



Annual

REPORT 2016

รายงานประจำปี 2559

บริษัท เอส แอนด์ เจ อินเตอร์เนชั่นแนล เอนเตอร์ไพรส์ จำกัด (มหาชน)
S&J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED



In Remembrance of His Majesty King Bhumibol Adulyadej

*We shall be eternally grateful for your Majesty's immeasurable benevolence.
The management and staffs of S & J International Enterprises Public Company Limited*

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Investors are able to access more information of securities issuer

from the annual report (From 56-1)

of Company on www.sec.or.th Company's website, www.snjinter.com

คณะกรรมการ
Board of Directors



Mr.Boonkiet Chokwatana
Chairman



Mrs.Tipaporn Chokwatana
Vice Chairman



Mr.Thirasak Vikitset
Managing Director



Dr.Atthakorn Glankwamdee
Deputy Managing Director



Mr.Khachornsakdi Vanaratseath
Chairman of Audit Committee



Admiral Apichart Pengsritong
Independent Director

คณะกรรมการ
Board of Directors



Pol.Gen.Somchai Prabhasabhakdi
Director of Audit Committee



Mrs.Pradittha Chongwattana
Director Of Audit Committee



Mr.Surong Ongkosit
Director Of Audit Committee



Mrs.Pismai Chandrubeksa
Independent Director



Mrs.Kaewta Ongsaranakom
Director



Prof.Dr.Malyn Ungsurungsie
Director



Mrs.Chitraporn Vikitset
Director



Mrs.Teerada Ambhanwong
Director



Mr.Suthep Dansiriviroj
Director

Financial Overview

CONSOLIDATED	2016	2015	2014
Financial Position and Operating Results (thousand baht)			
Total Assets	5,428,796	5,309,757	5,682,643
Total Liabilities	1,736,435	1,828,425	2,202,531
Equity	3,692,361	3,481,332	3,480,112
Sales	5,252,772	5,101,280	5,427,833
Total Revenues	5,379,624	5,243,749	5,572,354
Gross Profit	1,264,858	1,130,645	1,128,259
Profit attributable to equity holders of the parent	305,222	253,075	217,209
Information Per Share (baht)			
Par Value	1.00	1.00	1.00
Book Value	24.63	23.22	21.30
Earnings per share	2.04	1.69	1.45
Market Price at year end date	19.00	17.60	18.50
Dividend	1.00	0.85	0.80
Financial Ratio			
Profitability (%)			
Return on Total Revenues	5.67	4.83	3.90
Return on Equity	8.51	7.27	6.55
Liquidity Ratio (times)			
Current Ratio	1.36	1.22	1.07
Quick Ratio	0.76	0.59	0.56
Liquidity of Cash Flow from Operation	0.37	0.31	0.29
Efficiency Ratio (%)			
Return on Assets	5.68	4.60	3.86
Return on Fixed Assets	35.39	31.50	28.02
Financial Policy Ratio (times)			
Debt to Equity	0.47	0.53	0.63
Interest Coverage	36.97	26.53	19.70
Payout Ratio (%)	49.12	47.39	53.20

* The Board of Directors resolved to set dividend payment rate at 1.20 per share, for further proposal to the shareholder's general meeting for approval, on April 24, 2017.

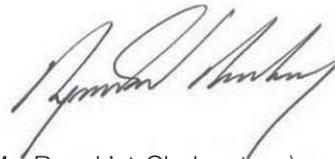
Message from the Chairman

During 2016, many parts of the global economy were still in an economic recession. Additionally, a number of factors, including currency fluctuations, caused a slowdown in consumption. Similarly, in Thailand, where the average growth in the economy was around 3.2%, there were also some limitations on exports. However, the beauty care industry still achieved ongoing growth.

Hence, in the course of the year, S&J continued to focus on growing its business. This was achieved by the management's keen attention to both customer, and consumer needs, as well as developing strong commercial relationships. Furthermore, commitment to providing the latest innovations, helped build further customer trust. At the same time, the Company was able to control expenses, and continued to reduce production costs effectively. This resulted in financial growth for 2016, with revenue from sales of 4,508 Million Baht, an increase from 2015 of 2.4%, and profit before tax amounting to 361 Million Baht, an increase from 2015 of 31.6%. These operational results reflect S&J's effort to maintain competitiveness, as well as demonstrating its ability to secure both sales, and profit increases.

Moreover, in 2016, the Company was certified to be a member of the Thai government's, "Collective Action Coalition Against Corruption", reflecting business transparency, and a strong commitment to promoting a good Thai society, combining it with SAHA Group's corporate philosophy of "Good People, Good Products, Good Society".

Therefore, on behalf of the Board of Directors, we would like to share our great appreciation in thanking our shareholders, and business partners, along with the management, and employees, for their kind support, in maintaining their efforts, and helping to ensure future business prosperity.



(Mr. Boonkiet Chokwatana)
Chairman

The Audit Committee's Report

In summary, The Audit Committee performed its duties as specified in the Board-approved charter. By Director of Audit Who is knowledgeable and experience in reviewing The Financial Statement.

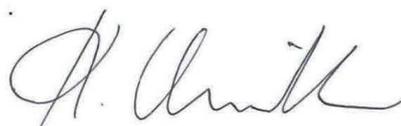
This year 2016, The Audit Committee by

- | | | |
|---------------------|----------------|-----------------------------|
| 1. Mr.Khachornsakdi | Vanaratseath | Chairman of Audit Committee |
| 2. Pol.Gen.Somchai | Prabhasabhakdi | Director of Audit Committee |
| 3. Mrs.Pradittha | Chongwattana | Director of Audit Committee |
| 4. Mr.Surong | Ongkosit | Director of Audit Committee |

The Committee held 4 meetings upon Consultations with the management, The Internal Auditor, and the external auditor as necessary. The Committee's main activities in 2015 as summarized below:

1. Financial reports review: To ensures that the financial statements preparation was in conformity with legal requirements and accounting standards under the generally accepted accounting principles, reliable and in timely manner, and information was sufficiently disclosed in such statements and the committee also held one meeting with the external auditor.
2. Internal audit oversight: The committee reviewed Audit plans annual, audit performance, audit findings and recommendation as well. The committee provided recommendations and monitored corrective actions for significant aspects for good governance and adequate internal control.
3. Appointment of the external auditor: Consider the performance and independence of the external auditor. The acting auditor in the past year. And consider and propose the audit fees for the year to the Board of Directors.
4. Risk Managementt Review: Monitoring the implementation of risk management. To ensure that the company has managed the risk to the acceptable level.
5. Corporate good governance: Review Performance the Implementation of the Law and Rules related to its businesses, particularly matters concerning connected transaction to ensure regular, sensible business conduct. And monitored an anti-corruption policy. At was declared on 24 February 2015, for executives and employees to acknowledge and observe in their work, and was publicized for all stakeholders to acknowledge and observe. In addition, as company applied for Anti-Corruption program with the Private Sector Collective Action Coalition against Corruption (CAC), The Company became a certified company by CAC on October 14, this year.

The committee has comment that the company effective internal audit and adequate risk management, has in place work practices aligning with good governance, and complies with laws, requirements, and obligations related to its businesses.



(Mr.Khachornsakdi Vanaratseath)
Chairman of the Audit Committee

Corporate Business Policy and Business Overview

Quality Policy

We pledge to be a strong link in the supply chain. To our customers, we are committed to produce correct quality products, deliver them on time, and with competitive price. To our suppliers, we foster win-win partnerships that also enhance customer value. Our action will always be socially responsible and environmental friendly. Each employee will continue to improve and provide greater customer satisfaction through fast, flexible, and precise response.

Overview of Business

The company is a manufacturer of cosmetics and cosmeceuticals such as shower cream, lipstick, skin cream, powder, cologne, etc. for both domestic and foreign customers under the trademark, formula and standard of the customers which were distributed to various domestic and foreign countries around the world under the high quality international standards of production. The Experience and expertise earned over 30 years is recognized as one of the leading manufacturers of the cosmetics by increasing the growth and market share steadily over from the past.

Vision, Mission, Core Value and Business Development Plan

Vission

“ To create world’s best buying experience in beauty business ”

- S & J create impression and a great experience to all customers/ business partners in the beauty business.

Mission

- S & J will deliver. Innovation is about beauty on time. Price and reasonable quality To serve customers all over the world. The respect and responsibility towards society and the environment.

Core Value

- Target Focus
- Challenging ideas
- Success
- Unity
- Ethics

Business Development Plan

- **Shot-Term Plan**

Develop internal process work within the company to adapt and up to date on market conditions, the cost of product currency fluctuations. The needs of customers, employees and the requirements of trading partners. To have a significant impact on the financial results of the Company.

- **Long-Term Plan**

The company set the target by adding new countries, such as the partner country in the Middle East and Africa, another group, all capacity expansion in the product groups that have been marked “halal” in order to be able to accommodate the new market occur.

Events and Development Highlights

S & J international Enterprises PCL., started its business in year 1980 with the major shareholder group by SAHA Group, formerly the name of S & J Food Co., Ltd. with primary objective to produce instant food. Later, the company changed its business to manufacturing cosmetics with technical support from the specialists from the United States. In the year 1983, the company changed its name to S & J International Enterprises Co., Ltd. and in year 1988 the company has listed on the Stock Exchange of Thailand Thailand. In year 1994, the company registered as a is a public company in the name of S & J International Enterprises PCL.

- 1988** - Listed on the Stock Exchange of Thailand and Increase its registered capital to 30 million baht.
- 1994** - Registered as a public company and increased its registered capital to 120 million baht.
- 1996** - Established of EF Company Limited, registered capital 1 million, held 49.96% by the company, with business operation as a distributor of Personal Care consumer goods.
- 2001** - EF Company Limited (a subsidiary) increased its share capital from 3 million to of 4 million baht, held 99.99% by the company.
 - Constructed its building on an area of 10,000 square metres for production of Liquid Toiletry.
- 2003** - Changed its par value from 10 bath each to 1 baht each, resulted increase in share capital from 12 million shares to 120 million shares and increased in paid-up share capital from 8 million shares to 80 million shares.
 - Established Wild Life (Thailand) Co., Ltd. (a subsidiary), registered capital of 1 million baht, held 99.99% by the Company, with its business operation as consumer goods distributor of sunscreen and mosquito repellent cream.
- 2004** - Called up its share capital 20 million shares of 100 million baht.
 - Registered the change in paid-up capital from its original 80 million shares of 80 million baht to of 100 million shares of 100 million baht with the Ministry of Commerce on May 9, 2004.
- 2005** - Approved by the ordinary general meeting of shareholders No.26 on April 25, 2005 for the ESOP program and got approval from the Securities and Exchange Commissio, on February 20, 2005 for offering new shares to employees of the company.
- 2006** - Issued warrants to purchase common stocks offered to directors and employees of the company and its subsidiaries under the ESOP program for 5 million shares, the proposed sale of securities to directors and employees of the company and its subsidiaries (ESOP), the number of 5 million unit rate. The exercise ratio is 1 unit to 1 common stock at the exercise price of 4 Baht per shares to allocate to exercise of the ESOP project of, 5 million shares for exercise period from March 10, 2006 to March 9, 2009.

- 2009 - Established S & J International (UK) Ltd. (a subsidiary), registered capital of 5 million baht, held 100% by the company, with its business operation to provide for the marketing and distribution of raw materials and packaging.
- 2010 - Constructed its building on an area of 8,000 square meters for producing Lipstick, chemical laboratory and biological microscopically, office and warehouse.
- 2011 - Increased its share capital of 45,186,500 shares by offering to the existing shareholders of the Company in proportion to their shareholding (Right Offering) at the price of 12 baht, in case of the remaining unsubscribed shares were offering to the private placement, The offering price must not lower than 90 percent of the average market share price.
- Constructed Pinthong plant on the space of 9,000 square meters, for manufacturing Liquid, Skin Care and Toiletry products.
- 2015 - Established 4WD Vision Co.,Ltd. (a subsidiary), registered capital of 10 million baht, held by the company at 99.99%, with its business operation of trading.
- Established SAAS co.,Ltd.(a subsidiary), registered capital is 20 million bah, held by the company at 99.99%, with its business operation to research and development of the cosmetic formulation.
- 2016 - Investment in Atika Beauty Manufacturing Sdn. Bhd. (an Associate) in Malaysia with registered capital of 5 million ringgit, held 35% by the company, with its business of manufacturing of halal cosmetics.
- The company has its registered share capital of 200,000,000.00 baht with paid-up share capital of 149,930,828.00 baht.

Moreover, the company has developed the following areas.

Management and Environment.

- 2007 - Established Risk Management Committee in order to manage risk more effectively.
- 2008 - Established Corporate Social Responsibility Committee in order to corporate social responsibility and the environment by focusing on the impact on shareholders and stakeholders.
- 2011 - Received the award for the responsibility of industry standard for society of year 2010 (CSR-DIW) from the Department of Industrial Works.
- Received Certification for Green Industry, level 3 : green system for environmental management system and monitoring the process and reviewed for continuous improvement from the Ministry of Industry.

- 2012**
- Received the award for CSRI Recognition - Most Innovative CSR, listed company with innovative social responsibility.
 - Received Commemorative Certificate to from Chonburi province the company whid operate to promote and improve the quality of life for people with disabilities of year 2007 (2012 – 2015).
 - Received the award for the quality safety conscious society (Quality Award) from the Office of the Food and Drug Administration.
 - Received award from the Body Shop Best Supply Chain Improvement Award.
- 2013**
- Received the SET Awards 2013, listed companies with market capitalization between 2000-10,000 million baht for outstanding award for Corporate social responsibility.
 - Received the award for CSRI Recognition - Most Innovative CSR, listed company with innovative social responsibility.
 - Received the rate of “excellent” level in a survey of corporate governance of listed companies for the year 2013, held by Thai Institute of Directors Association (IOD).
 - Received the awards from the Body Shop : Best Supplier Award
- 2014**
- Received the SET Awards 2014, listed companies with market capitaization during 2,000-10,000 million baht, outstanding award for Social Responsibility.
 - Received the award for the CSRI Recognition - Most Innovative CSR, innovative social responsibility listed company.
 - Received the award for the Investors ‘ Choice Award by received 100 scores for 4 consecutive years (2011-2014) from Thai Investors Association.
 - Received ESG100 Certificate 2014 which is 1 in 100 listed companies from Thaipat Institute. Outstanding in the business of sustainable environmental, social and corporate governance (Environmental, Social and Governance : ESG100).
 - Improved the evaluation system for personel in assessment behavior through the process of Competency Model and results of operations through the preparation of strategic KPI.
- 2015**
- Established Corporate Governance Committee, to support the operation of the Board of Directors in corporate governance of the company, which supports various operations to achieving objectives and target which create value added and confidence to shareholders and stakeholders in all sectors.
 - Received Thailand Sustainability Investment award of year 2015 award from the Securities Exchange of Thailand.
 - Received the ESG100 Certificate of year 2015 which is 1 in 100 listed companies from Thaipat Institute, Outstanding in the business of sustainable environmental, social and corporate governance (Environmental, Social and Governance : ESG100).

- 2016**
- Received the ESG100 Certificate 2016 which is 1 in 100 listed companies from ThaiPAT Institute, Outstanding in the business of sustainable environmental, social and corporate governance (Environmental, Social and Governance : ESG100).
 - Received the Award of establishment under the pilot project for preparation of practical guidelines for Best Practice to Green Supply Chain industry's target for exports, from the Department of Primary Industries and Mines.
 - Certified as a member of Collective Action Coalition Against Corruption (CAC) on October 14, 2016 that reflects business with integrity, transparency, and good internal controls by aware of all stakeholders.
 - Received the SET Awards Innovation of year 2016, Excellent award from the Securities Exchange of Thailand.
 - Received the Sustainability Investment Thailand award of year 2016 from the Securities Exchange of Thailand.

Internationally Quality standards.

