 709,575,820 | 8,156,250 | 132,531,273 | 931,825,699 |
| | | - | - | - | - | - |
| | | - | - | - | - | - |

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

After You Public Company Limited and its subsidiary
Notes to financial statements
For the year ended 31 December 2017

1. General information

After You Public Company Limited (“the Company”) is a public limited company incorporated and domiciled in Thailand. The Company is principally engaged in operation of food and beverage outlets. The registered address of the Company, which is its head office, is at 1319/9 Pattanakarn, Suanluang, Suanluang, Bangkok. Its factory is located at 30/106 Moo1, Tumbon Kokkham, Amphur Muang Samut Sakorn, Samut Sakorn.

As at 31 December 2017, the Company has 27 branches (2016: 20 branches) in Bangkok, Samutprakan, Pathumthani, Nonthaburi and Nakhon Ratchasima.

2. Basis of financial statement preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting 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 11 October 2016, issued under the Accounting Act B.E. 2543.

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

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

2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of After You Public Company Limited and its subsidiary (hereinafter called “the Group”) as the following.

| Company’s name | Nature of business | Country of incorporation | Percentage of shareholding | |
|---------------------------------|---|--------------------------|----------------------------|-------------|
| | | | 2017 (%) | 2016 (%) |
| Aurum and Aurum Company Limited | Distribution of bakery products and equipment | Thailand | 100 | 100 |

- b) The Company is deemed to have control over an investee or a subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
 - c) A subsidiary is fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
 - d) The financial statements of the subsidiary are prepared using the same significant accounting policies as the Company.
 - e) Material balances and transactions between the Company and its subsidiary have been eliminated from the consolidated financial statements.
- 2.3 The separate financial statements present investment in a subsidiary under the cost method.

3. New financial reporting standards

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

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

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

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

The management of the Group believes that the revised financial reporting standards will not have any significant impact on the financial statements when they are initially applied.

4. Significant accounting policies

4.1 Revenue recognition

Sales of goods

This mainly represents revenues from sales of foods and beverages through the dessert cafe which are recognised upon goods being delivered. Sales are the invoiced value, excluding value added tax, of goods supplied after deducting discounts and allowances.

Customer loyalty program

The Company has launched a customer loyalty program for registered members, under which the customers earn points when making purchases of foods and beverages at the specified amount. The points can be redeemed for gifts in accordance with the conditions set by the Company.

The fair value of accumulated points is determined based on the cost of redeemed gifts. The Company records such fair value based on the estimated customer redemption as a deduction against revenues from sales of foods and beverages and as unearned revenues. Revenues are recognised when the customers redeem the points for gifts.

The fair value of unredeemed accumulated points is recognised as revenues when the redemption period expires.

Interest income

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

Dividends

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

4.2 Cash and cash equivalents

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

4.3 Trade accounts receivable

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

4.4 Inventories

Finished goods and work in process are valued at the lower of cost and net realisable value. The cost of inventories is measured using the standard cost method, which approximates actual cost.

Products purchased for sales, raw materials and supplies are valued at the lower of cost (first-in, first-out method) and net realisable value, and are charged to production costs whenever consumed.

4.5 Investments

- a) Investments in securities held for trading are stated at fair value. Changes in the fair value of these securities are recorded in profit or loss.
- b) Investments in debt securities expected to be held to maturity are recorded at amortised cost. The premium/discount on debt securities is presented as interest income.
- c) Investment in subsidiary, presented in the separate financial statements, is stated at cost less allowance for loss on impairment (if any).

The fair value of unit trusts is determined from their net asset value. The fair value of debt instruments is determined based on yield rates quoted by the issuer of debt instruments.

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

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

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

4.6 Property, plant and equipment and depreciation

Land is stated at cost. Building and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any). The costs comprise any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating and decommissioning costs obligation associated with a consequence of having used the assets.

Depreciation of building and equipment is calculated by reference to their costs on the straight-line basis over the estimated useful lives as follows.

| | |
|------------------------------------|--------------------|
| Buildings and building improvement | 5, 10 and 30 years |
| Utility systems | 5 and 10 years |
| Kitchenware and appliances | 5 and 10 years |
| Furniture and office equipment | 5 years |
| Motor vehicles | 5 years |

Depreciation is included in determining income. No depreciation is provided on land and assets under construction and 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.

4.7 Borrowing costs

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

4.8 Intangible assets

Intangible assets are stated at cost less accumulated amortisation and allowance for loss on impairment of assets (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 estimated useful lives of computer software are 5 years.

The amortisation expense is calculated on the straight-line basis over the estimated useful lives and charged to profit or loss. No amortisation is provided on computer software under installation.

4.9 Related party transactions

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

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

4.10 Long-term leases

Leases of building or equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases are depreciated over the useful life of the asset.

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

4.11 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Group's functional currency.

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 rate are included in determining income.

4.12 Impairment of assets

At the end of each reporting period, the Group performs 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.

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

4.13 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 and other long-term employee benefits

Defined benefit plans and other long-term employee benefits

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law and other employee benefit plans. The Group treats these severance payment obligations as a defined benefit plan. In addition, the Group provides other long-term employee benefit plan, namely long service awards.

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

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

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

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Company recognises restructuring-related costs.

4.14 Provisions

Provisions are recognised when the Group has 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 Equity-settled share-based payment transactions

The Company recognises share-based payment transactions when it receives services provided by employees, based on the fair value of the share options on the grant date. The excess of the fair value at subscription date over the subscription price was recorded as expense in profit or loss, and as premium on ordinary shares in the shareholders' equity.

4.16 Income tax

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

Current tax

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

Deferred tax

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

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

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

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.17 Fair value measurement

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

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

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

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

5. Significant accounting judgements and estimates

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

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.

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.

Provision for decommissioning

The Group is obligated to remove decoration and fixtures and restore the rental spaces before returning them to the lessors at the end of the rental agreements. The Group records a provision for decommissioning whenever it is highly probable that an obligation will arise as a result of a past event and the amount of the obligation can be reliably estimated. In estimating of decommissioning costs, the management exercises judgement in predicting future decommissioning costs, discount rate and economic useful lives of the assets.