- 1994**
- Certified as manufacture cosmetics (GMP) in 1 of the first 9 company by the Office of the Food and Drug Administration, the Ministry of Public Health.
- 1999**
- Certified the International Standards ISO 9001: 1994 for Design & Manufacturing of Skin Care, Body Treatment, Toiletries, Colour Cosmetic, Hair Care, Sun Products, Perfume and Baby Products. From RWTUV (Thailand).
- 2002**
- The company is certified to international standards ISO 9001: 2000 for Design & Manufacturing of Skin Care, Body Treatment, Toiletries, Colour Cosmetic, Hair Care, Sun Products, Perfume and Baby Products from RWTUV (Thailand).
- 2003**
- Certified the environmental management system ISO 14001:1996 for the Manufacturing of Skin Care, Body Treatment, Toiletries, Cosmetic, Sun Care, Hair Colour Products, Perfume and Baby Products from RWTUV (Thailand)
- 2004**
- Certified the testing laboratories ISO / IEC 17025: 1999 for determine the Aerobic Bacteria in the category of cosmetic lotion (Deternubation of aerobic bacteria (Spread plate)) from the Department of Medical Sciences, the Ministry of Public Health.
- 2007**
- Certified the testing laboratories ISO / IEC 17025: 2005
- 2008**
- Expanded the Scope of Accreditation for Testing standards ISO / IEC 17025: 2005 for sunscreen products in powder and lipstick, from Bureau of Laboratory Quality Standards Department of Medical Science.
 - Certified the management system for occupational health (BS OHSAS 18001:2007), manufacturing of Skin Care Treatment, Body Manufacturing, Toiletries, Cosmetic, Sun Care, Hair Colour Products, Perfume and Baby Products from RWTUV (Thailand), which is renewed every 3 years.

- 2009** - GMP standards to GMP ASEAN HARMONIZED.
- 2010** - Certified the International Standards, ISO 9001: 2008 for Design & Manufacturing of Skin Care, Body Treatment, Toiletries, Colour Cosmetic, Hair Care, Sun Products, Perfume and Baby Products. The TUV NORD (Thailand).
- Expanded the Scope of Accreditation for Testing standards ISO / IEC 17025: 2005 Preservative Efficacy Test by the European Pharmacopoeia from Bureau of Standards Laboratories.
- 2012** - Expanded the Scope of Accreditation for Testing standards ISO / IEC 17025: 2005, Preservative Efficacy Test, Total Aerobic Plate Count, Yeasts and Molds Count, Gram Negative Bacteria, Staphylococcus aureus, Escherichia coli, Pseudomonas aeruginosa, Clostridium spp. and Candida albicans with the United States Pharmacopoeia from Bureau of Laboratory Quality Standards Department of Medical Science.
- Certified the international standard ISO 22716: 2007 (Cosmetic GMP) from TUV NORD (Thailand).
- 2013** - Certified the cosmetic good manufacturing practice (GMP) of the Food and Drug Administration, the Ministry of Public Health at Pinthong Factory.
- 2016** - Certified the International Standard, ISO 22716: 2007 (Cosmetic GMP) from TUV NORD (Thailand) at Pinthong Factory.

Shareholding structure for companies under S & J

Policy of Dividing The Company's Operations in Group

S & J

The company is responsible for the design, research and development and sourcing of raw materials and packaging. Production is planned with cooperating with customers, and factory production to meet the needs of our customers.

Subsidiaries

A group of companies which supports the business of the company and is significant as its business unit meanwhile the company is their major investor. Affiliates are also a group of companies which is supervised by the company closely in order to ensure the pursuit of the company's policy as well as to have an efficient service. The companies in this type are as follows :

- Top Trend Manufacturing Co., Ltd. (TTM)
- Wildlives (Thailand) Co.,Ltd. (WL)
- EF Co.,Ltd. (EF)
- S & J International (UK) Ltd. (S&J - UK)
 - Guangzhou S & J Cosmetic Co., Ltd. (S&J - China)
 - 4WD Vision (HK) Co.,Ltd. (4WD - HK)
- 4WD Vision Co.,Ltd. (4WD)
- SAAS Co.,Ltd. (SAAS)

Remark : Shareholding in the company, Guangzhou S & J Cosmetic Co.,Ltd. and 4WD vision (HK) Co.,Ltd. an indirect shareholding of the company through S & J International (UK) Ltd.

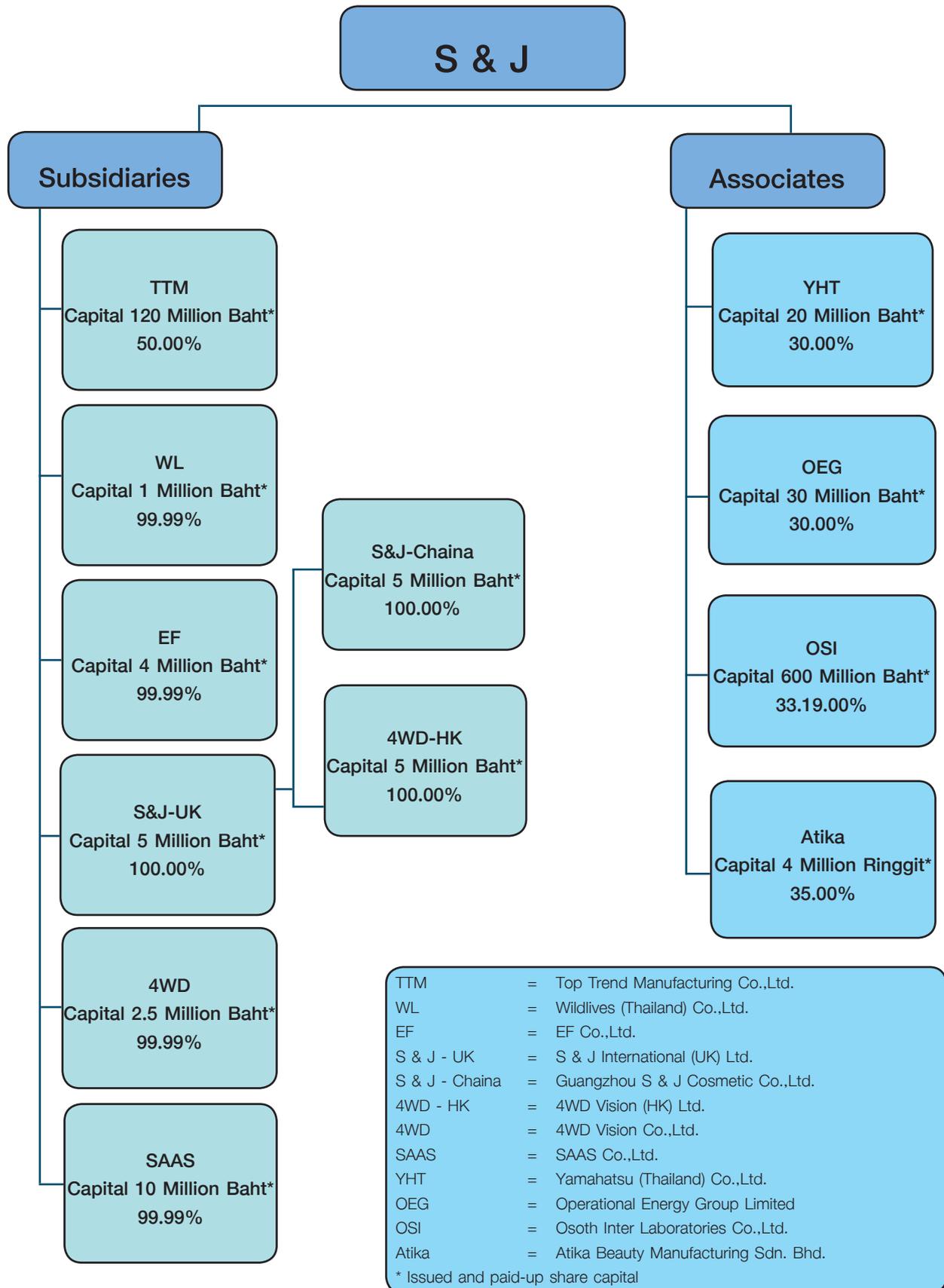
Associates

A group of companies which have investment ratio with its affiliates in order to provide benefits to the company strategically and for business coordination especially in form of various product development besides company's products. The companies in this type are as follows:

- Yamahatsu (Thailand) Co.,Ltd. (Y HT)
- Operational Energy Group Limited (OEG)
- Osoth Inter Laboratories Co.,Ltd. (OSI)
- Atika Beauty Manufacturing Sdn. Bhd. (Atika)

The company's operating policy is to establish delegation within the group by each company having their own Board of Director to oversee and be responsible for their own company. Each Board of Directors has freedom to take care and supervise the company's activities under their own authority and designated responsibilities.

Shareholding structure for companies under S & J



Cross-shareholding as of March 17, 2017

While the company allows the structure for cross-shareholding, nevertheless, such cross-shareholding is not of the nature conflicting with nor contradicting to the announcement by The Capital Market Supervisory Board no. Thor Chor 258/2008 regarding “the permission request and the permission to offer newly-issued shares” no.14. The company has acquired shares because of receiving a good rate of return in dividends payment every year and it is beneficial business to each other.

Company name	Shareholding Percentage	
	Shareholding by the company	Shareholding in the company
1. In the case of over 50% shareholding		
1.1 Other companies holding over 50% shares in the company Cross-shareholding by the company in other companies is not allowed.	-	-
1.2 The company holding over 50% shares in other companies Cross-shareholding by other companies in the company is not allowed.	-	-
1.3 The company holding over 50% shares in 2 other companies and Cross-shareholding between other such companies is not allowed.	-	-
2. In the case of over 25% shareholding, but not exceeding 50% shareholding		
2.1 Other companies holding over 25% but not exceeding 50% shares in the company Over 10% cross-shareholding by the company in other companies is not allowed.	-	-
2.2 The company holding over 25% but not exceeding 50% shares in other companies Over 10% cross-shareholding by other companies in the company is not allowed.	-	-
3. In the case of not exceeding 25% shareholding		
3.1 Other companies holding not exceeding 25% shares in the company Over 25% shareholding by the company in other companies is not allowed.	-	-
3.2 The company holding not exceeding 25% shares in other companies Over 25% shareholding by other companies in the company is not allowed		
- Saha Pathana Inter-holding Public Company Limited (SPI)	0.24	15.35
- I.C.C. International Public Company Limited (ICC)	0.35	14.61

Business Relationship with the company's major shareholding parties

- None -

Corporate Business Nature

Revenue Structure

Saperated Revenue	% Shareholding of Company	2016		2015		2014		
		Million Baht	%	Million Baht	%	Million Baht	%	
Manufacturing and Others Business Income								
Manufacturing of Cosmetic								
S & J International Enterprises PLC.	Domestic	-	1,973.0	32.70	2,117.3	36.33	2,431.5	39.30
	Oversea		2,534.6	42.01	2,285.5	39.22	2,193.8	35.46
Total Manufacturing of Cosmetic			4,507.6	74.71	4,402.8	75.55	4,625.3	74.76
Manufacturing of Packaging								
Top Trend Manufacturing Co.,Ltd.	Domestic	50.00	821.7	13.62	810.7	13.91	950.1	15.36
	Oversea		105.0	1.74	96.2	1.65	116.2	1.88
Total Manufacturing of Packaging			926.7	15.36	906.9	15.56	1,066.3	17.24
Others Business								
Wildlives (Thailand) Co.,Ltd.	Domestic	99.99	13.9	0.23	13.2	0.23	14.6	0.24
	Oversea		-	-	-	-	-	-
EF Co.,Ltd.	Domestic	99.99	22.8	0.38	24.8	0.43	26.1	0.42
	Oversea		-	-	-	-	-	-
S & J International (UK) Ltd.	Domestic	100.00	-	-	-	-	-	-
	Oversea		242.2	4.01	184.3	3.16	223.3	3.61
Guangzhou S & J Cosmetic Co.,Ltd.	Domestic	100.00	-	-	-	-	-	-
	Oversea		0.2	0.00	0.7	0.01	0.8	0.01
4WD Vision (HK) Ltd.	Domestic	100.00	-	-	-	-	-	-
	Oversea		64.4	1.07	62.2	1.07	22.1	0.36
4WD Vision Co.,Ltd.	Domestic	99.99	2.8	0.05	2.0	0.03	-	-
	Oversea		-	-	-	-	-	-
SAAS Co.,Ltd.	Domestic	99.99	-	-	-	-	-	-
	Oversea		-	-	-	-	-	-
Total Others Business			346.3	5.74	287.2	4.93	286.9	4.64
Total Manufacturing and Others Business Income			5,780.6	95.81	5,596.9	96.04	5,978.5	96.63
Other Income			206.8	3.43	181.4	3.11	176.0	2.84
Share of profit of investment in associates			46.1	0.76	49.1	0.84	32.2	0.52
Total Income			6,033.5	100.00	5,827.4	100.00	6,186.7	100.00

Remark : Additional information are disclosed in the Notes to Financial Statements for the year ended December 31, 2016
No.26 : Financial Information by Segment.

Significant developments during the past year

S & J International Enterprises Public Company Limited.

- **Product Design or Service**

S & J emphasized on developments of all types of cosmetic products such as powder, cream and lipstick in order to continue to satisfy customers with standard modern machines and technology. Besides, the company also received worldwide quality certificates which built up more confident to customers, such as:

- GMP certificates from Food and Drug Administration, Ministry of Public Health.
- ISO 9001 : 2008 certificates from TUV ASIA PACIFIC LIMITED – Hong Kong
- ISO 14001 : 2004 certificates from TUV ASIA PACIFIC LIMITED – Hong Kongg
- ISO 17025 cosmetic-lotion from Department of Medical Sciences, Ministry of Public Health.
- OHSAS 18001 : 2007 certificates from TUV ASIA PACIFIC LIMITED – Hong Kong
- CSR – DIW (Corporate Social Responsibility - Department of Industrial Work) Certificate or equivalent to ISO 26000
- ISO 22716 : 2007 certificates from TUV ASIA PACIFIC LIMITED – Hong Kong
- ESG 100 (Environmental Social Governance 100) certificates from Thaipat Institute

- **Marketing and Competition**

At present, consumers of all ages, teenager, student as well as working age give more important on cosmetic products and they become part of everyday life not only lady but also increasing in gentleman need. It is found that the market for make up, skin care, hair care are varied in terms of price and quality to meet the needs of consumers and approach to the in turn, target with more intense competition.

Moreover, consumers pay their attention on natural products which are environmentally friendly and more safely. Thus result in research and development of new products types using natural herbs as raw materials in the manufacture of cosmetic products with tendency of more growing.

The company's marketing strategy emphasized products with a high quality standard, including the packaging of beauty products that are innovative, easy to use. The company also developed and created suitable additional new products to meet the demand of the said customers, and expanded the new customer base, in order to strengthen and expand business in the long term. Setting prices, the company will take into consideration of product image, cost of manufacturing and marketing expenses. The company will emphasise suitable quality and prices to attract the interest of customers by considering customers' satisfaction as the most important factor.

- **Materials Sourcing or Service**

Materials and packaging were sourced from both domestic and foreign suppliers who are specialized in their field. They are equipped with modern production technology and machinery, also having good standards of quality control systems. Raw materials and packaging were ordered and directly shipped to S & J, and our customers gained more confidence in these suppliers. Materials were mainly locally sourced.

- **Trend of Industry and Competitive Condition in Future**

Cosmetic competition for both domestic and overseas is still high, in part due to changing consumer behavior in relation to health more. For hit products, the quality and pricing of the products are major factors in determining the competition. The company continued to emphasize on human resource developments, and overall management in order to create satisfaction and relationship with customers in expanding the market for both domestic and overseas.

Top Trend Manufacturing Co., Ltd.

- **Product Design or Service**

Most of the products are cosmetic and medicine which were produced to meet customer's requirements by selecting common or specific mold. In receiving ISO 9001 : 2000 certificate from BVQI in early 2003 and converted to a Quality Management System ISO 9001:2008 from TUV NORD institutions in late 2012 as well as to be certified adding more to system GMP standard in tube products. This will give customers confidence in the quality of our products and services even more.

- **Market and Competition**

Competition in the plastic packaging in terms of design, pricing, condition of orders and delivery time keep increasing. Top Trend emphasized in efficiency and productivity by developing employee know how in production technique, also letting employees participate in fine tuning new product designs in order to better compete.

- **Materials Sourcing or Service**

The supply of good quality of raw materials at reasonable price is the core of company's sourcing. These materials were mainly locally sourced from domestic producers, and new materials were increasingly sourced that did not effect product quality, but decreased cost of production.

- **Trend of Industry and Future Competition**

Expanding use of domestic packaging is still on an up trend with competition both in pricing and fast service are still the market requirement. Top Trend emphasized human resource development and quality management in order to build up customers' satisfaction, and its relationship in expanding markets both domestic and foreign.

Wildlives (Thailand) Co., Ltd.

- **Product Design or Service**

The company developed “Wild Lives” to market personal care products for protecting UV and insecticide, taking care of, and cleaning the body to be used for travelling, sight seeing and open air activities, and able to use in daily life. In the present, there are two main products group, i.e. sun-protection products and mosquitoes-protection products.

- **Marketing and Competition**

The company expanded its market and distribution channels over last year, especially in tourism areas in the southern and eastern parts of Thailand, in addition to the tourist places in northern part of Thailand, namely Chiang Mai, Chiang Rai, Mae Hong Son, etc. along with market expansion to ASEAN, such as Cambodia, Myanmar, Laos by focusing on drugstores and developing new products and marketing strategies in order to be in a competitive market but still mainly focus on key marketing strategies for success of the company.

- **Materials Sourcing or Service**

Wildlive (Thailand) Co.,Ltd. hired an affiliate company and another non affiliate company, both with ISO9001 and GMP certificates, to manufacture and source out new materials, and develop products to meet requirements of customers who were the target group, and to be in line with the market direction. Therefore, there were no effects on sourcing products as well as its quality.

- **Trend of Industry and Future Competition**

Personal care products for tourism still have a tendency to grow together with the growth of tourism, which is highly supported in Thailand including the behaviors of domestic consumers on use of the products has a trend to use this category of products more that will affect the fierce competition particularly during the Thailand summer with 25% from period of April to May in which the growth is at the maximum of 55% compared to the average sales of the year.

EF Co., Ltd.

- **Product Design or Service**

EF is the distributor of consumer products and industrial supplies, the owner of product brand name “EXFAC” and household product brand name “BIO-EX”. Also, personal care products as well as industrial supplies from other traders.

- **Marketing and Competition**

Emphasize to approach customers, in form of meeting, care and good service by dividing into categories as follows:

1. **BIO-EX** - competing at medium level due to other trading firms import products having brand name and none brand name offer to customers. But at present every company accounts for easiness of handling both personnel and sourcing goods. So, the housekeeping company is hired to look after instead.

2. **EXFAC** - Competing at medium level. Most of this group will focus on the shower cream including liquid hand soap which is entertainment spot.
3. **Manufacturing process group** - competing at a high level. The product is used for consumption and needed of a factory in the industrial area. The requirements will vary with the size of the plant, such as OPP tape, stretch wrapping paper and other.

- **Materials Sourcing or Service**

The Company has appointed/hired qualified manufacturers who have good manufacturing practice and are certified at international standard, both in and outside group to develop and manufacture products to meet the needs of consumers in the target group. The company has capacity in sourcing to supply the needs of their customers and meet the growing market in the future.

- **Trend of Industry and Competitive Condition in Future**

The market trend of the industry is still based on competitive pricing. The company emphasized in meeting, approaching and understand the needs of entrepreneurs closely. We account for as consultant rather than goods offering in order to sustain existing markets as well as continuing to expand new markets.

S & J International (UK) Ltd.

- **Product Design or Service**

The main activities of S & J International (UK) Ltd. are providing marketing services coupled with trading of raw materials and packaging relating to cosmetic manufacturing industry and beauty care products.

- **Marketing and Competition**

Main customers are within the cosmetic manufacturing industry, and distributors of beauty care products, for which the company focused on marketing of various raw materials and packaging components. In each case it is important to consider quality, price and quick response to the diverse needs of customers. Additionally, the Company is also providing services to customers, who want to expand their consumer market base in United Kingdom.

- **Materials Sourcing or Service**

There exists a wide variety of manufacturers, and many in United Kingdom and neighboring countries. Hence, the company can select high quality raw materials and packaging for customers, which can be used to produce goods to be sold in markets around the world.

- **Trend of Industry and Competitive Condition in Future**

The competition emphasis on product quality and delivery, therefore United Kingdom is important market for cosmetics and beauty care products. Hence, consumer preferences will set the style, and design for the United Kingdom market, for which the company will closely monitor market trends in order to respond to business needs.

Guangzhou S & J Cosmetic Co., Ltd.

- **Product Design or Service**

The main activities of Guangzhou S & J Cosmetic Co., Ltd. are providing marketing services coupled with trading of raw materials and packaging relating to cosmetic manufacturing industry and beauty care products.

- **Marketing and Competition**

Main customers are within the cosmetic manufacturing industry, and distributors of beauty care products, for which the company focused on marketing of various raw materials and packaging components. In each case it is important to consider quality, price and quick response to the diverse needs of customers. Additionally, the Company is also providing services to customers, who want to expand their consumer market base in China.

- **Materials Sourcing or Service**

There exists a wide variety of manufacturers, and many in China and neighboring countries. Hence, the company can select high quality raw materials and packaging for customers, which can be used to produce goods to be sold in markets around the world.

- **Trend of Industry and Competitive Condition in Future**

The competition emphasis on product quality and delivery, therefore China is important market for cosmetics and beauty care products. Hence, consumer preferences will set the style, and design for the China market, for which the company will closely monitor market trends in order to respond to business needs.

4WD Vision (HK) Ltd.

- **Product Design or Service**

The main activities of 4WD Vision (HK) Ltd. are providing marketing services coupled with trading of raw materials and packaging relating to cosmetic manufacturing industry and beauty care products.

- **Marketing and Competition**

Main customers are within the cosmetic manufacturing industry, and distributors of beauty care products, for which the company focused on marketing of various raw materials and packaging components. In each case it is important to consider quality, price and quick response to the diverse needs of customers. Additionally, the Company is also providing services to customers, who want to expand their consumer market base in Hong Kong.

- **Materials Sourcing or Service**

There exists a wide variety of manufacturers, and many in Hong Kong and neighboring countries. Hence, the company can select high quality raw materials and packaging for customers, which can be used to produce goods to be sold in markets around the world.

- **Trend of Industry and Competitive Condition in Future**

The competition emphasis on product quality and delivery, therefore Hong Kong is important market for cosmetics and beauty care products. Hence, consumer preferences will set the style, and design for the Hong Kong market, for which the company will closely monitor market trends in order to respond to business needs.

4WD Vision Co., Ltd.

- **Product Design or Service**

4WD Vision Co., Ltd. is a fully integrated beauty services trading company, focusing on trading raw materials, packaging, and other beauty related items to be supplied primarily to Thai, and AEC markets.

- **Marketing and Competition**

As a new business, the Company is building a product portfolio to meet the increasing needs of consumers, and manufacturers in the AEC region, with a wide range of beauty products, and services.

- **Material Sourcing or Service**

Initially, 4WD Vision Co., Ltd. is working in close co-operation with other S & J trading entities, to source products and materials from Europe, Asia and America, to build viable supply chain operations for its AEC business.

- **Trend of Industry and Competitive Condition in Future**

Thailand is increasingly a key trading destination in the region, and as respective markets expand, and the inter-country flow of goods, and services become easier to facilitate, it will present significant opportunities for Thai companies to participate in new growth businesses.

SAAS Co.,Ltd.

- **Product Design or Service**

The main activity of the company is research and developments services, including raw materials preparation and the formulation of health and beauty care products by focusing on cosmetic products as well as providing analysis services for this core product by chemical, microbiological and biophysical methods also providing semi-finished formula and small quantities of cosmetic finished products. Additional services may be provided upon request.

- **Marketing and Competition**

Research and development is considered as a main strategy in which a competitors in the market related to research and development of products that belong to a few private company. Even in the cosmetics industry, most focuses on imitation and development, which is still not researched and developed seriously. It is usually more followers than leaders. Therefore, business growth is not as advanced as it should be as the world's leading industrial companies.

Most research and development departments or innovations division to bring innovation and knowledge that has been creating and improving our products, including the processes and services that can meet the needs of the market, resulting a cosmetic business of these companies shall successful and sustainable growth. For this reason it is a good chance that the company's research and development services shall provide for responding to the cosmetics industry, both in Thailand and oversea who require research and materials development and formulations of outstanding cosmetic products out from competitors. Including the quality and price as required

- **Material Sourcing or Service**

Due to the company's efforts to provide research and development services as well as preparation of raw materials and the formulation of health and beauty care products with emphasis on cosmetic products mainly research and development or raw materials come from natural sources to create value for the resources of our the country. There are also a variety and have a chance to get something of value as required. However the process to get what we need from natural sources require the additive to be used for the extraction. To supply of these additives shall be available to in Thailand. For product formulas, if the customers have their own request, the target shall focus on natural elements or ingredients which can supply or production in Thailand as much as possible. In order to save our environment as much as possible. However, if it is necessary to use components which not available in the country, it shall need to import from oversea.

- **Trend of Industry and Competitive Condition in Future**

By supporting of the Government mentioned that Thailand 4.0 could be predictable that health and beauty industry shall be active on research and development, especially raw materials to be used as a component in the mentioned products from agricultural product in order to increase the potential of the country's biodiversity. As well as educational institutions and research organizations of the government shall more focus on research and development of products from biodiversity-rich natural resources, in particular, to add value on final product shall be use for commercial. Currently, the country's research fund focuses on potential research projects to increase economic value added. Some fund emphasize on cooperation with the private company. It seems that the research and development in the industry is likely increase, especially to cooperate with educational institutions or research organizations of the government. This situation shall be increase the company's competitors and the competitiveness of the company in the future. However, to build-up business partnership shall be potential to minimize such competition.

Operational Energy Group Limited

- **Product Design or Service**

OEG is a service provider for operation and maintenance to private Power Plants as well as local and overseas industrial factories and Leased engine service including Technical Due Diligence of power plant for Financial Advisor.

- **Marketing and Competition**

Operation and Maintenance business (O&M) is competitive as there are many local service providers and foreign experts coming into the business. Due to capability of power reserve is at stable condition and power consumption demand has tendency to increase per economic growth, we believe that it is a good opportunity to expand its customer base.

- **Material sourcing or Service**

OEG maintains quality and performance of sourcing products and services by efficiently appraising suppliers, or service providers and looks for new and qualified suppliers with strong management.

- **Trend of Industry and Future Competition**

An expanding of economics that keep increasing effected to the confidence of daily need products manufactures and service providers to invest or increase their capacities resulting to consume more electricity proportionately, caused the state and private industrial producers to expand its capacities. It is company's opportunity to speed up producing results to existing customers and public in order to be used as reference to increase customers in future.

Yamahatsu (Thailand) Co., Ltd.

- **Products Design or Services**

In 2016 the company has increased production, added more model products and new products to replace the original products. By changing manufacture formula and packaging in order to meet market needs of consumers. For foreign customers, the company has expanded more products series.

- **Marketing and Competition**

The company sold thru Hub Distribution Centers in Thailand which its customers in domestic and in several countries in Asia. They have expanded its customer several countries in Asia and update new products per requirement of customer markets resulting in sales increased.

- **Materials Sourcing or Service**

The Company have more selected of raw materials. In addition to improve inventory increased in production enabling the company can reduce the cost of raw materials from the volume of orders increased resulting in cost and price of products are competitive in the market.

Some raw materials especially chemicals that are from the oil group, its price have been increased in accordance with market forces caused the company to use strategies in purchasing such as comparing the purchase price, planning an appropriate order to obtain raw materials at cheap price and good quality standards.

- **Trend of Industry and Future Competition**

The company has been planning the formulation of products by changing formula to high-quality and used raw materials that are not specific to each formula, more than necessary. So that the company don't have to purchase a variety of materials but the purchase of raw materials on a few items at lower prices in order for costs of production can compete in the marketplace. Number of sales order increased in Asia region support the company in enabling to better manage purchase.

Osoth Inter Laboratories Co., Ltd.

- **Products Design or Services**

The company is a manufacturer and distributor of pharmaceuticals including food supplements.

- **Marketing and Competition**

The company put the marketing into 3 channels.

Domestic : Company distribution channels to cover the whole country, such as hospitals, both public and private sectors. Hospitals, clinics and drug stores, focusing on strategies to compete with the production quality. Research and development of new recipes and good service with reasonable price, so that patients can have access to the drug, and the company is also a market leader in cardiovascular medication continuously for a long time.

Oversea : The company is selling in foreign countries such as Myanmar, Laos, Cambodia and plans to expand overseas markets increased because the company has been certified with international manufacturing standards, such as European standards (GMP- PIC/S: Good Manufacturing Practice-Pharmaceutical Inspection Co-operation Scheme) และ ISO 9100 : 2015

OEM: Original Equipment Manufacturing : The company has gained the trust of leading pharmaceutical companies, pharmaceutical and food supplement is a lot for a long time.

Competition

Price competition is also a key factor in the domestic market. The company emphasized quality to produce product strategies and managing the cost, there are numerous so as to compete with rivals.

For the overseas market, the companies focus on quality strategy and global service to allow competition in the global market.

- **Materials Sourcing or Service**

The company has sourcing of raw materials and packaging per consumers' need. The companies as distributors are major raw material suppliers who are certified ISO 9001 and GMP.

- **Trend of Industry and Future Competition**

Pharmaceutical industry is likely to use more advanced medicines.

1. The Government has a policy to use medicines in countries with national health insurance project, all 3 systems of Thai people.
2. The integration of ASEAN (AEC = Asian Economics Community) that result in the registration of medicines in ASEAN, can use the same set of documents. Thus, as a result of the positive export in ASEAN member countries together.

- **Future Competition**

Because the integration of the ASEAN Economic Community (AEC). Cause increased competition from all Member countries, 10 countries that the group will expand the market in Thailand more. The company has prepared a plan to expand into the international market.

Atika Beauty Manufacturing Sdn.Bhd.

- **Product Design or Service**

The company's products under the main objective of the company is the manufacture of cosmetics, makeup categories to be certified under the "HALAL", such as face powder, lipstick, etc. The company focus on developing products according to customer's requirement with machines and technology, modern and standardized which its factories located in Malaysia to provide its products to Muslim consumers in the Southeast Asian and the Middle East.

- **Marketing and Competition**

At present, Muslims cosmetic consumers have increased every year whereas there are only 5 HALAL key manufacturer. Thus, the company's products are able to share the market and meet the needs of consumers to reach the target groups.

The company's marketing strategy emphasized products with a high quality standard, including the packaging of beauty products that are innovative, easy to use ,suitable quality and prices to attract the interest of customers by considering customers' satisfaction.

- **Materials Sourcing or Service**

Materials and packaging were sourced from both domestic and foreign suppliers who are specialized in their field. They are equipped with modern production technology and machinery, also having good standards of quality control systems.

- **Trend of Industry and Competitive Condition in Future**

Cosmetic market competition is still high, in part due to changing consumer behavior in relation to health more. For hit products, the quality and pricing of the products are major factors in determining the competition. The company continued to emphasize on human resource developments, and overall management in order to create satisfaction and relationship with customers in expanding the market for both domestic and overseas.

The Risk Management Committee's Report

The risk management committee of S&J International Enterprises Public Company Limited consists of 8 members as follows:

1.	Dr.Atthakorn	Glankwamdee	Chairman of Risk Management Committee
2.	Prof.Dr.Narumon	Saardchom	Director of Risk Management Committee
3.	Dr.Kirrtkiat	Srisempoke	Director of Risk Management Committee
4.	Miss Sumeth	Surachartchairit	Director of Risk Management Committee
5.	Mrs.Daranee	Ajjaneeyakul	Director of Risk Management Committee
6.	Mr.Pattara	Vikitset	Director of Risk Management Committee
7.	Mrs.Suthanya	Sumana	Director of Risk Management Committee
8.	Mrs.Panee	Chantavaralak	Director and secretary of Risk Management Committee

The risk management committee, which was appointed by the Board of Directors on May 10, 2016, performs their duties in compliance with the charter of the risk management committee, which was approved by the Board of Directors on April 28, 2009. In 2016, the meeting was held five times to define and assess risk management in various aspects in order to provide adequate risk management. Summary of main materials are as follow:

1. Review and announce 2016 risk management policy in order for the corporate and business having its development and sustainable growth. By setting up the policy of risk management to be a part of corporate working culture. In addition, support and enhance risk management to succeed.
2. Review and combine risk management manuals in various aspects and determine the internal audit to assess, monitor and report to the risk management committee.
3. Set up plans and additional risk management manuals in important factors that affect the confidence of customers as an example of the risk management process in operational and contribute to the creation of a corporate culture having risk management as parts of work throughout the company. Two working groups composed of executives, working units concerned were formed to prepare a risk management plan in two key processes. That is new product development and supply chain in order to deliver product on time, which is an important rush factor to build up confidence with customers in doing business with the company.
4. Place basic knowledge, activity arrangement, public relations, support and enhance the risk management to success works effectively.

The risk management committee is committed to laying the basis and foster an operated continuously, enable to achieve the targeted of risk management to be a part of corporate culture.



(Dr.Atthakorn Glankwamdee)

Chairman of the Risk Management Committee

Risk Factors

The Board of Directors and Management of S & J International Enterprises Public Co., Ltd. recognize its responsibility to ensure having Good Corporate Governance in order to maximize benefit of the shareholders of the company. This has been assigned to the Risk Management Committee to govern risk management to ensure that managing of the company has adequate and continuing system. However, there are potential risk factors that may occur and effect to the company and stake-holders that should be considered as follows:

1. Risk of business

1.1 Risk from depending on key account

The company produces cosmetic per customers' order. Currently, there is one key account who ordered of more than 30% of the total sales. The company always has a good relationship with this customer from the very beginning and mutually develops business proactively and release new products in order to meet their requirement and enable to create satisfaction increasingly. This is to ensure that business performances of both parties are maintained in long term. If we lose this account, it will effect our revenue and profit.