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

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

6. Related party transactions

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

(Unit: Thousand Baht)

| | Consolidated | | Separate | | Transfer pricing policy |
|---|----------------------|-------|----------------------|--------|------------------------------|
| | financial statements | | financial statements | | |
| | 2017 | 2016 | 2017 | 2016 | |
| Transactions with a subsidiary | | | | | |
| (Eliminated from the consolidated financial statements) | | | | | |
| Purchase of raw materials | - | - | 41,079 | 40,929 | Cost plus margin |
| Service income | - | - | 94 | 88 | Rate stipulated in agreement |
| Dividend income | - | - | 3,999 | 4,000 | As declared |
| Transactions with related parties | | | | | |
| Purchase of raw materials | 1,590 | 363 | 1,590 | 363 | Cost plus margin |
| Service expense | - | 120 | - | 120 | Agreed upon basis |
| Other income | 30 | 40 | 30 | 40 | Agreed upon basis |
| Transactions with related persons | | | | | |
| Rental expense | 1,695 | 1,695 | 1,575 | 1,575 | Rate stipulated in agreement |

As at 31 December 2017 and 2016, the balances of the accounts between the Group and those related parties are as follows.

(Unit: Thousand Baht)

| | Consolidated | | Separate | |
|---|----------------------|------|----------------------|-------|
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Trade and other receivables (Note 9) | | | | |
| <u>Other receivables - related parties</u> | | | | |
| Advance to a subsidiary | - | - | 66 | 24 |
| Other receivable - a subsidiary | - | - | 3,999 | 4,000 |
| Total | - | - | 4,065 | 4,024 |
| Trade and other payables (Note 16) | | | | |
| <u>Trade payables - related parties</u> | | | | |
| A subsidiary | - | - | 5,951 | 6,040 |
| A related company | 27 | 43 | 27 | 43 |
| Total | 27 | 43 | 5,978 | 6,083 |

Directors and management's benefits

During the years ended 31 December 2017 and 2016, the Group had employee benefit expenses payable to its directors and management as below.

| | (Unit: Thousand Baht) | |
|--|---|--------|
| | Consolidated/Separate financial statements | |
| | 2017 | 2016 |
| Short-term employee benefits | 13,504 | 13,453 |
| Post-employment benefits | 341 | 257 |
| Other long-term benefits | 53 | 165 |
| Share-based payment benefits (Note 22) | - | 6,056 |
| Total | 13,898 | 19,931 |

7. Cash and cash equivalents

| | (Unit: Thousand Baht) | | | |
|---------------|-----------------------|---------|----------------------|---------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Cash | 3,971 | 3,470 | 3,971 | 3,470 |
| Bank deposits | 44,644 | 624,928 | 40,442 | 621,553 |
| Total | 48,635 | 628,398 | 44,413 | 625,023 |

As at 31 December 2017, bank deposits in savings accounts carried interest at rates between 0.10% and 0.40% per annum (2016: between 0.10% and 0.87% per annum).

8. Current investments

| | (Unit: Thousand Baht) | |
|--|---|------|
| | Consolidated/Separate financial statements | |
| | 2017 | 2016 |
| Investments in securities held for trading | | |
| Unit trusts - fixed income fund | 261,284 | - |
| Add: Change in fair value | 2,062 | - |
| Total investments in securities held for trading | 263,346 | - |
| Investments in debt securities expected to be held to maturity | | |
| Short-term derivative debentures | 200,000 | - |
| Total investments in debt securities expected to be held to maturity | 200,000 | - |
| Total | 463,346 | - |

9. Trade and other receivables

(Unit: Thousand Baht)

| | Consolidated | | Separate | |
|--|----------------------|-------|----------------------|--------|
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| <u>Trade receivables - unrelated parties</u> | | | | |
| Aged on the basis of due dates | | | | |
| Past due | | | | |
| Up to 3 months | 9,417 | 4,014 | 9,417 | 4,014 |
| Total trade receivables - unrelated parties | 9,417 | 4,014 | 9,417 | 4,014 |
| <u>Other receivables</u> | | | | |
| Advances to a subsidiary | - | - | 66 | 24 |
| Other receivable - a subsidiary | - | - | 3,999 | 4,000 |
| Other receivables - unrelated parties | 1,684 | 3,254 | 1,684 | 3,254 |
| Total other receivables | 1,684 | 3,254 | 5,749 | 7,278 |
| Total | 11,101 | 7,268 | 15,166 | 11,292 |

10. Inventories

(Unit: Thousand Baht)

| | Consolidated financial statements | | | | | |
|-----------------|-----------------------------------|--------|----------------------|-------|-------------------|--------|
| | Cost | | Reduce cost to | | Inventories - net | |
| | 2017 | 2016 | net realisable value | | 2017 | 2016 |
| Finished goods | 5,997 | 5,139 | - | - | 5,997 | 5,139 |
| Work in process | 314 | 286 | - | - | 314 | 286 |
| Raw materials | 14,011 | 11,778 | (33) | - | 13,978 | 11,778 |
| Supplies | 4,863 | 4,493 | (666) | (120) | 4,197 | 4,373 |
| Total | 25,185 | 21,696 | (699) | (120) | 24,486 | 21,576 |

(Unit: Thousand Baht)

Separate financial statements

| | Cost | | Reduce cost to net realisable value | | Inventories - net | |
|-----------------|----------------|---------------|--|--------------|-------------------|---------------|
| | 2017 | 2016 | 2017 | 2016 | 2017 | 2016 |
| | Finished goods | 5,997 | 5,139 | - | - | 5,997 |
| Work in process | 314 | 286 | - | - | 314 | 286 |
| Raw materials | 14,591 | 12,386 | (33) | - | 14,558 | 12,386 |
| Supplies | 4,863 | 4,493 | (666) | (120) | 4,197 | 4,373 |
| Total | 25,765 | 22,304 | (699) | (120) | 25,066 | 22,184 |

During the year 2017, the Group reduced cost of inventories by Baht 1.0 million (2016: Baht 0.1 million) (The Company only: Baht 1.0 million and 2016: Baht 0.1 million), to reflect the net realisable value. This was included in cost of sales. In addition, the Group reversed the write-down of cost of inventories by Baht 0.4 million (2016: Nil) (the Company only: Baht 0.4 million and 2016: Nil), and reduced the amount of inventories recognised as expenses during the year.