Risk Management

- Develop new and existing products together with customers in order to respond to customer's various needs.
- Improve efficiency in the production line in order to reduce costs and gain ability to compete with others in term of pricing and quality of goods.
- Maintain a good relationship with customers by consistently meet their satisfaction with good service.
- Expand number of new customers who have potential and high purchase volume either from domestic or foreign in order to increase sales volume and profitability for the company that will result the increment of remuneration for share-holders, executive officers, employees, company's customers as well as company's suppliers in addition to reduction of risk of business and increment of company's liquidity.

2. Risk of monetary

1.2 Credit risk exposure

As of December 31, 2016, the company had net trade accounts receivables equal to 865.5 million baht, or 19.2% of sales. The company had an average collection period in 2016 equal to 64 days and debtors less than 3 months amounting to 845.0 million baht, or 97.6% of net accounts receivables. The company may have risks in collecting debt from trade accounts receivables. In case that the trade accounts receivables are unable to arrange payment according to terms and conditions of payment and the company do not receive the debt in full amount, then may affect to the company's capital.

Risk Management

- Implement credit management by applying the analysis of financial status and customer's quality assessment system for reviewing and setting up the credit line and terms of each customer in order to enhance the efficiency of credit lines.
- Monthly meetings between accounting and customer service departments were held regularly to follow up the quality of debtors.
- Resulted in regular follow up on collections jointly by accounting and customer service staff. At the same time, management closely monitors and regularly evaluates credit risk exposure including having Credit Trade Insurance in case of viewing risk exposure.
- The company has the policy to set allowance for doubtful accounts for customers whom are suspected of bad debt and expose them in the notes to financial statements.
- The company will request to having tools to prevent financial risks, such as letter of guarantee from a bank or letter of credit, etc., as well as new customers to pay money in advance before starting operation.
- To expand customers base giving its distribution and more number of customers of which the company did not lock into the base of any trade receivables group.

2.2 Risk of financial support to subsidiaries

The company has a policy of supporting subsidiaries in order to ensure they have liquid financial structures. The support is given by either lending them a fund for their working capital or providing them loan collateral.

Risk Management

The company lends and / or provides loan collateral only for affiliated companies with the approval of the board of directors or shareholders meeting from time to time depending on size of credit line (in accordance with the Notification of Capital Market Supervisory Board Re : "Connected Transactions")

2.3 Exchange rate risk exposure

There were no foreign currency borrowing as of December 31, 2016 but there was some importing and exporting in form of foreign currency as disclosed in remark of financial statement No. 24 The company may be exposed to the fluctuation of exchange rates. However, the company will mainly purchase raw materials locally. Ratio of raw materials purchased from foreign was approximately 27.2% of total raw materials and in case of exporting accounting for 56.2% of total sales in 2016.

Risk Management

- The company opened FCD (Foreign Currency Deposit) account.
- Arranging the forward exchange contract in order to protect the company from risk of fluctuation of foreign exchange rate and to acknowledge a fixed cost and selling price in Thai Baht. The forward exchange rate is the rate set on the company's analysis and decision as the proper rate at the certain time.
- Furthermore, the company closely monitored and managed foreign currency income and expenditure to be in line with the money market, in order to effectively manage money, and reduce exchange rate risk exposure.
- Company's policy is to buy – sell merchandise in same currency.

3. Risk of investment

The company had jointly invested in Saha's group of companies. Investments were spread out into various business types with the purpose to build up value added equity for the company. The company had no control over decision making, and depends on each the company's Board of Directors.

The company received return on investment in form of dividend payment. If any investing company incurred loss, reserve for loss on impairment would be recorded in company's profit and loss account. Hence, structure of the aforementioned shareholding will not be effected in the records.

4. Risk from investing and operating abroad

The company has investment at UK in form of service of marketing and distribution of raw materials and packaging. (More details of investments in foreign in the topic 10 investment in subsidiaries in the notes to financial statements for the year ended December 31, 2016). In 2016, the company had income from foreign entities accounting for 6.10% of total sales revenue.

Operating results of foreign companies may be affected by the economic recession. Changes in government regulations such as tax rate, wage, trade measures. quota imports and exports, changes in currency exchange rates, political changes which may affect revenue and earnings from continuing operations in a foreign country does not meet the target.

Risk Management

To prevent risks that may occur, the company has set a clearly policy on investment and create a system to monitor and control operations. Including the appointment of its representatives. Managing Director and financial executive to manage operations in foreign countries. Also, monitor the operation of a foreign company. The meeting was held in Thailand at least once every month to consider the results of operations and joint planning and operational goals.

5. Risk from the Free Trade Area (FTA) policy

According to the Free Trade Area policy, resulted in relatively high competitive in price with other countries that have low cost such as China and Vietnam. This provide opportunity to the company to reduce cost of products as well. However, overall operating results of the company is in the best criteria and according to target.

Risk Management

- Corporate products : new innovative products are continuously being researched and developed that has resulted from the recognition of international standards. At the same time, the company has put more emphasis on consumer research and has conducted frequent surveys of market response and satisfaction of target consumers to corporate's products continuously in order to respond to consumer need and to give them confidence and value for money when buying corporate's products.
- The company has had a long and lasting relationship with its trading partners, giving it better access to channel of distribution both in terms of number and variety.
- Executive officers and employees are consistently developing their knowledge and competency in management and operation in order to make customers satisfy with company's products and services.
- The company has been able to capitalize on the lowering of import duties by procuring or materials from countries within free trade zones, such as China. Hence, the company has been able to control production costs more effectively.

6. Risk from Compliance

6.1 Risk of being sued by the consumer due to quality and may be subject to damages under the Product Liability Law.

With reference to the promulgation of liability for damage caused by unsafe products or Product Liability Law. The law requires that all operators are required to share liability to the victim for the damage caused by unsafe products. Either damage is caused by the willful act or negligent operator or not. However, the company have not received any complaints from customers, whatever last year.

Risk Management

- The company has already insured about product liability.
- Having product quality inspection process before delivery to customers to ensure quality products to its customers.
- Having set up target of the work claimed by customers must be zero (Zero Claims).

6.2 Risk of being sued by Act of offenses related to computer AD 2007

Current and future computer crime is becoming complex and increase the severity of the impact more. Due to crime computer is currently working in a manner “Organized Crime” is made in the organization and is attacked for-result and aims clearly called “Targeted Attack”, which mainly focuses on interest financing such as attacking internet banking system or credit card system including to “Hack” a network of various companies to steal data

Act on the offense of computer AD 2007 was enacted to serve as the tool for dealing with threats in computer networks. Whether it’s theft and destruction or damage of any action causing such damage. This may affect the confidential information and the image of the company.

Risk Management

- Back up data as well as a Fire Wall System in the prevention of theft of electronic data. There is also protection of the data from within the company from outside such as formula, financial data and etc.
- Knowledge training including notification policies and regulations for the computer including key summary of the announcement on the screen (Desktop) every time using Internet to all employees to acknowledge and recognize the importance of the Computer Act.
- Has the preparation of a guide for emergency and disaster from risks of information system crashes.

7. The risk of accidents or natural disasters.

The risk of accidents or other natural disasters such as fires, floods, earthquake, plague, etc., may result in damage to property of the company and some people within the organization. Operation of the company may be ceased which will affect revenue as well as profitability of the company.

Risk Management

- Prepare emergency plans to manage in case of flood or disaster to enabling to carry on business continuously.
- Provide insurance to protect assets of the company that may be damaged by flood or disaster in order to protect financial loss.

Dispute

1. The cases which may have the negative impact on the company’s assets or its subsidiaries a higher number of 5 percent of the shareholders’ equity as of December 31, 2016.
- None -
2. The cases that affect the business of the Company or its subsidiaries significantly but can not assess the impact numbers.
- None -
3. The cases that do not incur from the normal business operations of the company or its subsidiaries.
- None -

General Information and Other Important Information

1. General Information

1.1 General Information

Name	S & J International Enterprises Public Company Limited	
Stock Code	S & J	
Registered No.	0107537001366	
Major Activities	Cosmetics Manufacturing	
Share in issuer Capital value	200,000,000 common stocks of Baht 1.- par value	
Paid-up capital	149,930,828 common stocks of Baht 1.- par value	
Address	Office	
	2 Naradhiwas Rajanagarindra Road, Thungwatdon, Sathorn, Bangkok, 10120, Thailand. Tel. (662) 676-2727, (662) 676-2737 Fax. (662) 676-2726, (662) 373-2747	
	Factory 1 (Saha Group Industrial Park - Sriracha)	
	600/4 Moo 11 Sukaphiban 8 Road, Nongkharm, Sriracha, Chonburi, 20230, Thailand. Tel. (6638) 480-086-89 Fax. (6638) 480-139	
Website	Factory 2 (Pinthong Industrial Park)	
	789/159 Moo 1, Sai Nong Kho-Leamchabang Road, Nongkharm, Sriracha, Chonburi, 20230, Thailand. Tel. (6638) 348-512 Fax. (6638) 348-461	
Contact Information	www.snjinter.com	
Department	Telephone Number	E-mail Address
Company Secretary	(02) 676-2727 ต่อ 2812	sumit_k@snjinter.com
Investor Relation	(02) 676-2727 ต่อ 2508	sj_sec@snjinter.com
Head of Internal Audit	(02) 676-2727 ต่อ 2784	pannee375@gmail.com

1.2 Investment in other Companies in which the Company Holds 10% or More of Paid-up Shares as of December 31, 2016

Company/Address	Type of Business	Type of Shares	No. of Paid-up Shares	Shareholding by the Company	
				No. of Shares	%
Subsidiaries					
1. S&J International (UK) Limited B Montague Road, Wimbledon, London, SW191TB Tel. (0203) 167 0095 Mobile No. 447 5989 31250 Fax No. 0870 421 5752	Distributing cosmetic products and gift set and marketing service	Common Stock	100,000	100,000	100.00
2. EF Co.,Ltd. 600/4 Moo 11 Sukaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230 Tel. (6638) 480-086-89 Fax. (6638) 480-139	Consumer Products	Common Stock	40,000	39,994	99.99
3. Wildlives (Thailand) Co.,Ltd. 2 Naradhiwas Rajanagarindra Road, Tungwatdon, Sathorn, Bangkok 10120 Tel. (662) 676-2727 Fax. (662) 676-2726,(662) 676-4493	Consumer Products	Common Stock	100,000	99,993	99.99
4. 4WD Vision Co., Ltd. 2 Naradhiwas Rajanagarindra Road, Tungwatdon, Sathorn, Bangkok 10120 Tel. (662) 676-2727 Fax. (662) 676-2726	Trading	Common Stock	1,000,000	999,997	99.99
5. SAAS Co., Ltd. 2 Naradhiwas Rajanagarindra Road, Tungwatdon, Sathorn, Bangkok 10120 Tel. (662) 676-2727 Fax. (662) 676-2726	Research and development of cosmetic formulations	Common Stock	1,000,000	999,997	99.99
6. Top Trend Manufacturing Co.,Ltd. 334, Moo 1, Sriracha Industrial Zone, Sukaphiban 8 Road, Boung, Sriracha, Chonburi 20230 Tel. (6638) 760-763, (6638) 480-851 Fax. (6638) 760-763	Plastic container	Common Stock	1,200,000	600,000	50.00

Company/Address	Type of Business	Type of Shares	No. of Paid-up Shares	Shareholding by the Company		
				No. of Shares	%	
Associates						
7. Atika Beauty Manufacturing Sdn. Bhd. Suite 12-A, Level 12 Menara Northam, No. 55 Jalan Sultan Ahmad Shah 10050, Penang, Malaysia.	Manufacturing cosmetic products	Common Stock	4,000,000	1,400,000	35.00	
8. Osoth Interlaboratories Co.,Ltd. 600/9, Moo 11, Sukaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230 Tel. (6638) 480-766-7 Fax. (6638) 480-828	Medicine	Common Stock	6,000,000	1,991,440	33.19	
9. Operational Energy Group Limited. 170/14 Floor 6th Ocean Tower 1 Building New Ratchadapisek Road, Klongtoey, Bangkok Tel. (662) 661-8990 Fax. (662) 661-8991	Servicing to operate the power plant	Common Stock	3,000,000	899,999	30.00	
10. Yamahatsu (Thailand) Co.,Ltd. 600/48 Moo 11 Sukaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230 Tel. (6638) 320-100 Fax. (6638) 320-111	Hair products	Common Stock	2,000,000	599,995	30.00	

Company/Address	Type of Business	Type of Shares	No. of Paid-up Shares	Shareholding by the Company	
				No. of Shares	%
Related companies					
11. B.K.C. International Marketing Co.,Ltd. 2 Naradhiwas Rajanagarindra Road, Tungwatdon, Sathorn, Bangkok 10120 Tel. (662) 676-2727 Fax. (662) 676-2726, (662) 676-4493	Consumer Products	Common Stock	1,000,000	189,999	19.00
12. E.P.F. Co.,Ltd. 549/2 Soi Saengsuk, Sathupradith Rd., Chongnonthri, Yannawa, Bangkok Tel. (662) 294-0091-4 Fax. (662) 294-4479	Trading	Common Stock	65,000	11,700	18.00
13. General Glass Co.,Ltd. 507/3 Moo 11 Sukaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230 Tel. (6638) 480-844 Fax. (6638) 481-111	Glass Bottle	Common Stock	14,500,000	2,320,000	16.00
14. Sahacogen (Chonburi) Plc. 636 Moo 11 Sukaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230 Tel. (662) 481-552-5 Fax. (662) 481-551	Generating and distributing electricity	Common Stock	955,000,000	142,255,960	14.90
15. Train Time Test Co.,Ltd. 530 Soi Sathupradith 58, Bangpongpan, Yannawa, Bangkok 10120 Tel. (662) 293-9000	Training	Common Stock	200,000	28,000	14.00
16. T-Way Co.,Ltd. 549/2 Soi Saengsuk, Sathupradith Rd., Chongnonthri, Yannawa, Bangkok Tel. (662) 294-0091-4 Fax. (662) 294-4479	Trading	Common Stock	16,000,000	1,920,000	12.00

1.3 Other Personnel Reference

Security Registrar	Thailand Securities Depository Co., Ltd. The Stock Exchange of Thailand Building 93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400, Thailand Tel. (662) 009-9000 Fax. (662) 009-9991
Legal Consultant	Vira Law Office Co.,Ltd. 548/14-15 Soi Sathupradith 58, Bangpongpang Yannawa, Bangkok 10120 Bangkok 10120 Tel. (662) 683-8023, (662) 683-8843 Fax. (662) 683-8843
Financial Consultant	None
Consultant or Contract Manager	None
Auditor	<p>Mr.Chaiyakorn Aunpitipongsa Certified Public Accountant No. 3196</p> <p>Dr.Virach Aphimeteetamrong Certified Public Accountant No. 1378</p> <p>Mr.Apiruk Ati-anuwat Certified Public Accountant No. 5202</p> <p>Dr.Preecha Suan Certified Public Accountant No. 6718</p> <p>Dr.Virach & Associates Office Co.,Ltd. 518/3 Panunee Building 7th Floor Ploenchit Road, Lumpinee District, Khet Patumwan, Bangkok, 10330. Tel./Fax. (662) 252-2860, (662) 255-2518, (662) 254-1210, (662) 250-0634, (662) 254-8386-7</p>

2. Other Important Information

- None -

Property and Shareholders Information

Registered capital and paid-up capital

The company was listed in the Stock Exchange of Thailand in 1994 under the name of S&J International Enterprises Public Company Limited with the company's symbol "S & J" in issuing securities. The company has total registered capital of Baht 200,000,000.00 (Two hundred million baht) to be composed of 200,000,000 common stocks of 1 Baht per share, issued and paid-up share capital of Baht 149,930,828.00 with 149,930,828 shares of common stocks.

The company has not issued other types of shares having the rights or terms different from common stocks. Moreover, the company has never issued any securities other than the common stocks.