11. Other current assets

(Unit: Thousand Baht)

| | Consolidated | | Separate | |
|------------------|----------------------|--------------|----------------------|--------------|
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Prepaid expenses | 3,769 | 4,467 | 3,769 | 4,467 |
| Others | 1,396 | 3,275 | 1,394 | 3,273 |
| Total | 5,165 | 7,742 | 5,163 | 7,740 |

12. Restricted bank deposit

This represents fixed deposit pledged with a bank as collateral to secure credit facilities.

13. Investment in a subsidiary

Details of investment in a subsidiary as presented in the separate financial statements are as follows.

(Unit: Thousand Baht)

| Company's name | Paid-up capital | | Shareholding percentage (%) | | Cost | | Dividend income | |
|----------------|---------------------------------|-------|--------------------------------|------|------|-------|-----------------|-------|
| | 2017 | 2016 | 2017 | 2016 | 2017 | 2016 | 2017 | 2016 |
| | Aurum and Aurum Company Limited | 1,000 | 1,000 | 100 | 100 | 1,000 | 1,000 | 3,999 |

14. Property, plant and equipment

(Unit: Thousand Baht)

| | Consolidated financial statements | | | | | | | Total |
|---|-----------------------------------|-----------------------------------|-----------------|----------------------------|--------------------------------|----------------|--|---------|
| | Land | Building and building improvement | Utility systems | Kitchenware and appliances | Furniture and office equipment | Motor vehicles | Assets under construction and installation | |
| Cost | | | | | | | | |
| 1 January 2016 | 72,949 | 89,388 | 19,363 | 26,032 | 64,272 | 6,726 | 2,549 | 281,279 |
| Additions | 2,650 | 426 | 911 | 7,305 | 7,709 | 3,299 | 51,023 | 73,323 |
| Cost of assets decommissioning | - | - | - | - | 1,216 | - | - | 1,216 |
| Capitalised interest | - | - | - | - | - | - | 264 | 264 |
| Disposals | - | - | - | (568) | (522) | - | - | (1,090) |
| Transfer in (out) | - | 2,318 | 6,698 | 1,303 | 11,120 | - | (21,439) | - |
| 31 December 2016 | 75,599 | 92,132 | 26,972 | 34,072 | 83,795 | 10,025 | 32,397 | 354,992 |
| Additions | 27,144 | 4,000 | 1,247 | 15,344 | 18,375 | 3,899 | 119,849 | 189,858 |
| Cost of assets decommissioning | - | - | - | - | 2,252 | - | - | 2,252 |
| Disposals / write-off | - | - | (29) | (1,087) | (2,967) | - | - | (4,083) |
| Transfer in (out) | - | 83,880 | 22,046 | 13,820 | 29,914 | - | (149,660) | - |
| 31 December 2017 | 102,743 | 180,012 | 50,236 | 62,149 | 131,369 | 13,924 | 2,586 | 543,019 |
| Accumulated depreciation | | | | | | | | |
| 1 January 2016 | - | 206 | 6,528 | 10,595 | 26,162 | 1,949 | - | 45,440 |
| Depreciation for the year | - | 3,609 | 3,601 | 5,676 | 13,298 | 1,107 | - | 27,291 |
| Depreciation on disposals | - | - | - | (406) | (327) | - | - | (733) |
| 31 December 2016 | - | 3,815 | 10,129 | 15,865 | 39,133 | 3,056 | - | 71,998 |
| Depreciation for the year | - | 5,678 | 5,152 | 7,555 | 17,486 | 1,508 | - | 37,379 |
| Depreciation on disposals / write-off | - | - | (6) | (951) | (2,198) | - | - | (3,155) |
| Transfer in (out) | - | - | - | (3) | 3 | - | - | - |
| 31 December 2017 | - | 9,493 | 15,275 | 22,466 | 54,424 | 4,564 | - | 106,222 |
| Net book value | | | | | | | | |
| 31 December 2016 | 75,599 | 88,317 | 16,843 | 18,207 | 44,662 | 6,969 | 32,397 | 282,994 |
| 31 December 2017 | 102,743 | 170,519 | 34,961 | 39,683 | 76,945 | 9,360 | 2,586 | 436,797 |
| Depreciation for the years | | | | | | | | |
| 2016 (Baht 8.7 million included in manufacturing cost, and the balance in selling and administrative expenses) | | | | | | | | 27,291 |
| 2017 (Baht 11.0 million included in manufacturing cost, and the balance in selling and administrative expenses) | | | | | | | | 37,379 |

(Unit: Thousand Baht)

| | Separate financial statements | | | | | | | Total |
|---|-------------------------------|-----------------------------------|-----------------|----------------------------|--------------------------------|----------------|--|---------|
| | Land | Building and building improvement | Utility systems | Kitchenware and appliances | Furniture and office equipment | Motor vehicles | Assets under construction and installation | |
| Cost | | | | | | | | |
| 1 January 2016 | 72,949 | 89,388 | 19,363 | 26,032 | 64,272 | 6,726 | 2,549 | 281,279 |
| Additions | 2,650 | 426 | 911 | 7,253 | 7,709 | 3,299 | 51,023 | 73,271 |
| Cost of assets decommissioning | - | - | - | - | 1,216 | - | - | 1,216 |
| Capitalised interest | - | - | - | - | - | - | 264 | 264 |
| Disposals | - | - | - | (568) | (522) | - | - | (1,090) |
| Transfer in (out) | - | 2,318 | 6,698 | 1,303 | 11,120 | - | (21,439) | - |
| 31 December 2016 | 75,599 | 92,132 | 26,972 | 34,020 | 83,795 | 10,025 | 32,397 | 354,940 |
| Additions | 27,144 | 4,000 | 1,247 | 15,344 | 18,375 | 3,899 | 119,849 | 189,858 |
| Cost of assets decommissioning | - | - | - | - | 2,252 | - | - | 2,252 |
| Disposals / write-off | - | - | (29) | (1,087) | (2,967) | - | - | (4,083) |
| Transfer in (out) | - | 83,880 | 22,046 | 13,820 | 29,914 | - | (149,660) | - |
| 31 December 2017 | 102,743 | 180,012 | 50,236 | 62,097 | 131,369 | 13,924 | 2,586 | 542,967 |
| Accumulated depreciation | | | | | | | | |
| 1 January 2016 | - | 206 | 6,528 | 10,595 | 26,162 | 1,949 | - | 45,440 |
| Depreciation for the year | - | 3,609 | 3,601 | 5,670 | 13,298 | 1,107 | - | 27,285 |
| Depreciation on disposals | - | - | - | (406) | (327) | - | - | (733) |
| 31 December 2016 | - | 3,815 | 10,129 | 15,859 | 39,133 | 3,056 | - | 71,992 |
| Depreciation for the year | - | 5,678 | 5,152 | 7,544 | 17,486 | 1,508 | - | 37,368 |
| Depreciation on disposals / write-off | - | - | (6) | (951) | (2,198) | - | - | (3,155) |
| Transfer in (out) | - | - | - | (3) | 3 | - | - | - |
| 31 December 2017 | - | 9,493 | 15,275 | 22,449 | 54,424 | 4,564 | - | 106,205 |
| Net book value | | | | | | | | |
| 31 December 2016 | 75,599 | 88,317 | 16,843 | 18,161 | 44,662 | 6,969 | 32,397 | 282,948 |
| 31 December 2017 | 102,743 | 170,519 | 34,961 | 39,648 | 76,945 | 9,360 | 2,586 | 436,762 |
| Depreciation for the years | | | | | | | | |
| 2016 (Baht 8.7 million included in manufacturing cost, and the balance in selling and administrative expenses) | | | | | | | | 27,285 |
| 2017 (Baht 11.0 million included in manufacturing cost, and the balance in selling and administrative expenses) | | | | | | | | 37,368 |

During the year 2016, the Company had financed the construction of office building and distribution center with long-term loans from bank and long-term loans from two unrelated parties. Borrowing costs amounting to Baht 0.3 million were capitalised as cost of assets. The weighted average rate of 4.45% has been used to determine the amount of borrowing costs eligible for capitalisation (2017: Nil).

As at 31 December 2017, the Company had equipment with net book value of Baht 1.0 million (2016: Baht 1.5 million) which were acquired under finance lease agreements.

As at 31 December 2017, certain items of equipment were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounting to Baht 34.7 million (2016: Baht 16.9 million).

The Company had pledged some of its land and factory building with net book value as at 31 December 2016 of Baht 122.0 million as collateral to secure long-term loans from bank. During the current year, the Company made full repayment of long-term loans ahead of the schedules to the bank and redeemed the pledged assets.

15. Intangible assets

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

| | (Unit: Thousand Baht) | | |
|-------------------------------------|--|--|---------------|
| | Consolidated/Separate financial statements | | |
| | Computer software | Computer software under installation | Total |
| As at 31 December 2017 | | | |
| Cost | 9,083 | 6,797 | 15,880 |
| Less: Accumulated amortisation | (2,544) | - | (2,544) |
| Less: Allowance for impairment loss | (780) | - | (780) |
| Net book value | <u>5,759</u> | <u>6,797</u> | <u>12,556</u> |
| As at 31 December 2016 | | | |
| Cost | 4,646 | - | 4,646 |
| Less: Accumulated amortisation | (1,340) | - | (1,340) |
| Net book value | <u>3,306</u> | <u>-</u> | <u>3,306</u> |

A reconciliation of the net book value of intangible assets for the years 2017 and 2016 is presented below.

| | (Unit: Thousand Baht) | |
|-------------------------------------|---|--------------|
| | Consolidated/Separate financial statements | |
| | 2017 | 2016 |
| Net book value at beginning of year | 3,306 | 1,454 |
| Acquisition | 11,234 | 2,437 |
| Amortisation | (1,204) | (585) |
| Allowance for impairment loss | (780) | - |
| Net book value at end of year | <u>12,556</u> | <u>3,306</u> |

16. Trade and other payables

| | (Unit: Thousand Baht) | | | |
|--|-----------------------|---------------|----------------------|---------------|
| | Consolidated | | Separated | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Trade payables - related parties | 27 | 43 | 5,978 | 6,083 |
| Trade payables - unrelated parties | 23,566 | 19,433 | 20,201 | 17,366 |
| Other payables - unrelated parties | 11,959 | 21,497 | 11,959 | 21,497 |
| Other payables for construction and purchase of equipment | 7,205 | 7,313 | 7,205 | 7,313 |
| Accrued expenses | 16,624 | 15,504 | 16,465 | 15,301 |
| Total | <u>59,381</u> | <u>63,790</u> | <u>61,808</u> | <u>67,560</u> |

17. Liabilities under finance lease agreements

| | (Unit: Thousand Baht) | |
|--|---|------------|
| | Consolidated/Separate financial statements | |
| | 2017 | 2016 |
| Liabilities under finance lease agreements | 406 | 831 |
| Less: Deferred interest expense | (18) | (49) |
| Total | <u>388</u> | <u>782</u> |
| Less: Portion due within one year | (233) | (394) |
| Portion due more than one year | <u>155</u> | <u>388</u> |

The Company has entered into the finance lease agreements with leasing companies for rental of motor vehicles for use in its operation, whereby it is committed to pay rental on a monthly basis. The terms of the agreements are generally between 3 years and 4 years.

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

| | (Unit: Thousand Baht) | | |
|--|---|-------------|------------|
| | Consolidated/Separate financial statements | | |
| | As at 31 December 2017 | | |
| | Less than | | |
| | 1 year | 1 - 4 years | Total |
| Future minimum lease payments | 247 | 159 | 406 |
| Deferred interest expense | (14) | (4) | (18) |
| Present value of future minimum lease payments | <u>233</u> | <u>155</u> | <u>388</u> |

| | (Unit: Thousand Baht) | | |
|--|---|-------------|------------|
| | Consolidated/Separate financial statements | | |
| | As at 31 December 2016 | | |
| | Less than | | |
| | 1 year | 1 - 4 years | Total |
| Future minimum lease payments | 426 | 405 | 831 |
| Deferred interest expense | (32) | (17) | (49) |
| Present value of future minimum lease payments | <u>394</u> | <u>388</u> | <u>782</u> |

18. Long-term loans from bank

| | | | (Unit: Thousand Baht) | |
|-----------------------------------|-------------------|---|---|---------------|
| | | | Consolidated/Separate financial statements | |
| Loan | Interest rate (%) | Repayment schedule | 2017 | 2016 |
| 1 | MLR and MLR-1 | Monthly installments for 84 periods, ending October 2020 | - | 11,047 |
| 2 | MLR-1 | Monthly installments for 90 periods, ending December 2022 | - | 47,178 |
| 3 | MLR-1 | Monthly installments for 84 periods, ending July 2022 | - | 8,087 |
| Total | | | - | 66,312 |
| Less: Portion due within one year | | | - | (12,506) |
| Portion due more than one year | | | <u>-</u> | <u>53,806</u> |

As at 31 December 2016, the long-term loans were secured by the mortgage of the Company's land and factory building (2017: Nil).