Shareholders

10 Major shareholders as of March 17, 2017

	Name	No. of shares	%
1.	Saha Pathana Inter-Holding Public Company Limited*	23,016,071	15.35
2.	I.C.C. International Public Company Limited*	21,897,781	14.61
3.	I.D.F. Company Limited*	16,269,802	10.85
4.	Vittayasith Company Limited*	13,039,447	8.70
5.	Mr.Boonkiet Chokwatana	9,189,837	6.13
6.	Mr.Virapat Poonsakudomsin	7,430,144	4.96
7.	Mr.Samrerng Manoonpol	4,404,421	2.94
8.	Mr.Boonsithi Chokwatana	3,452,374	2.30
9.	Mrs.Tipaporn Chokwatana	2,631,214	1.76
10.	Mr.Thanapon Poonsakudomsin	1,800,000	1.20
Total 10 Major Shareholders		103,131,091	68.79
Total Shareholders		149,930,828	100.00

Note : * Saha Group Companies

Shareholding structure classified by shareholding party categories (As of March 17, 2017)

Shareholder Category	Number	No. of shares	%
Legal entity			
Thai nationality	31	81,029,964	54.05
Foreign nationality	3	1,395,988	0.93
Total legal entity	34	82,425,952	54.98
Ordinary person			
Thai nationality	829	66,993,091	44.68
Foreign nationality	14	511,785	0.34
Total Ordinary person	843	67,504,876	45.02
Total	877	149,930,828	100.00

Shareholding structure classified by shareholding ratio (As of March 17, 2017)

Shareholder Category	Number	No. of shares	%
Legal entity			
Holding shares over 0.5%	10	80,591,764	53.75
Holding shares not over 0.5% but not less than 1 board lot	21	1,834,128	1.22
Holding shares less than 1 board lot	3	60	0.00
Total legal entity	34	82,425,952	54.97
Ordinary person			
Holding shares over 0.5%	18	43,851,296	29.25
Holding shares not over 0.5% but not less than 1 board lot	713	23,651,671	15.78
Holding shares less than 1 board lot	112	1,909	0.00
Total Ordinary person	843	67,504,876	45.03
Total	877	149,930,828	100.00

Distribution Information Shareholdings (Free Float)

As of March 18, 2016, the closing date of the company entitled to attend the Annual General Meeting of Shareholders No.37 on April 26, 2016 which the company's minor shareholders holding is 35.25%.

Agreement between major shareholders.

There is no agreement between the group of major shareholders of the company (Shareholders Agreement) or with a company in matters affecting the issuance and sale of securities or management of the company.

Issuance of other securities

- None-

Dividend Policy

Policy of the company

The company has a policy to pay dividends to shareholders at the rate of 20-80% of net profit of the company's separate financial statement. However, this rate principally depends on economic conditions and business performance of the company as well as the resolution of the shareholders' meeting. Dividend payment will comply with clause 56-58 of the Articles of Association of the company. The stated clauses have an essential stipulation that dividends must be paid on the basis of profit only but not from other incomes. In case the company has deficit, it is prohibited to pay dividend. Dividend will be calculated on the amount of shares basis, each share has an equal dividend. The dividends must be paid within one month after the date of the Shareholders' or Board of Directors' meeting has a resolution. The board may pay interim dividends to shareholders if the board regards that the company has a sufficient profit and report to shareholders in the next meeting.

Dividend payments for 5 latest fiscal years are as follows:

Year of Announcement		2015	2014	2013	2012	2011
1.	Profit for the year (Million Baht)	237.46	202.02	196.23	191.36	211.39
2.	Number of Share (Million share)	149.93	149.93	149.93	149.93	149.93
3.	Earnings per Share (Baht / Share)	1.58	1.35	1.31	1.28	1.41
4.	Rate of Dividend per share (Baht)	1.00	0.85	0.80	0.08	1.00
5.	Dividend Paid (Million Baht)	149.93	127.44	119.94	119.94	149.93
6.	Payout ratio (%)	63.14	63.08	61.12	62.68	70.93

Note : The Board of Directors meeting No 1/2017 held on February 22, 2017 had the resolution to propose to the shareholders meeting scheduled on April 24, 2017 in order to approve for dividend payment baht 1.20 per share.

Policies of subsidiaries

Dividends payment of subsidiaries, the company has not determined the ratio of dividend payment of the subsidiaries to the company which based on the results of operations and cash flows of each subsidiary. If the subsidiary has enough cash flow and made provision under the law, the Subsidiary's Board of Directors will consider the dividend payment on case by case basis. However, dividend payment will not exceed the unappropriated retained earnings of subsidiaries.

The Nominating Committee's Report

S & J International Enterprises Public Company Limited has appointed the Nominating Committee, with 5 members as follows:

1.	Mr.Boonkiet	Chokwatana	Chairman
2.	Mrs.Tipaporn	Chokwatana	Member
3.	Mr.Thirasak	Vikitset	Member
4.	Dr.Atthakorn	Glankwamdee	Member
5.	Mrs.Kaewta	Ongsaranakom	Member

The Nominating Committee has carried out the duties as assigned by the Board of Directors which is specified in the Charter of The Nominating Committee. Its duties are to select suitable candidates with proper qualifications, knowledge and expertise in various professions, to serve as company directors and top management.

The Nominating Committee has determined the criteria and methods for nominating which conform to the Charter and the Good Corporate Governance Principles including related regulations by considering basic qualifications and qualities that are in accordance with the strategy of the company's business operation. Moreover, the nominated persons must be the person with leadership, vision, morality, ethics, and transparent work experience as well as no characteristics as forbidden by laws and the Articles of Association of the company. The company has provided opportunity for minor shareholders to participate in nominating candidates to be appointed as company directors prior to the Annual General Meeting of Shareholders. In 2016, none of the shareholders nominated any candidates to be considered as company directors.

In 2016, The Nominating Committee held 2 meetings to carry out duties as assigned. At the 37th General Meeting of Shareholders, The Nominating Committee considered the qualifications of 5 persons who had been nominated to serve as company directors replacing the directors who retired by rotation to become company directors for another term. In this year, the Nominating Committee has performed its duties as assigned designed discreetly and reasonably.



(Mr. Boonkiet Chokwatana)

Chairman of the Nominating Committee

The Remuneration Committee's Report

The S & J International Enterprises Public Company Limited has appointed the Remuneration Committee with 4 members as follows:

1.	Mr.Boonkiet	Chokwatana	Chairman
2.	Mr.Thirasak	Vikitset	Member
3.	Mrs.Kaewta	Ongsaranakom	Member
4.	Mrs.Pismai	Chandrubeksa	Member

The Remuneration Committee has performed its duties as assigned by the Board of Directors, which is specified in the Charter of the Remuneration Committee. Its duties are to determine remuneration to company directors, others various committees and top management at the appropriate level, and to create incentive to obtain work efficiency as well as retain knowledgeable and capable persons to work with the company and propose to the Board of Directors' Meeting.

The Remuneration Committee has determined the remuneration policy and criteria for company directors, based on the authority, assigned responsibility, and operating results, as well as growth and the company's performance, business liquidity and factors which may affect the company or overall economic situation. The methods are in accordance with the Charter and related regulations.

In 2016, The Remuneration Committee held 2 meetings. The remunerations of the company directors, other various committees and the management are reviewed annually. The remunerations of the company directors, other various committees and the management are disclosed in this Annual Report. The Remuneration Committee agreed that it is appropriate for their responsibilities and in accordance with the company policy.



(Mr.Boonkiet Chokwatana)

Chairman of the Remuneration Committee

The Executive Board's Report

S & J International Enterprises Public Company Limited established the Executive Board in the capacity as a Management Committee, responsible for the overall management of the Company's business operations as assigned by the Board of Directors and in accordance with the Charter of the Executive Board.

During 2016, the Executive Board held a total of 20 meetings, in order to discharge its duties in undertaking the assigned responsibilities and activities, as summarized below:

1. Proposed, to the Board of Directors, the annual target business strategies and action plan as well as undertook its responsibilities to manage and implement various business activities in accordance with the agreed policies, strategic directions and corporate objectives by monitoring the operations of the company and each Department monthly with the suggestion to develop their work more effectively.

2. Approved the annual investments budget of the Company, that are aimed at developing and expanding its business operations in the agreed strategic directions, with regards to production technology, information technology, together with other investments to support ongoing development of the potential capabilities of its human resources so that the Company's Staff, at all levels, are prepared to compete, in better manner and long term, in the various targeted businesses.

3. Ensure that the various financial reports are prepared and ready for the external Auditor to review, audit and to give their opinions before these financial reports are submitted to the Audit Committee and the Board of Directors respectively.

4. Reviewed and considered, with all due care, any proposed connected transactions together with proposed acquisitions or dispositions of any assets of the Company, so that these transactions are undertaken in a reasonable manner, at the appropriate prices, and under the most appropriate terms and conditions, through always taking into consideration the best interests of the Company and its Shareholders; whereby any Board Members who having interests are not allowed to participate in deciding on such matters. Thereafter, the Executive Board submitted, for consideration and concurrence, by the Audit Committee and also for final consideration and approval by the Board of Directors depending upon the total value and/or degree of significant importance to the Company of the proposed transactions.

5. Supported and promoted Staff members to undertake research and develop any potential products innovation including new products and new work processes on continuing basis, together with proactively helping to push for the organization and its products to receive the appropriate quality standards acceptance and recognition from both applicable local and international quality certification authorities.

6. Reviewed the existing Charter for the Executive Board, in order that these operating guidelines in discharging its assigned duties and responsibilities, remain appropriate and relevant to the current situation or business environment; as well as approved various anti-corruption practices and measures that serve as operating guidelines and procedures for compliance by both the Management and Staff members in a fully transparent and equitable manner. Additionally, reviewed the existing internal operating procedures of the Company, so that they are still relevant and applicable as well as correspond to the current and latest changes in the business operating environment.

The Executive Board is fully committed to managing and conducting the Company's businesses so as to enable the Company to achieve its stated Vision and Mission together with the agreed corporate objectives and business strategies; whereby this will done within the established framework of good corporate governance as well as in a fully transparent and accountable manner, coupled with taking into account its corporate social responsibility and responsibility to the environment so as to enable the Company to continue to grow both in a stable manner and on a sustainable basis.


(Mr.Thirasak Vikitset)

Chairman of The Executive Board and Managing Director

Management Structure

1. The Board of Directors

1.1 The Board of Directors

At present, The Board of Directors consisted of 15 members, classified into

- 5 executive directors
- 10 non-executive directors (including 6 independent directors)

Name		The Board of Directors	The Audit Committee	The Nomination Committee	The Remuneration Committee	The Risk Management Committee	The Corporate Social Responsibility Committee	The Corporate Governance Committee	The Executive Director
1.	Mr.Boonkiet Chokwatana	Chairman	-	Chairman	Chairman	-	-	-	-
2.	Mrs.Tipaporn Chokwatana	Vice Chairman	-	Director	-	-	-	-	-
3.	Mr.Thirasak Vikitset	Managing Director	-	Director	Director	-	-	-	Chairman
4.	Dr.Atthakorn Glankwamdee	Deputy Managing Director	-	Director	-	Chairman	-	-	Director
5.	Admiral Apichart Pengsritong	Independent Director	-	-	-	-	Director	-	-
6.	Mrs.Kaewta Ongsaranakom	Director	-	Director	Director	-	-	Director	Director
7.	Prof.Dr.Malyn Ungsurungsie	Director	-	-	-	-	Chairman	-	Director
8.	Mrs. Chitraporn Vikitset	Director	-	-	-	-	-	-	Director
9.	Mrs. Teerada Ambhanwong	Director	-	-	-	-	-	-	-
10.	Mrs.Pismai Chandrubeksa	Independent Director	-	-	Director	-	-	-	-
11.	Mr.Suthep Dansiriviroj	Director	-	-	-	-	-	-	-
12.	Mr.Khachonsakdi Vanaratseath	Independent Director	Chairman	-	-	-	-	-	-
13.	Mrs. Pradittha Chongwattana	Independent Director	Director	-	-	-	-	-	-
14.	Mr.Surong Ongkosit	Independent Director	Director	-	-	-	-	-	-
15.	Pol.Gen.Somchai Prabhasabhakdi	Independent Director	Director	-	-	-	-	Chairman	-

Remark : Qualification standards for independent director and the Audit Committee members were in accordance with the provisions set forth in related announcements.

Directors representing the company

To represent the company, 2 out of the following 9 directors are required to sign their names, together with the affixing of company seal, namely :

- | | | | | | |
|----|--------------|--------------|----|----------------|--------------|
| 1. | Mr.Boonkiet | Chokwatana | 6. | Mrs.Malyn | Ungsurungsie |
| 2. | Mrs.Tipaporn | Chokwatana | 7. | Mrs.Chitraporn | Vikitset |
| 3. | Mr.Thirasak | Vikitset | 8. | Mrs.Teerada | Ambhanwong |
| 4. | Mr.Atthakorn | Glankwamdee | 9. | Mr.Suthep | Dansiriviroj |
| 5. | Mrs.Kaewta | Ongsaranakom | | | |

1.2 Personal information of company directors

The details of personal information of company directors were display per the section “Personal information of company directors and management members”.

1.3 The number of Directors' meetings

During 2016, The Board of Directors and other committees regularly held their meetings, with the attendance record by each directors were summarized as follows:

Unit : Times

No.	Name		Directors' Meeting								
			The Board of Directors	The Audit Committee	The Nomination Committee	The Remuneration Committee	The Risk Management Committee	The Corporate Social Responsibility	The Corporate Governance Committee	The Executive Director	General Shareholders' Meeting
			5 times / year*	4 times / year	2 times / year	2 times / year	5 times / year	4 times / year	9 times / year	20 times / year	1 time / year
1.	Mr.Boonkiet	Chokwatana	5/5	-	2/2	2/2	-	-	-	-	1/1
2.	Mrs.Tipaporn	Chokwatana	5/5	-	2/2	-	-	-	-	-	1/1
3.	Mr.Thirasak	Vikitset	5/5	-	2/2	2/2	1/5***	-	-	18/20	1/1
4.	Dr.Atthakorn	Glankwamdee	45	-	1/2	-	5/5	-	-	17/20	1/1
5.	Admiral Apichart	Pengsritong	5/5	-	-	-	-	4/4	-	-	1/1
6.	Mrs.Kaewta	Ongsaranakom	5/5	-	2/2	2/2	-	-	9/9	17/20	1/1
7.	Prof.Dr.Malyn	Ungsurungsie	4/5	-	-	-	-	4/4	-	16/20	1/1
8.	Mrs.Chitraporn	Vikitset	5/5	-	-	-	-	-	-	16/20	1/1
9.	Mrs.Teerada	Ambhanwong	5/5	-	-	-	-	-	-	-	1/1
10.	Mrs.Pismai	Chandrubeksa	5/5	-	-	2/2	-	-	-	-	1/1
11.	Mr.Suthep	Dansiriviroj	5/5	-	-	-	-	-	-	-	1/1
12.	Mr.Khachomsakdi	Vanaratseath	4/5	4/4	-	-	-	-	-	-	1/1
13.	Mrs. Pradittha	Chongwattana	5/5	4/4	-	-	-	-	-	-	1/1
14.	Mr.Surong	Ongkosit	5/5	4/4	-	-	-	-	-	-	1/1
15.	Pol.Gen.Somchai	Prabhasabhakdi	4/5	3/4	-	-	-	-	8/9	-	-
16.	Miss.Sumeth	Surachartchairit	-	-	-	-	5/5	-	-	19/20	1/1
17.	Mr.Simon	Rhoderick knight	-	-	-	-	-	-	-	14/20	1/1
18.	Mr.Varith	Tritrapun	-	-	-	-	-	-	4/9***	-	1/1
19.	Mrs.Patchara	Pongwichan	-	-	-	-	-	-	9/9	19/20	1/1
20.	Mrs.Thongsuk	Upathambhakul	-	-	-	-	-	4/4	-	20/20	1/1
21.	Mrs.Daranee	Ajaneeyakul	-	-	-	-	5/5	-	-	18/20	1/1
22.	Mrs.Panee	Chantavaraluk	-	-	-	-	4/5***	-	-	-	-
23.	Mr.Pattara	Vikitset	-	-	-	-	3/5	-	-	-	1/1
24.	Mrs.Suthanya	Sumana	-	-	-	-	4/5***	1/4***	-	20/20	1/1
25.	Mrs.Rujapa	Srisurang	-	-	-	-	-	4/4	-	-	1/1
26.	Mrs.Tanyanan	Tantikovit	-	-	-	-	-	4/4	-	9/20***	1/1
27.	MissThatsruang	Saengwichian	-	-	-	-	-	4/4	-	-	1/1
28.	Mrs.Worawan	Tantrasadatee	-	-	-	-	-	-	5/9**	-	-
29.	Mr.Sumit	Khopailboon	-	-	-	-	-	-	9/9	-	1/1
30.	Miss.Yaowaluk	Potinit	-	-	-	-	-	3/4***	-	-	-
31.	Dr.Kirtkiat	Srisempoke	-	-	-	-	4/5	-	-	-	-
32.	Prof.Dr.Narumon	Saardchom	-	-	-	-	1/5	-	-	-	-

Remark : * In 2016, the proportion of each director attendance of not less than 80 %.