In January 2017, the Company made full repayments of long-term loans and interest ahead of the schedules to the bank for all three facilities. The Company recorded loan prepayment fee in profit or loss of 2017.

19. Other current liabilities

| | (Unit: Thousand Baht) | | | |
|---------------------------------|-----------------------|---------------|----------------------|---------------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Unearned revenue - Customer | | | | |
| loyalty program | 3,000 | 1,800 | 3,000 | 1,800 |
| Unearned revenue - Cash voucher | 1,082 | 926 | 1,082 | 926 |
| Withholding income tax payable | 1,021 | 11,182 | 1,009 | 11,182 |
| Value added tax payable | 2,142 | 1,781 | 2,033 | 1,711 |
| Social security fund payable | 1,056 | 840 | 1,055 | 838 |
| Others | 312 | 59 | 312 | 59 |
| Total | 8,613 | 16,588 | 8,491 | 16,516 |

20. Provision for decommissioning

| | (Unit: Thousand Baht) | |
|-----------------------------------|-----------------------|--------------|
| | Consolidated/Separate | |
| | financial statements | |
| | 2017 | 2016 |
| Balance at beginning of the year | 6,771 | 5,434 |
| Increase during the year | 2,252 | 1,216 |
| Finance cost | 148 | 121 |
| Decrease from actual payment | (52) | - |
| Balance at end of the year | 9,119 | 6,771 |

21. Provision for long-term employee benefits

Provision for long-term employee benefits was as follows.

(Unit: Thousand Baht)

| | Consolidated/Separate financial statements | | |
|---|--|--------------------------------|-------|
| | Provision for | Provision for other | Total |
| | post-employment benefits | long-term employee benefits | |
| Provision for long-term employee benefits as at 1 January 2016 | 233 | 1,789 | 2,022 |
| Included in profit or loss: | | | |
| Current service cost | 109 | 870 | 979 |
| Interest cost | 7 | 49 | 56 |
| Past service costs from benefit changes | - | 154 | 154 |
| Actuarial loss (gain) arising from | | | |
| Financial assumptions changes | - | (46) | (46) |
| Experience adjustments | - | 1,313 | 1,313 |
| Included in other comprehensive income: | | | |
| Actuarial loss (gain) arising from | | | |
| Financial assumptions changes | (28) | - | (28) |
| Experience adjustments | 212 | - | 212 |
| Provision for long-term employee benefits as at 31 December 2016 | 533 | 4,129 | 4,662 |
| Included in profit or loss: | | | |
| Current service cost | 332 | 1,771 | 2,103 |
| Interest cost | 16 | 82 | 98 |
| Benefit paid during the year | - | (516) | (516) |
| Provision for long-term employee benefits as at 31 December 2017 | 881 | 5,466 | 6,347 |

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

(Unit: Thousand Baht)

| | Consolidated/Separate financial statements | |
|---|---|-------|
| | 2017 | 2016 |
| Cost of goods sold | 419 | 370 |
| Selling and administrative expenses | 1,782 | 2,086 |
| Total expenses recognised in profit or loss | 2,201 | 2,456 |

The Company expects to pay Baht 0.9 million (2016: Baht 1.4 million) of long-term employee benefits during the next year.

As at 31 December 2017, the weighted average duration of the liabilities for long-term employee benefits is 10 years (2016: 10 years).

Significant actuarial assumptions are summarised below.

| | (Unit: % per annum) | |
|------------------------|---|--------------|
| | Consolidated/Separate financial statements | |
| | 2017 | 2016 |
| Discount rate | 3.01 | 3.01 |
| Salary increase rate | 4.00 - 10.00 | 4.00 - 10.00 |
| Employee turnover rate | 0.00 - 50.00 | 0.00 - 50.00 |

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

| | (Unit: Thousand Baht) | |
|------------------------|---|--------------|
| | As at 31 December 2017 | |
| | Consolidated/Separate financial statements | |
| | Increase 1% | Decrease 1% |
| Discount rate | (295) | 342 |
| Salary increase rate | 181 | (149) |
| | Increase 20% | Decrease 20% |
| Employee turnover rate | (1,647) | 2,614 |

| | (Unit: Thousand Baht) | |
|------------------------|---|--------------|
| | As at 31 December 2016 | |
| | Consolidated/Separate financial statements | |
| | Increase 1% | Decrease 1% |
| Discount rate | (205) | 239 |
| Salary increase rate | 115 | (95) |
| | Increase 20% | Decrease 20% |
| Employee turnover rate | (1,094) | 1,665 |

22. Share capital

Reconciliations of number of registered ordinary shares and issued and paid-up ordinary shares for the years 2017 and 2016 are as follows.

| | (Unit: Share) | |
|---|-------------------------------|---------------------------------------|
| | Registered ordinary shares | Issued and paid-up ordinary shares |
| Ordinary shares as at 1 January 2016 | 540,000 | 540,000 |
| Increased from change in par value | 539,460,000 | 539,460,000 |
| Increase in share capital | 260,000,000 | 260,000,000 |
| Decrease in share capital | (240,000,000) | (240,000,000) |
| Issued ordinary shares for the Company's employee stock option plan (ESOP) | 2,000,000 | 2,000,000 |
| Issued ordinary shares for the Company's directors | 1,500,000 | 1,500,000 |
| Issued ordinary shares for initial public offering (IPO) | 161,500,000 | 161,500,000 |
| Ordinary shares as at 31 December 2016 | 725,000,000 | 725,000,000 |
| Increase share capital for stock dividend (Note 29) | 90,625,000 | 90,623,561 |
| Ordinary shares as at 31 December 2017 | <u>815,625,000</u> | <u>815,623,561</u> |

a) On 28 March 2016, the Company registered the conversion of the Company, the change in the par value of ordinary shares, and the increase in its registered capital with the Ministry of Commerce following the resolutions of the 2016 Annual General Meeting of the Company's shareholders held on 23 March 2016 as detailed below.

- 1) The conversion of the Company to a public limited company and the change of the Company's name to "After You Public Company Limited".
- 2) The listing of the Company's shares on the Market for Alternative Investment.
- 3) The change in the par value of the Company's ordinary shares from Baht 100.00 per share (0.54 million ordinary shares of Baht 54.00 million) to Baht 0.10 per share (540.0 million ordinary shares of Baht 54.00 million).
- 4) The increase in the Company's registered capital, from Baht 54.00 million to Baht 80.00 million, through the issuance of 260.0 million additional ordinary shares with a par value of Baht 0.10 each. The allocations of the new shares are as follows.
 - Allocation of 20.0 million ordinary shares to be offered to the existing shareholders in proportion to the shareholding of each shareholder at a price of Baht 0.10 per share.

- Allocation of 236.5 million ordinary shares to an initial public offering (IPO).
 - Allocation of 1.5 million ordinary shares to be offered to the Company's directors at a price equal to the IPO price.
 - Allocation of 2.0 million ordinary shares to be offered to the Company's management and/or employees according to the Company's employee stock option plan (ESOP) at a price of Baht 0.10 per share and a price equal to 50% of the IPO price.
- b) In April 2016, the Company received share subscription from the existing shareholders amounting to Baht 2.00 million. The Company registered the increase in its paid-up capital with the Ministry of Commerce on 25 April 2016.
- c) The Company registered the decrease and the increase in its registered share capital with the Ministry of Commerce on 6 October 2016 and 7 October 2016, respectively, following the resolutions of the Extraordinary Meeting of the Company's shareholders held on 6 October 2016 as detailed below.
- 1) Approval of a decrease in the Company's registered share capital from Baht 80.00 million to Baht 56.00 million, through the cancellation of 240.0 million ordinary shares with a par value of Baht 0.10 each.
 - 2) Approval of an increase in the Company's registered share capital from Baht 56.00 million to Baht 72.50 million, through the issuance of 165.0 million new ordinary shares with a par value of Baht 0.10 each. The allocations of the new shares are as follows.
 - Allocation of 1.5 million ordinary shares to be offered to the Company's directors at a price equal to the initial public offering price (IPO price).
 - Allocation of 2.0 million ordinary shares to be offered to the Company's management and/or employees according to the Company's employee stock option plan (ESOP) at a price of Baht 0.10 per share and a price equal to 50% of the IPO price.
 - Allocation of 161.5 million ordinary shares to the initial public offering. This allocation includes the allocation of new shares to the two unrelated parties.

- d) During 14 - 16 December 2016, the Company offered 165.0 million of additional ordinary shares at a price of Baht 4.50 per share to the initial public offering and the Company's directors and prices of Baht 0.10 per share and Baht 2.25 per share to the Company's management and/or employees. The Company received full settlement of the additional share capital on 19 December 2016. The Company recorded the difference between the selling price (Baht 0.10 and Baht 2.25 per share) and the fair value (Baht 4.50 per share) of the 1,911,250 ordinary shares subscribed by the Company's management and/or employees, amounting to Baht 7.68 million, as expense in profit or loss and as premium on ordinary shares in the statement of financial position. Moreover, direct costs attributable to the share offering net of income tax, amounting to Baht 16.42 million, are presented as a deduction from the premium on ordinary shares.

The Company registered the increase in its paid-up capital with the Ministry of Commerce on 20 December 2016.

The Market of Alternative Investment (mai) has approved the listing of the ordinary shares of the Company as securities on the mai, to be traded from 23 December 2016.

- e) On 27 April 2017, the Annual General Meeting of the Company's shareholders for the year 2017 passed a resolution to increase the Company's registered share capital by Baht 9,062,500.00, from the existing registered share capital of Baht 72,500,000.00 to Baht 81,562,500.00, by issuing up to 90,625,000.00 new ordinary shares with a par value of Baht 0.10, to accommodate the stock dividend payment for the year 2016.

The Company registered the increase in its registered capital with the Ministry of Commerce on 11 May 2017.

Subsequently, the Company paid the stock dividend of 90,623,561 new ordinary shares, as mentioned in Note 29 to the financial statements, increasing the Company's issued and paid-up share capital to Baht 81,562,356.10. The Company registered the increase in its paid-up capital with the Ministry of Commerce on 25 May 2017.

23. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside a statutory reserve at least 5% of its net profit for the year after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered share capital. The statutory reserve is not available for dividend distribution. During the year 2017, the Company set aside Baht 0.91 million (2016: Baht 1.85 million) to the statutory reserve. As at 31 December 2017, the statutory reserve has fully been set aside.

Pursuant to Section 1202 of the Thai Civil and Commercial Code, the subsidiary is required to set aside a statutory reserve at least 5% of its profit each time the subsidiary pays out a dividend, until the reserve reaches 10% of its registered share capital. The statutory reserve is not available for dividend distribution. During the year 2016, the subsidiary set aside Baht 0.10 million (2017: Nil) to the statutory reserve. As at 31 December 2017, the subsidiary's statutory reserve has fully been set aside.