** Appointed on May 10, 2016

*** Resigned on May 10, 2016

1.4 Controller

The company does not have any controller who has the influence over the company's management policy, or its operations , in such manner deemed as significant.

2. The Management

2.1 The Management

At present, there were 11 company's management members in accordance with the definition of the management set by The Securities and Exchange Commission. The management were authorized by the company to carry out duties in accordance with the company's policies.

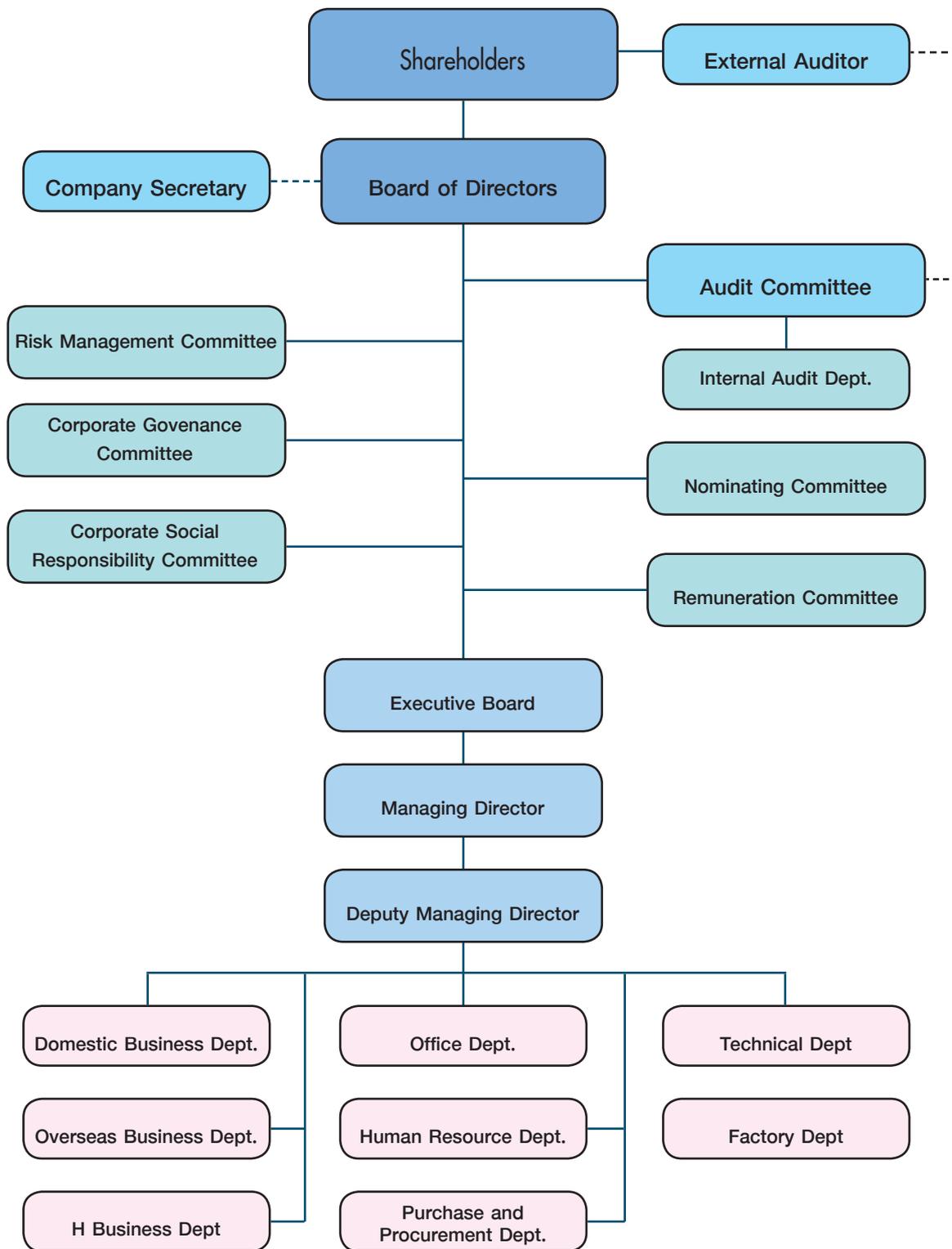
Name list of the Management as of December 31, 2016

	Name		Position
1.	Mr.Thirasak	Vikitset	Managing Director / Director which are Management
2.	Dr.Atthakorn	Glankwamdee	Deputy Managing Director / Director which are Management
3.	Mrs.Kaewta	Ongsaranakom	Director / Director which are Management
4.	Prof.Dr.Malyn	Ungsurungsie	Director / Director which are Management
5.	Mrs.Chitraporn	Vikitset	Director / Director which are Management
6.	Mr.Simon Rhoderick Knight		Overseas Business Department Manager
7.	Miss Sumeth	Surachartchairit	Factory Department Manager
8.	Mr.Varith	Tritrapun	Office Assistant Department Manager (Accounting & Financial)
9.	Mrs.Thongsuk	Upathambhakul	Domestic Business Assistant Department Manager
10.	Mrs.Patchara	Pongwichan	Human Resource Assistant Department Manager

2.2 Personal information of management members

The details of personal information of management members were display per the section "personal information of company directors and management members".

2.3 Organization Structure as of December 31, 2016



3. Company Secretary

The Board of Directors has appointed Mr. Sumit Khopaiboon, who was duly qualified, with knowledge and experiences, as the Company Secretary effective from February 24, 2016 (See the details on his education and career background under the heading “Information for bookkeeper/Company Secretary”, having the duties and responsibilities as specified in The company directors, Securities and Exchange Act (no. 4) B.E. 2551, together with other duties assigned by The Board of Directors.

The Company Secretary was assigned the following responsibilities:

1. To provide preliminary advice to the company directors on laws, regulations and articles of the company, and to monitor properly and regular compliance, as well as to report substantive changes to the directors.
2. To coordinate between the company directors and the management, to supervise and coordinate matters pertaining to the relevant laws and regulations, including proceedings to ensure compliance with resolutions of The Board of Directors.
3. To organize the shareholders’ meeting and the Board of Directors’ meeting in accordance with laws, company articles and code of conduct.
4. To record minutes of the shareholders’ meeting and The Board of Directors’ meeting as well as to monitor compliance with their resolutions of the shareholders’ meeting and The Board of Directors’ meeting.
5. To oversee the disclosure of information and file the relevant reports under the rules and regulations of The Securities and Exchange Commission and the Stock Exchange of Thailand.
6. To prepare and keep the following documents:
 - Company directors’ register
 - Notice of the Board of Directors’ meeting/minutes of the Board of Directors’ meeting
 - Notice of the shareholders’ meeting/minutes of shareholders’ meeting
 - Annual Registration Statement (Form 56-1) and Annual Report (Form 56-2)
7. To keep hold reports of interests of Directors or Executives, as well as sent copies to the President and Chairman of the Audit Committee within 7 days from the day of receiving the report.
8. To organize orientations with guidelines to newly appointed board members.
9. To communicate with general shareholders to ensure that they have complete and continual knowledge of their rights including the Company’s news and information.
10. To undertake other responsibilities as regulated by SEC and others as assigned by the Company.

4. Remuneration for the directors and management

4.1 Remuneration criteria for the directors and management

The Board of Directors set up a policy on the determination of the director's remuneration in a fair and reasonable manner and assigned the Remuneration Committee to be responsible for setting the budget and allocation criteria for the directors, on a comparative basis with other companies in the same business category. Consideration were given to such areas as, expansion in the company's business activities, business growth rate, operating results, together with proper reference to the authority, duty, responsibility scope, the financial liquidity position, the possible factors impacts on both the company and overall economic situation, and performances by the directors. The Remuneration Committee set the criteria on meeting allowance and yearly remuneration. The said resolution would be proposed to the Board of Directors' meeting for their consideration prior to propose to the shareholders' meeting for final approval of said remuneration budget.

Whereas the remuneration authorization for top management and other management members would be required to follow the criteria set forth by the company, in term of the duty and responsibility scope, as well as the individuals' performance evaluation by said top management and management members, who would be entitled to such same remuneration criteria.

4.2 Remuneration amount

(A) Remuneration for company directors

The shareholders' meeting approved annual remuneration budget for company directors for total amount not exceeding 15 million baht per year as the prior year, until further changes. The disbursement of said remuneration budget required the consideration by the Remuneration Committee, and the approval of the Board of Directors, with such disbursement not exceeding the budget amount earlier approved by the shareholders' meeting and compared with other group of companies in the same level. This is not inclusive of remuneration or welfare to which the directors are entitled to in the capacity as a staff member or and employee of the company.

1. Annual Remuneration is paid to all directors. The Remuneration Committee will allocate the remuneration on basis of principle, operational results and propose to the Board of Directors.
2. Meeting fee, is paid to attending directors only. In case of there is a meeting more than 1 times in each month, it accounts to receive the meeting fee not exceeding 1 times.
3. Remuneration of other sub-committees which organized by the Board will be in the consideration of the Remuneration Committee by considering in accordance with appropriateness, and to be in line with duties and responsibilities.

Details of meeting allowance payments were as follows:

	2016 (baht / time)	2015 (baht / time)
The Board of Directors		
The Audit Committee		
• Chairman	12,000	12,000
• Director	9,000	9,000
The Nominating Committee		
The Remuneration Committee		
The Risk Management Committee		
The Corporate Social Responsibility Committee		
The Corporate Governance Committee		
• Chairman	10,000	10,000
• Director	8,000	8,000

For the year 2016, the company authorized total meeting allowance payments of total baht 1,227,000 and total remuneration amount of baht 9,000,000, total amount to baht 10,227,000.

Details of remuneration received by each company directors in 2016 are as follows:

Unit : baht

Name of Directors			Directors fee	Meeting fee							Total Directors fee
				The Board of Directors	The Audit Committee	The Nomination Committee	The Remuneration Committee	The Risk Management Committee	The Corporate Social Responsibility Committee	The Corporate Governance Committee	
1.	Mr.Boonkiet	Chokwatana	1,000,000.00	60,000.00	-	20,000.00	20,000.00	-	-	-	1,100,000.00
2.	Mrs.Tipaporn	Chokwatana	800,000.00	45,000.00	-	16,000.00	-	-	-	-	861,000.00
3.	Mr.Thirasak	Vikitset	1,500,000.00	45,000.00	-	16,000.00	16,000.00	10,000.00	-	-	1,587,000.00
4.	Dr..Atthakorn	Glankwamdee	400,000.00	36,000.00	-	8,000.00	-	48,000.00	-	-	492,000.00
5.	Admiral Apichart	Pengsritong	350,000.00	45,000.00	-	-	-	-	32,000.00	-	427,000.00
6.	Mrs.Kaewta	Ongsaranakom	800,000.00	45,000.00	-	16,000.00	16,000.00	-	-	72,000.00	949,000.00
7.	Prof.Dr.Malyn	Ungsurungsie	750,000.00	36,000.00	-	-	-	-	40,000.00	-	826,000.00
8.	Mrs.Chitraporn	Vikitset	800,000.00	45,000.00	-	-	-	-	-	-	845,000.00
9.	Mrs.Teerada	Ambhanwong	350,000.00	45,000.00	-	-	-	-	-	-	395,000.00
10.	Mrs.Pismai	Chandrubeksa	350,000.00	45,000.00	-	-	16,000.00	-	-	-	411,000.00
11.	Mr.Suthep	Dansiriviroj	350,000.00	45,000.00	-	-	-	-	-	-	395,000.00
12.	Mr.Khachornsakdi	Vanaratseath	450,000.00	36,000.00	48,000.00	-	-	-	-	-	534,000.00
13.	Mrs.Pradittha	Chongwattana	350,000.00	45,000.00	36,000.00	-	-	-	-	-	431,000.00
14.	Mr.Surong	Ongkosit	350,000.00	45,000.00	36,000.00	-	-	-	-	-	431,000.00
15.	Pol.Gen.Somchai	Prabhasabhakdi	400,000.00	36,000.00	27,000.00	-	-	-	-	80,000.00	543,000.00
Total			9,000,000.00	654,000.00	147,000.00	76,000.00	68,000.00	58,000.00	72,000.00	152,000.00	10,227,000.00

(B) **Remuneration for management** Referred to the remuneration for the 5 executive directors who were non-management members and 5 company's management members in accordance with the definition of the management set by The Securities and Exchange Commission, altogether totaling 10 persons. The remuneration details were classified into salary, bonus, allowance, and meeting allowance accorded their status as company employees.

Remuneration details for management members

Remuneration	2016		2015	
	Number of persons	Amount (baht)	Number of persons	Amount (baht)
Salary and bonus	10	40,400,581	10	43,535,758
Meeting fee	10	625,000	10	499,000
Total		41,025,581		44,034,758

4.3 Other Remuneration

The company does not have the policy to provide any extra benefits to its executives, whether in term of shares, debentures, other than those remuneration normally accorded the directors and company employees.

(A) Other remuneration for company directors

- None -

(B) Other remuneration for management members

The Company has established a provident fund to management by subscribing to be provident fund membership. The company has contributed at rate of 3 percent of salary.

Other remuneration details for management members

Other Remuneration	2016		2015	
	Number of persons	Amount (baht)	Number of persons	Amount (baht)
Provident fund contribution	10	128,979	10	156,537
Total		128,979		156,537

5. Employees

The company has focus on the allocation of manpower suitable for its division and arrange it for the future plans, which the company has a systematic process to recruit and hire staff of the company with the basic of competency-skill fairness, equality, non-discrimination in both gender and religion. As at December 31, 2015 and 2016, the Company had total staffs of 2,180 and 2,156 persons, respectively, divided by the 6 divisions as follows.

Main Division	2016 (Persons)	2015 (Persons)
Customer Service	296	313
Office	78	79
Human Resource	147	123
Technical	385	341
Factory	1,272	1,298
Internal Audit	2	3
Total	2,180	2,156

Remuneration for employees

The Company has set to pay the remuneration to the employees according to qualifications, skills and work experience. The minimum salary of the employee is based on the minimum wage-set by the government. The company considers the salary adjustment and bonus once a year by assessment based on the Competency Model and Key performance Indicator (KPI). The company has a compared and improved the management of the remuneration with the return paid to leading companies annually.

In addition, the company has paid other compensation of employee as Provident Fund for employees at all levels by the company contribution rate at 3 percent of salary, Savings Cooperative, employee retirement plan, employee awards 30-year 20-year 10-year, employee awards, who have no statistics for absent, leave and late, during 1-27 years, etc.

Staff Benefit	2016 (Million baht)	2015 (Million baht)
Employee benefit expenses	729.0	688.1
Provident funds	8.7	8.2

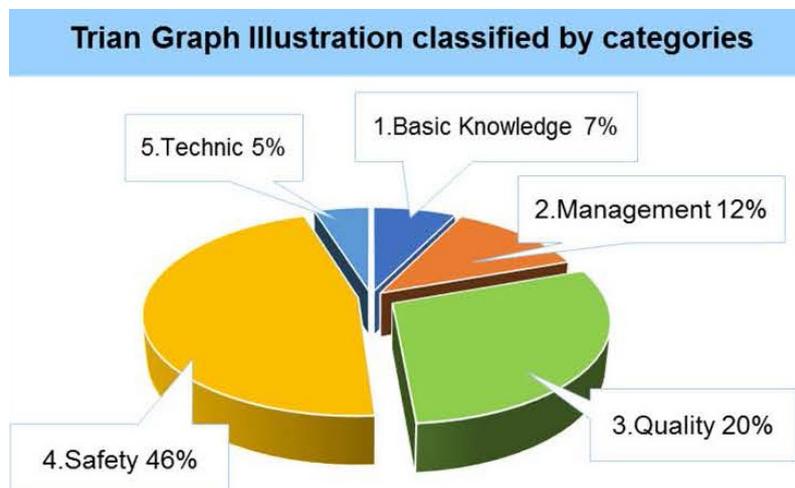
The company recognizes the importance of human resource in the organization who drive sustainable growth. Hence, knowledge, ability of personnel are essential that organization needs to develop a system of care and to encourage a positive attitude at work place from beginning of being employee through the activities and processes. Learning in different ways both in and outside the classroom, such as training, teaching, job assignment to work tasks, work observation etc. During the past year, there were no changes in number of employees or labour dispute significantly.