24. Expenses by nature

Significant expenses classified by nature are as follows.

| | (Unit: Thousand Baht) | | | |
|---|-----------------------|----------------------|----------------------|----------------------|
| | Consolidated | | Separate | |
| | financial statements | financial statements | financial statements | financial statements |
| | 2017 | 2016 | 2017 | 2016 |
| Salaries, wages and other employee benefits | 203,821 | 169,772 | 203,596 | 169,522 |
| Depreciation | 37,379 | 27,291 | 37,368 | 27,285 |
| Amortisation | 1,204 | 585 | 1,204 | 585 |
| Rental expenses from operating lease agreements | 68,480 | 54,141 | 68,360 | 54,021 |
| Raw materials and consumables used | 206,237 | 189,199 | 211,030 | 195,403 |

25. Income tax

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

| | (Unit: Thousand Baht) | | | |
|--|-----------------------|---------------|----------------------|---------------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Current income tax: | | | | |
| Income tax charge for the year | 28,673 | 22,952 | 27,726 | 22,027 |
| Deferred tax: | | | | |
| Relating to origination and reversal of temporary differences | (777) | (614) | (777) | (614) |
| Income tax expenses reported in the statement of comprehensive income | 27,896 | 22,338 | 26,949 | 21,413 |

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

| | (Unit: Thousand Baht) | | | |
|----------------------------------|-----------------------|------|----------------------|------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Deferred tax on actuarial losses | - | (37) | - | (37) |

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

| | (Unit: Thousand Baht) | | | |
|---|-----------------------|---------------|----------------------|---------------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| Accounting profit before tax | 156,799 | 121,108 | 156,129 | 120,508 |
| Applicable tax rate | 20% | 20% | 20% | 20% |
| Accounting profit before tax multiplied by income tax rate | 31,360 | 24,221 | 31,226 | 24,101 |
| Effects of elimination | 794 | 786 | - | - |
| Effects of: | | | | |
| Non-deductible expenses | 625 | 240 | 606 | 221 |
| Additional expense deductions allowed | (4,083) | (2,109) | (4,083) | (2,109) |
| Exempt revenue | (800) | (800) | (800) | (800) |
| Income tax expenses reported in the statement of comprehensive income | 27,896 | 22,338 | 26,949 | 21,413 |

The components of deferred tax assets and deferred tax liability as at 31 December 2017 and 2016 are as follows.

| | (Unit: Thousand Baht) | |
|--|---|--------------|
| | Consolidated/Separate financial statements | |
| | 2017 | 2016 |
| Deferred tax assets | | |
| Provision for decommissioning | 986 | 722 |
| Provision for long-term employee benefits | 1,269 | 932 |
| Unearned revenue - Customer loyalty program | 600 | 360 |
| Adjustment of accrued rental expenses under straight-line method | 105 | 132 |
| Allowance for diminution in value of inventories | 140 | 24 |
| Allowance for impairment of computer software | 156 | - |
| Others | 103 | - |
| Total | 3,359 | 2,170 |
| Deferred tax liability | | |
| Unrealised gain on changes in value of investments in securities held for trading | (412) | - |
| Total | (412) | - |
| Deferred tax assets - net | 2,947 | 2,170 |

26. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year, after adjusting the number of ordinary shares used to calculate earnings per share for the years ended 31 December 2017 and 2016 in proportion to the change in the number of ordinary shares as a result of the distribution of the stock dividend of 90,623,561 shares on 11 May 2017 as if the stock dividend had been issued at the beginning of the earliest period reported.

27. Segment information

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

The Group is principally engaged in operation of food and beverage outlets. Its operations are carried on only in Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain exclusively to the aforementioned reportable operating segment and geographical area.

For the years 2017 and 2016, the Group has no major customer with revenue of 10% or more of the entity's revenues.

28. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Company contribute to the fund monthly at the rate of 5% of basic salary. The fund, which is managed by Tisco Master Pooled Fund, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2017 amounting to Baht 1.3 million (2016: Baht 0.8 million) were recognised as expenses.

29. Dividends

On 23 March 2016, the Annual General Meeting of the Company's shareholders for the year 2016 approved the dividend payment of Baht 104.50 per shares from the retained earnings as at 31 December 2015, or a total of Baht 56.4 million.

On 27 April 2017, the Annual General Meeting of the Company's shareholders for the year 2017 approved the dividend payment from the results of the Company's business operation for the fiscal year ended 31 December 2016 in the amount of not exceeding Baht 92.9 million. The final dividend payment after deducting the interim dividend payment of Baht 78.4 million paid on 27 December 2016 was in the amount of not exceeding Baht 14.5 million, or at the rate of Baht 0.02 per share. The dividends were paid in stock dividends and cash dividends in May 2017 as follows.

- The Company paid the stock dividends by issuing 90,623,561 newly issued ordinary shares, with a par value of Baht 0.10 per share, to the Company's shareholders, at the ratio of every 8 existing shares for 1 stock dividend, in the total amount of Baht 9,062,356.10, or equivalent to the dividend payment at the rate of Baht 0.0125 per share. Any fractional shares therefrom received cash at the rate of Baht 0.0125 per share in lieu of the stock dividends.
- The Company paid cash dividends at the rate of Baht 0.0075 per share or in the total amount of Baht 5,437,479.75.

30. Commitments and contingent liabilities

30.1 Capital commitments

As at 31 December 2017, the Group had capital commitments of Baht 9.0 million relating to implementation of computer software, acquisition of equipment and improvement of new branch outlets (2016: Baht 46.7 million, relating to the construction of its new office and distribution center, acquisition of equipment and improvement of new branch outlets).

30.2 Lease and service agreement commitments

The Group has entered into several operating lease and service agreements relating to the leases of building spaces. The terms of the agreements are generally between 1 to 3 years.

As at 31 December 2017 and 2016, future minimum payments required under the above contracts are as follows.

| Payable | (Unit: Million Baht) | | | |
|----------------------------------|----------------------|------|----------------------|------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2017 | 2016 | 2017 | 2016 |
| In up to 1 year | 62.7 | 38.4 | 62.7 | 38.2 |
| In over 1 year and up to 3 years | 60.6 | 29.1 | 60.6 | 29.1 |

30.3 Commitment under purchase of raw material agreements

The Company entered into memorandum and agreements to purchase raw materials from several unrelated companies, at prices and per conditions as stipulated in the memorandum and agreements. The terms of the memorandum and agreements are between 1 to 3 years.

31. Fair value hierarchy

As of 31 December 2017, the Group had the assets those were measured at fair value or disclosed fair value using different levels of inputs as follows.

| | (Unit: Thousand Baht) | | | |
|--|--|---------|---------|---------|
| | Consolidated/separate financial statements | | | |
| | As at 31 December 2017 | | | |
| | Level 1 | Level 2 | Level 3 | Total |
| Assets measured at fair value | | | | |
| Investments in securities held for trading | | | | |
| Unit trusts - fixed income fund | - | 263,346 | - | 263,346 |
| Assets for which fair value are disclosed | | | | |
| Investments in debt securities expected to be held to maturity | | | | |
| Short-term derivative debentures | - | 200,742 | - | 200,742 |

During the current period, there were no transfers within the fair value hierarchy.