Personnel Supervision and Development

The company has been focused on development of the skills and abilities of our employees continuously both soft side and hard side, both the Class room and Non Class Room Non, which is consistent with the values and Competency of the Organization, and encourage all employees to operating with integrity, do not seek personal interests that may conflict of interests of the company and its stakeholders. This is to reinforce to staff is talented and good people to drive the Organization towards the goal and success long-term sustainable approach to personal development as follows:

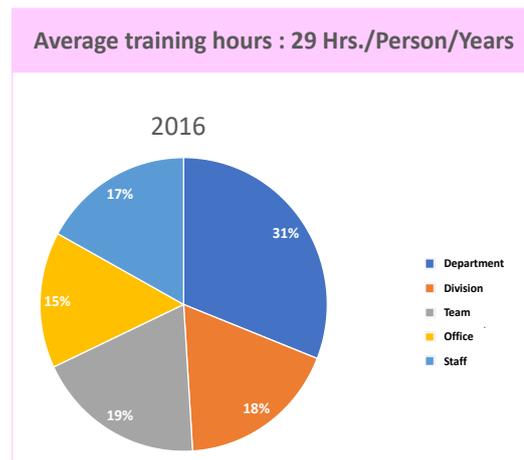
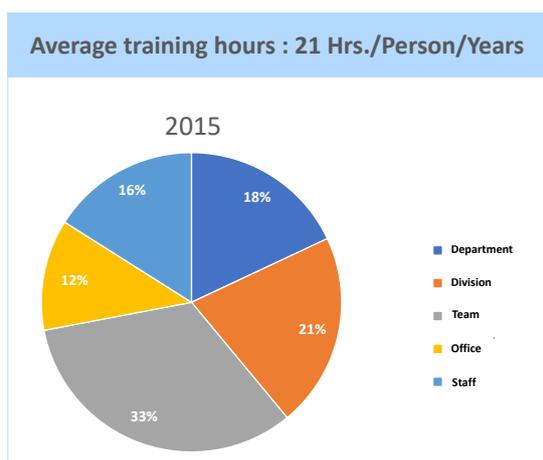
1. The Annual Training

The company has been engaged skills development, knowledge creation, training and development courses from requirement and analysis of the needs of departments to provide employees the proper training efficiently which be able to summarize as the main 5 categories totally 41 courses as follows:



In addition, in 2016 company has provided environmental training In the matter of energy saving, environmental management system: ISO14001 and Knowledge Management program in order to meet Employee Engagement (Knowledge Exchange) in accordance with the new Version of ISO 9001.

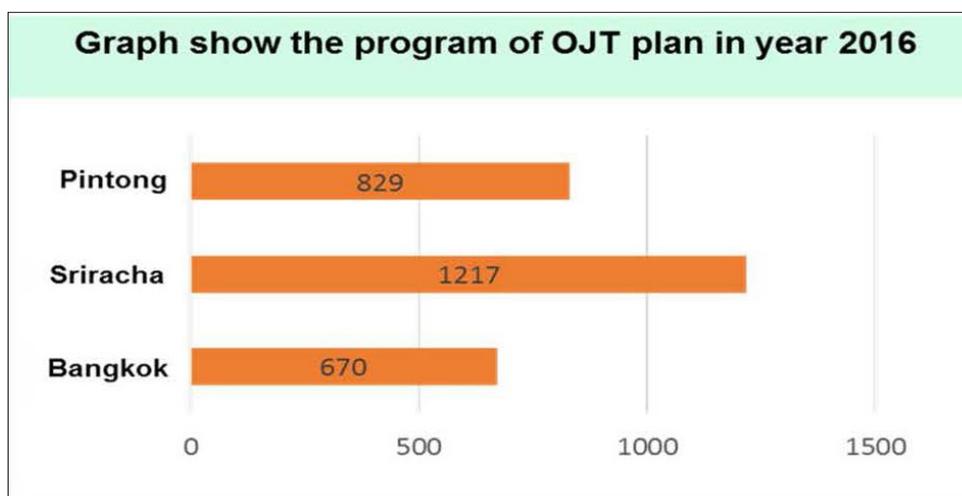
The graph shows the number of HR training year during 2015 - 2016 by a group of employees as follows:



In year, 2016, the company has focused on training to officer level, managers level up, to build up their quality, to supports the growth of the company in the future.

2. OJT Training

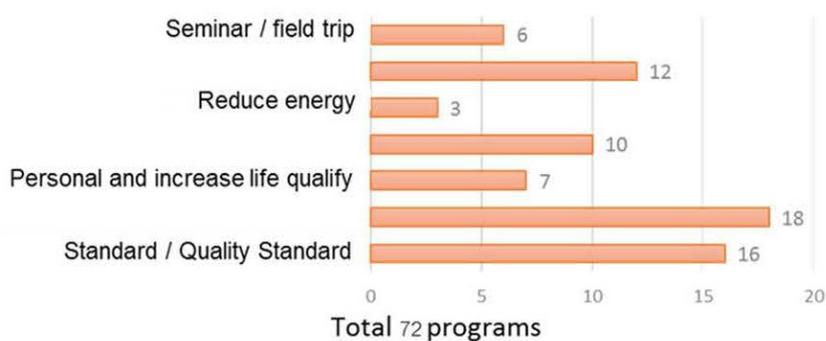
The company has focused on employee development as Non – Class Room in the model of OJT (On the Job Training), which is training to help strengthen the knowledge/skills in the technical operations of the department. In addition, project task delegation, project arrangement, both local and overseas field trip, including various projects to develop personnel.



3. External training

Each year, the company sent personnel to external training in the specific courses required of each agency to promote their professional knowledge so for opportunity to fulfil knowledge/skills required to carry out the job efficiency and use this knowledge to develop their work in various fields by modified as required in each year.

Graph show number of external training program in year 2016



For the field of Soft Side in year 2016, the company as trained employees. Leadership development courses via departmental activities. Training courses of Chulachomklao Royal Military Academy which provided knowledge of leadership skills and team work to strengthen to be the organization unity.



Remark : : More details can be found at “Sustainable Development Report 2016 : Good People”

The Corporate Governance Committee's Report

S&J International Enterprises Public Company Limited has appointed the Corporate Governance Committee, comprised of the following 5 members:

1.	Pol.Gen.Somchai Prabhasabhakdi	Chairman
2.	Mrs.Kaewta Ongsaranakom	Member
3.	Mrs.Patchara Pongwichan	Member
4.	Mr.Sumit Khopaiboon	Member
5.	Mrs.Worawan Tantrasadetee	Member

The Corporate Governance Committee discharged its duties and responsibilities as assigned by the Board of Directors and specified in the Charter or the Corporate Governance Committee. The Committee is responsible for overseeing that the company's business operations are in full compliance with the principles of good corporate governance and that its management practices are transparent with full disclosures and accountability together with equitable treatment for all stakeholder groups, as well as for ensuring the company's continued growth on a sustainable basis.

During 2016, the Corporate Governance Committee held a total of 9 meetings in order to carry out its assigned duties and responsibilities which activities are summarized as follows:

1. Reviewed the Charter for the Corporate Governance Committee for use as a guideline in performing its duties, remain appropriate and relevant to the good corporate governance principles and the current situation or business environment.
2. Reviewed the company's good corporate governance principles and practices that comprises of 4 aspects : corporate governance policies; corporate governance principles; business ethics; and code of conduct for the Directors, the Management and staff. This is in order to ensure that these are in accordance with the established guidelines for "the principles of good corporate governance for listed companies of year 2012" as specified by the Stock Exchange of Thailand, and in compliance with principles of ASEAN CG Scorecard, as well as to give approval for the individual Board of Director assessment and the Board of Committees Assessment of 7 boards.
3. Overseeing and supporting the company to comply with the corporate governance principles, resulting the company received, in 2016, a "Very good" CG score in the annual CG practices survey for Thai listed companies by the Thai Institute of Directors, as well as in the company being placed in the "Top Quartile" of those listed companies having a market capitalization value of Baht 1,000 – 2,999 million.

4. Overseeing and supporting the anti-corruption risk management and assessment including review of risk management for anti-corruption sufficiently by classify as 5 levels : very high, high, medium, low and very low.
5. Approved the anti-corruption compliance, Rule of practices for political support, Rule of practice for donation and public Interest, Rule of practices for give and obtain supporting fund, Rule of practices for Business Operation in Sales and Marketing and Rule of practices for Business Operation in Purchase and Procurement in order to be the guidelines for directors, executives and employees to conduct and comply with the anti-corruption policy as corporate culture to not accept any forms of corruption whether direct or indirect for business transparency.
6. Arranged the self-assessment for anti-corruption and the Company being certified as a member of the Thai Government's, "Collective Action Coalition Against Corruption (CAC) on October 14, 2016, reflecting its policies and practices on risk management for anti-corruption sufficiently to ensure the stakeholders about business operation. The company has emphasized its focus on such practices widely in all organizes to maximize efficiency for the systems and processes as well as the audit processes.

The Corporate Governance Committee is confident that the company has conducted its business operation in accordance with the good corporate governance principles and committed to further developing good corporate governance practices, which is a key factor to support business operation together with promoting trustworthiness from the stakeholders as a basis for sustainable growth of the company.



(Pol.Gen.Somchai Prabhasabhakdi)

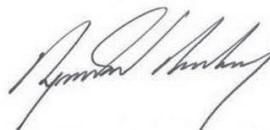
Chairman of the Corporate Governance Committee

Anti - Corruption Policy

The Board of Directors of S & J International Enterprises Public Company Limited has approved the signing of the declaration of intention alignment private practice Thailand in the fight against corruption on February 24, 2015. So in order to comply with the requirements set out in the Corporate Governance of the company as well as to the spirit and responsibility to society as a whole, the company's policy to comply with the law against corruption. It prohibits directors, management and employees accept or support corrupt all forms both direct and indirect in written the following are guidelines.

1. The company will not be a party to pay bribes. In case of contributions to charity, to political parties as well as offering gifts in a business manner, this must be transparent, explainable and audited.
2. Supporting enhancement of awareness and value for anti-corruption among the company directors, executives and employees to perform duties in accordance with relevant laws, notifications and regulations by preparing such manual for guidelines.
3. The company directors, executives and employees must not act as an intermediary in demanding and accepting gifts or benefits from government sectors or private sector, which induces to violate the laws. Moreover, it is illegal to use positions and/or duties to use the company's data to seek benefits for oneself or others.
4. Setting the system to report financial status transparently and accurately, providing an efficient and effective internal control system, and controlling check-and-balance system to be appropriate in order to prevent conducting any fraud or taking part in any fraud and corruption.
5. Monitoring and reviewing the anti-corruption policy, guidelines and regulations consistently for operation in order to adjust with business changes, laws and regulations.
6. Opening channel for reporting any suspected activity and ensuring that such reporters receive protection.

The policy against corruption has been passed a resolution by the Board of Directors No.1 on February 24, 2015 and become effective since February 24, 2015.



(Mr.Boonkiet Chokwatana)
Chairman

Corporate Governance

Corporate Governance Policies

The Board of Directors is confident in good corporate governance with transparency and accountability as well as check and balance including of sufficient and appropriate internal control system together with respect for the rights and equality of shareholders and accountability to all stakeholders. These key factors contribute to the enhancement of the organization's immunity and promotion of a balanced and sustainable growth in long-term period.

Thus, the Board of Directors thereby prescribed the following corporate governance policies as a practice guideline for the company's directors, executives and all employees.

1. Company Directors, Executives and all employees are fully committed to the application of corporate governance principles, business ethics and Codes of Conduct for Company Directors, Executives and employees to Company operations.
2. Company Directors, Executives and all employees must perform their duties responsibly, prudently, earnestly and honestly in accordance with the relevant laws, Company Articles and Notifications.
3. Actions shall be taken to ensure that the Company management structure contains clear prescriptions of powers, duties and responsibilities of each Company Committees and Executives.
4. An internal control system shall be installed and risks management shall be managed at suitable levels, including an accounting system and financial statement which are accurate and reliable.
5. Information shall be disclosed in a sufficient, reliable and timely matter to the extent that the legitimate interests of the Company are not prejudiced.
6. The ownership rights of shareholders shall be appreciated and respected. Shareholders shall be treated equitably.
7. Undertakings by aware of shall have regard to the responsibilities of shareholders, stakeholders, communities, society and the environment.
8. To strive towards business excellence with commitment to the creation of customer satisfaction by receiving comments and self-assessments in order to enhance management capabilities and continually promote productive creativity.
9. Virtue, ethics and good values shall be instilled. Employees shall be treated fairly with a commitment to develop and enhance the capabilities of personnel.
10. Dishonest conduct, corruption and intellectual property violations shall be suppressed. Laws and human rights shall be respected.
11. Dishonest conduct, corruption and intellectual property violations shall be suppressed. Laws and human rights shall be respected.

With this regard, the company has revealed corporate governance policies, business ethics, and code of conduct for company directors, the management and employees to employees, shareholders, and general public via the company website, under the heading "Investor relations: Corporate Governance".

Various committees

The Board of Directors appointed the committees comprising of competent and experienced members, to supervise over each particular aspect of company operations, to ensure careful and effective management and operations for the company. Those committees consist of the Executive Board, the Audit Committee, the Nominating Committee, the Remuneration Committee, the Risk Management Committee, the Corporate Social Responsibility Committee and the Corporate Governance Committee.

The Board of Directors clearly specified down the authority and responsibility scope for each committee under the charter for the said committees. The chairmans of sub-committees were responsible for supervising the operations in accordance with the policies of the Board of Directors and reported their operation to the Board of Directors' meeting.

1. The Board of Directors

At present, The Board of Directors consisted of 15 members, classified into :

- 10 non-executive directors
- 5 executive directors

There are 10 non-executive directors of whom 6 are independent directors or equal to 40.00% of the total number of the Board. The 4 of 6 independent directors are members of the Audit Committee whereas the Chairman shall not be the same person as Managing Director.

Name list of the Board of Directors

	Name		Position
1	Mr.Boonkiet	Chokwatana	Chairman
2	Mrs.Tipaporn	Chokwatana	Vice Chairman
3	Mr.Thirasak	Vikitset	Director
4	Dr.Atthakorn	Glankwamdee	Director
5	Mrs.Kaewta	Ongsaranakom	Director
6	Prof.Dr.Malyn	Ungsurungsie	Director
7	Mrs.Chitraporn	Vikitset	Director
8	Mrs.Teerada	Ambhanwong	Director
9	Mr.Suthep	Dansiriviroj	Director
10	Admiral Apichart	Pengsritong	Independent Director
11	Mr.Khachornsakd	Vanaratseath	Independent Director
12	Mrs.Pradittha	Chongwattana	Independent Director
13	Mr.Surong	Ongkosit	Independent Director
14	Mrs.Pismai	Chandrubeksa	Independent Director
15	Pol.Gen.Somchai	Prabhasabhakdi	Independent Director
	Mr.Sumit	Khopailboon	Company Secretary

Term for company directors

The term for company directors is in accordance with company articles of association and Charter for The Board of Directors as follows:

1. At each annual shareholders' general meeting, one-third of the sitting directors are required to retire from directors, whereas if the number of directors cannot be divided into 3 equal portions, the closet to such number shall apply. Retiring directors are eligible for re-election. At present, The Board of Directors had 15 members, therefore each director shall have a 3-year term.
2. Apart from retiring upon term completion, the company director shall also relieved of his/her position upon resignation or death or having disqualifications as prohibited by laws or the resolution adopted by the shareholders' meeting to remove that person from the position, or court ruling remove that person from the position.
3. In the case where the position of Board member is left vacant due to reasons other than term completion, with such remaining term not less than 2 months, The Board of Directors are required to appoint other persons having full qualifications to succeed in that position. In such case, the newly-appointed Board member may only serve out the term remaining for the person he/she succeeds.
4. The company director resigning from the position before term completion is required to submit his/her resignation letter to the company, with such resignation coming into effect on the date of said submission.
5. The shareholders' meeting may vote for any of director to be out before retiring upon term completion, by a vote of not less than three-fourths of the number of shareholders attending the meeting and having the right to vote and the total number of shares being not less than half of the number of shares held by the shareholders attending the meeting and having the right to vote.

Authority of the Board of Directors

1. To appoint, remove and authorize consultants to the Board of Directors, and/or to other individuals.
2. To approve loans, of the amount greater than the authority of the Executive Board, to companies with a business relation to the company as shareholders or to companies with a trading relation or other companies.
3. To approve guarantee of loan, of the amount greater than the authority of the Executive Board, to companies with a business relation with the company as shareholders or to companies with a trading relation or other companies.
4. To approve engagement in a legal act, this is not a financial transaction, of the amount greater than the authority of the Executive Board.
5. To approve acceptance or cancellation of loans of the amount greater than the authority of the Executive Board.
6. To approve investment, sale of investment capital in ordinary shares and/or any other securities of the amount greater than the authority of the Executive Board.
7. To approve sourcing and investment in fixed assets of the amount greater than the authority of the Executive Board.
8. To approve modification, destruction and disposal of fixed assets and intangible assets which are no longer in use, damaged, lost, destroyed, deteriorated and out of date, which are of the amount greater than the authority of the Executive Board.