32. Financial instruments

32.1 Financial risk management

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

Credit risk

The Group is exposed to credit risk with respect to trade and other receivables in low level because sales are mostly cash sales. The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses.

Interest rate risk

The Group's exposure to interest rate risk relates primarily to its cash at banks, investments in debt securities and long-term interest-bearing loans. Most of the financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

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

(Unit: Million Baht)

| Consolidated financial statements | | | | | | |
|--|------------------|-----------------------------|---------------------------|-------------------------|--------------|---|
| As at 31 December 2017 | | | | | | |
| Fixed interest rates | | | | | | |
| | Within 1 year | More than 1 - 5 years | Floating interest rate | Non-interest bearing | Total | Effective interest rate (% per annum) |
| Financial assets | | | | | | |
| Cash and cash equivalents | - | - | 44.4 | 4.2 | 48.6 | 0.10 - 0.40 |
| Current investments | 200.0 | - | - | 263.3 | 463.3 | 1.40 |
| Trade and other receivables | 0.4 | - | - | 10.7 | 11.1 | 0.50 |
| Restricted bank deposit | - | - | 0.4 | - | 0.4 | 1.05 |
| | <u>200.4</u> | <u>-</u> | <u>44.8</u> | <u>278.2</u> | <u>523.4</u> | |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | 59.4 | 59.4 | - |
| Liabilities under finance lease agreements | 0.2 | 0.2 | - | - | 0.4 | 5.30 - 5.70 |
| | <u>0.2</u> | <u>0.2</u> | <u>-</u> | <u>59.4</u> | <u>59.8</u> | |

(Unit: Million Baht)

Consolidated financial statements

As at 31 December 2016

| | Fixed interest rates | | | | Total | Effective interest rate (% per annum) |
|--|----------------------|-----------------------|------------------------|----------------------|--------------|--|
| | Within 1 year | More than 1 - 5 years | Floating interest rate | Non-interest bearing | | |
| Financial assets | | | | | | |
| Cash and cash equivalents | - | - | 624.7 | 3.7 | 628.4 | 0.10 - 0.87 |
| Trade and other receivables | 1.2 | - | - | 6.1 | 7.3 | 0.50 |
| Restricted bank deposit | - | - | 0.2 | - | 0.2 | 1.15 |
| | <u>1.2</u> | <u>-</u> | <u>624.9</u> | <u>9.8</u> | <u>635.9</u> | |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | 63.8 | 63.8 | - |
| Liabilities under finance lease agreements | 0.4 | 0.4 | - | - | 0.8 | 5.30 - 5.70 |
| Long-term loans from bank | - | - | 66.3 | - | 66.3 | MLR and MLR - 1.00 |
| | <u>0.4</u> | <u>0.4</u> | <u>66.3</u> | <u>63.8</u> | <u>130.9</u> | |

(Unit: Million Baht)

Separate financial statements

As at 31 December 2017

| | Fixed interest rates | | | | Total | Effective interest rate (% per annum) |
|--|----------------------|-----------------------|------------------------|----------------------|--------------|--|
| | Within 1 year | More than 1 - 5 years | Floating interest rate | Non-interest bearing | | |
| Financial assets | | | | | | |
| Cash and cash equivalents | - | - | 40.2 | 4.2 | 44.4 | 0.10 - 0.40 |
| Current investments | 200.0 | - | - | 263.3 | 463.3 | 1.40 |
| Trade and other receivables | 0.4 | - | - | 14.8 | 15.2 | 0.50 |
| Restricted bank deposit | - | - | 0.4 | - | 0.4 | 1.05 |
| | <u>200.4</u> | <u>-</u> | <u>40.6</u> | <u>282.3</u> | <u>523.3</u> | |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | 61.8 | 61.8 | - |
| Liabilities under finance lease agreements | 0.2 | 0.2 | - | - | 0.4 | 5.30 - 5.70 |
| | <u>0.2</u> | <u>0.2</u> | <u>-</u> | <u>61.8</u> | <u>62.2</u> | |

(Unit: Million Baht)

| Separate financial statements | | | | | | |
|--|-----------|-------|---------------|--------------|-------|-----------------------|
| As at 31 December 2016 | | | | | | |
| Fixed interest rates | | | | | | |
| | More than | | | | | |
| | Within | 1 - 5 | Floating | Non-interest | Total | Effective |
| | 1 year | years | interest rate | bearing | | interest rate |
| | | | | | | (% per annum) |
| Financial assets | | | | | | |
| Cash and cash equivalents | - | - | 621.3 | 3.7 | 625.0 | 0.10 - 0.87 |
| Trade and other receivables | 1.2 | - | - | 10.1 | 11.3 | 0.50 |
| Restricted bank deposit | - | - | 0.2 | - | 0.2 | 1.15 |
| | 1.2 | - | 621.5 | 13.8 | 636.5 | |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | 67.6 | 67.6 | - |
| Liabilities under finance lease agreements | 0.4 | 0.4 | - | - | 0.8 | 5.30 - 5.70 |
| Long-term loans from bank | - | - | 66.3 | - | 66.3 | MLR and MLR - 1.00 |
| | 0.4 | 0.4 | 66.3 | 67.6 | 134.7 | |

32.2 Fair values of financial instruments

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

33. Capital management

The primary objective of the Group'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 2017, the Group's debt-to-equity ratio was 0.1:1 (2016: 0.2:1) and the Company's was 0.1:1 (2016: 0.2:1).

34. Events after the reporting period

On 27 February 2018, a meeting of the Company's Board of Directors passed a resolution approving to propose that the Annual General Meeting of Shareholders to be held in April 2018 adopt a resolution to pay a dividend of Baht 0.15 per share, or a total of Baht 122.3 million, to the shareholders in respect of the 2017 profit. The dividend will be paid and recorded after it is approved by the Annual General Meeting of the Company's shareholders.

35. Approval of financial statements

These financial statements were authorised for issue by the Company's authorised directors on 27 February 2018.