9. To approve modification, change of price and destruction of raw materials and/or remaining inventories which are deteriorated or out of date, which are of the amount greater than the authority of the Executive Board.
10. To approve compromise or settlement of dispute by arbitration, complaint, filing of lawsuits and /or any legal proceeding on behalf of the company on matter which are not/or normal business course with an amount exceeding the authority of the Executive Board.
11. To propose to shareholders an increase or a decrease of capital, a change of share value: modification of memorandum, articles of association and /or objectives of the company.
12. To approve incorporation, merger or dissolution of subsidiaries.
13. To authorize to management, managerial employees of the company, or any other individual to act on their behalf.
14. To invite member of the management, executives, or relevant employees to provide explanations, opinions or documents as necessary.
15. To consult with specialist or company consultants (if any) or hire third-party consultant or outside specialist if necessary at the expense of the company.
16. To appoint and remove a company secretary.

Duty and responsibility scope of the Board of Directors

1. To establish directions, goals and business policies of the company.
2. To approve plans and annual budgets; including to supervise the performance of the management in order to ensure effectiveness and compliance with the laws and established policies and plans.
3. To encourage the development of the policy of corporate governance, ethics and business code of ethics in written in order for company directors, executives and employees to use as guideline in the conduct of the business and follow up its real practice.
4. To arrange for a sufficient internal control system in order to ensure that transactions are approved by authorized individuals, examined and prepared accurate accounting reports; and, to implement various systems preventing inappropriate use of company assets.
5. Transactions with possible conflict of interests must be carefully reviewed, with a definite guideline to ensure the interests of the company and the shareholders. Individuals with interests may not be involved in the decision-making process. They must observe the requirements on the proper procedure and disclosure of transactions with possible conflict of interests.
6. To approve the reviewed and/or audited financial reports, which have been approved by the Audit Committee.
7. To be equally responsible to all shareholders, and, to correctly, basely and transparently disclose information to shareholders and investors.

8. To acknowledge business management reports from the Executive Board.
9. To convene shareholders meeting by specified date, time, place and agenda as well as dividends (if any) and to provide shareholders with opinions of the Board of Directors on the matters proposed to the shareholders. During the twenty-one days prior to each shareholder meeting, the company may stop share transfer registration by informing the shareholders at the headquarters and the branch offices at least fourteen days prior to the day of share transfer registration suspension. Alternatively, a record date (RD) may be determined no longer than two months prior to the day of any shareholders meeting, and the share registration book closure date must be one day after the record date. This is to compile a list of names under Section 225 of the Securities and Exchange Act, in order to determine the right to attend shareholders meeting and to receive dividends.
10. To prepare the Report on the company Board of Directors' Responsibilities for Financial Statements and disclose it in the annual report of the company (56-2 Form) and the annual disclosure report (56-1 Form).
11. To follow up on documents to be submitted to relevant regulatory agencies, in order to ensure that the statements or the items are correct as per the data appearing in the account books, the registration or any other document of the company.
12. To approve the charter of the Board of Directors and/or other committees.
13. To engage in any other action, which is beyond the authority of the Executive Board, or which the Board of Directors deems appropriate.

During 2016, The Board of Directors held its meeting 5 times, whereby the meeting dates had been earlier decided throughout the entire year. Furthermore, additional meeting could also be summoned according to necessary circumstances. Details appear in the category "Management Structure".

2. The Audit Committee

The Board of Directors has approved the appointment of the Audit Committee with the qualifications specified under the conditions of security law and Stock Exchange of Thailand. Such the committee must consist of at least 3 independent directors and at least 1 director must be qualified in accounting and finance, and whose term in 1 year from May 2016 – May 2017. In 2016 the total amount of the Audit Committee was 4 persons as follow:

Name list of the Audit Committee

Name		Position	
1	Mr.Khachornsakdi Vanaratseath	Chairman	Well-experienced in finance & accounting
2	Mrs.Pradittha Chongwattana	Director	
3	Mr.Surong Ongkosit	Director	
4	Pol.Gen.Somchai Prabhasabhakdi	Director	
	Mrs.Panee Chantavaralak	Secretary	

Authority of the Audit Committee

1. Coordinate to facilitate common understanding to be in the same direction among the public accountant, The Board of Directors, and the internal control office.
2. To invite the management, or company relevant employees to provide clarification and comment, to take part in meetings, and to submit documents deemed necessary. As well as having the authority to access corporate documents of all levels.
3. Authorized to carry out investigation on concerned persons relating to such matters lying within the authority and duty scope of The Audit Committee.
4. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if necessary, at the expense of the company.
5. To comment on the appointment, transfer, rescind an internal supervisor or any section responsible on the internal audit.

The Responsibilities of the Audit Committee

1. To review that the company has accurate and adequate financial reporting.
2. To review that the company has suitable and efficient internal control system and internal audit and determine independence of the internal audit including agreement of appointment, transfer and dismissal of the chief of the internal audit office or any other unit in charge of internal audit.
3. To review that the company comply with laws concerning securities and stock exchange, the Stock Exchange's regulations, and other laws related to the company's business.
4. To review the compliance in accordance with the Anti-Corruption Policy.
5. To consider, select and suggest independent persons to be the Company's Auditor, and propose such person's fees, as well as to attend a non-management meeting with the Auditor at least once a year.
6. Review connected transactions or transactions with possible conflict of interests, to ensure that they follow the laws, the regulations of The Stock Exchange of Thailand, and the Notification of The Capital Market Supervisory Board, and that they are justified and are of maximum benefits to the company.
7. To prepare the Audit Committee's Report and have it disclosed in the Company's Annual Report, to which must be signed by the Audit Committee's Chairperson and consist of at least the following information.
 - a. An opinion on the accuracy, completeness and reliability of the Company's Financial Report.
 - b. An opinion on the adequacy of the Company's Internal Control System.
 - c. An opinion on compliance with the laws concerning securities and stock exchange, the Stock Exchange of Thailand's regulations, or other laws relating to the company's business.

- d. An opinion on the suitability of the Auditor
 - e. An opinion on transactions that may have conflicts of interests.
 - f. The number of the Audit Committee Meetings, and its attendance record of each committee member.
 - g. An opinion or overview comment that the Audit Committee perceived from its performance under the charter.
 - h. Other information that the shareholders and general investors should know under its scope of duties and responsibilities assigned by the Company's Board of Directors.
8. In carrying out the Audit Committee's duties, if it found or has any suspects that there are transactions or the following doings which may have a considerable impact on the company's financial status and performance; it should report them to the Board of Directors in order to correct them within a suitable time frame set by the Audit Committee.
- a. Transactions causing conflicts of interests.
 - b. Fraud or irregularity or have key mistakes in the internal control system.
 - c. Breach of laws concerning securities and stock exchange, regulations of the Stock Exchange of Thailand, and other laws related to the company's business.

If the Company's Board of Directors or its executives failed to arrange to have them corrected within due course, any member of the Audit Committee may report such transactions or doings to the Securities and Exchange Commission or the Stock Exchange of Thailand.

- 9. To support and follow up that the company has effective risk management system.
- 10. To review, improve and amend the Charter of the Audit Committee and present it to the Company's Board of Directors for approval.
- 11. To oversight the company's operation in accordance with good corporate governance.
- 12. To perform any other matters as assigned by the Company's Board of Directors with the Audit Committee's agreement under the Company Regulations and laws.

To carrying out the above duties, the Audit Committee is directly responsible to the Board of Directors and the Board of Director will be responsible for the company's operation responsible to stakeholder.

In 2016, the Audit Committee held its meeting 4 times and report to the Board of Director. The meeting dates had been earlier decided throughout the entire year. The Audit Committee regularly reported its findings to the Board of Directors, and also held the meeting with the external auditor and the Chief Financial Officer each quarter, to review the Company's quarterly financial statements.

3. The Nominating Committee

The Board of Directors appointed 5 company directors to serve as members of The Nominating Committee, by the non-executive director, 2 persons are member, which including the Chairman of the Nominating Committee. Its term is 1 year from May 2016 – May 2017.

Name list of the Nominating Committee

	Name		Position
1	Mr.Boonkiet	Chokwatana	Chairman
2	Mrs.Tipaporn	Chokwatana	Director
3	Mr.Thirasak	Vikitset	Director
4	Dr.Atthakorn	Glankwamdee	Director
5	Mrs.Kaewta	Ongsaranakom	Director

Authority of The Nominating Committee

1. To invite the management or company relevant employees to provide explanations, opinions or documents as necessary.
2. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if

Duty and responsibility scope of The Nominating Committee

1. Set the criteria and method in selecting the persons to be nominated as directors.
2. Review the background and relevant information of the persons to be nominated as directors, by considering their knowledge, experiences, and expertise from various professions, so as to secure qualified persons according to the selection criteria, company regulations, and related laws.
3. Select the persons to be nominated as company directors, for The Board of Directors to consider and approve. However, in the case of the directors retiring upon term completion, such nomination needs to be submitted to the shareholders' meeting for approval.
4. Prepare comment and suggestion to serve as references for The Board of Directors' consideration.
5. Review and revise the charter for The Nominating Committee, to be proposed to The Board of Directors for consideration and approval.
6. Engage in other acts as assigned by The Board of Directors.

During 2016, The Nominating Committee held its meeting 2 times, and subsequently reported the results to The Board of Directors, whereby the meeting dates had been decided in advance throughout the entire year.

4. The Remuneration Committee

The Board of Directors appointed 4 company directors to serve as members of the Remuneration Committee, by the non-executive director, 2 persons are member, which including the Chairman of the Remuneration Committee. Its term is 1 year from May 2016 – May 2017.

Name list of the Remuneration Committee

	Name		Position
1	Mr.Boonkiet	Chokwatana	Chairman
2	Mr.Thirasak	Vikitset	Director
3	Mrs.Kaewta	Ongsaranakom	Director
4	Mrs.Pismai	Chandrubeksa	Director

Authority of The Remuneration Committee

1. To invite the management or company relevant employees to provide explanations, opinions or documents as necessary
2. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if necessary, at the expense of the company.

Duty and responsibility scope of The Remuneration Committee

1. Review the remuneration criteria for the Board of Directors, and if deemed necessary, propose the suggestion or revision to existing criteria, in order to make them more suitable.
2. Review the remuneration budget for the Board of Directors, by considering the company's performances. The remuneration budget was approved by the shareholders' meeting and the actual remuneration amount for the previous year shall be further the presentation to the Board of Directors for consideration, an for final approval by the shareholders' meeting.
3. Review the remuneration budget for the Board of Directors, by considering their duty and responsibility scope and related performances, based an the remuneration budget approved by the shareholders' meeting.
4. Review the remuneration budget for the Board of Directors, by considering their duty and responsibility scope and related performances, based an the remuneration budget approved by the shareholders' meeting.
5. Review the remuneration budget for the Remuneration Committee members (who do not serve as company directors), by considering their duty and responsibility scope, and related performances.
6. Engage in other acts as assigned by the Board of Directors.

During 2016, the Remuneration Committee held its meeting 2 times, and subsequently reported the results to The Board of Directors, whereby the meeting dates had been decided in advance throughout the entire year.

5. The Risk Management Committee

The Board of Directors appointed 8 members to serve as members of The Risk Management Committee, by the non-executive officer, 6 persons and executive officer, 2 persons, which including the Chairman of the Risk Management Committee. Its term is 1 year from May 2016 – May 2017.

Name list of the Risk Management Committee

Name		Position
1	Dr.Atthakorn Glankwamdee	Chairman
2	Miss Sumeth Surachartchairit	Director
3	Mrs.Daranee Ajjaneeeyakul	Director
4	Mrs.Panee Chantavaralak	Director
5	Mrs.Suthanya Sumana	Director
6	Mr.Pattara Vikitset	Director
7	Dr.Kirtkiat Srisempoke	Director
8	Prof.Dr.Narumon Saardchom	Director
	Mrs.Panee Chantavaralak	Secretary

Authority of the Risk Management Committee

1. To invite the management or company relevant employees to provide explanations, opinions or documents as necessary.
2. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if necessary, at the expense of the company.

Duty and responsibility scope of the Risk Management Committee

1. To determine policies, targets and plans of corporate risk management systems clearly and consistently and keeping close communication with the Audit Committee
2. To encourage and stimulate cooperation in company risk management at all levels.
3. To supervise corporate risk management appropriately and effectively
4. To develop corporate risk management systems with efficiency and consistency
5. Other duties as assigned by the Board of Directors

During 2016, The Risk Management Committee held total 5 times, and subsequently reported the results to The Board of Directors, whereby the meeting dates had been decided in advance throughout the entire year.

6. The Corporate Social Responsibility Committee

The Board of Directors appointed 7 members to serve as members of The Corporate Social Responsibility Committee, by company directors and executives with the knowledge and experience. Its term is 1 year from May 2016 – May 2017.

Name list the Corporate Social Responsibility Committee

	Name		Position
1	Prof.Dr.Malyn	Ungsurungsie	Chairman
2	Admiral Apichart	Pengsritong	Director
3	Mrs.Thongsuk	Upathambhakul	Director
4	Mrs.Rujapa	Srisurang	Director
5	Mrs.Tanyanan	Tantikovit	Director
6	MissThatsruang	Saengwichian	Director
7	Miss.Yaowaluk	Potinimit	Director
	Mrs.Rujapa	Srisurang	Secretary

Authority of the Corporate Social Responsibility Committee

1. To invite the management or company relevant employees to provide explanations, opinions or documents as necessary.
2. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if necessary, at the expense of the company.

Duty and responsibility scope of The Corporate Social Responsibility Committee

1. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if necessary, at the expense of the company.
2. Review and screen the activities and policies on social and environment responsibility in order to propose to the Board of Directors.
3. Review and approve strategies and activities of the company in order to achieve the objectives and policies on social and environment responsibility.
4. Review and screen annual plan and budget for activities on social and environment responsibility to propose to the Board of Directors.
5. Review and monitor the progress of activities on social and environment responsibility and assess their achievement in addition to quality of related projects.
6. Suggested corporate governance policies and business ethics including employees ethics of the company.
7. Other duties as assigned by the Board of Directors.

During 2016, The Corporate Social Responsibility Committee held total 4 times, and subsequently reported the results to The Board of Directors, whereby the meeting dates had been decided in advance throughout the entire year.

7. The Corporate Governance Committee

The Board of Directors appointed 5 Corporate Governance members, with independent directors serving as the Chairman and committee member, further joined by members representing The Executive Board, having a 1 year term, from May 2016 - May 2017.

Name list of the Corporate Governance Committee

	Name		Position
1	Pol.Gen.Somchai	Prabhasabhakdi	Chairman
2	Mrs.Kaewta	Ongsaranakom	Director
3	Mrs.Patchara	Pongwichan	Director
4	Mrs.Worawan	Tantrasadete	Director
5	Mr.Sumit	Khopaiboon	Director
	Mr.Sumit	Khopaiboon	Secretary

Authority of The Corporate Governance Committee

1. To invite the management or company relevant employees to provide explanations, opinions or documents as necessary.
2. To consult with specialists or company consultants (if any), or hire outside consultants or specialists, if necessary, at the expense of the company.
3. To set up the working group to process the corporate governance activities at all levels.

Duty and responsibility scope of The Corporate Governance Committee

1. Set up, review and revise the policy of corporate governance, the principles of Corporate Governance, Business Ethics, Code of Conduct for Company Directors, Executives and Employees and Policy against Corruption, regulations, work practices and announcements, rules and relevant laws consistency.
2. Set up work practices according to the principles of Corporate Governance, Policy against Corruption, also monitor and evaluate them consistency.
3. Promote and encourage company directors, executives and employees to practice according to the principles of Corporate Governance and Policy against Corruption.
4. Supervision and support of anti-corruption measures by risk management risk assessment of anti-corruption measures, including a review of corruption risk management measures to adequately report the Board of Directors at least 1 time per year
5. Review and revise the charter for The Corporate Governance Committee, to be proposed to The Board of Directors for consideration and approval.
6. Other duties as assigned by the Board of Directors.

During 2016, The Corporate Governance Committee held total 9 times, and subsequently reported the results to The Board of Directors, whereby the meeting dates had been decided in advance throughout the entire year.

8. Executive Board

The Board of Directors sets up the Executive Board to support its administration as assigned by the Board. The Executive Board comprises 11 persons with 1 year term, from May 2016 - May 2017, and shall be nominated by the resolution of the meeting of the Board held after the Annual General Meeting of Shareholders.

Name list of the Executive Board

	Name		Position
1	Mr.Thirasak	Vikitset	Chairman and Management Director
2	Dr.Atthakorn	Glankwamdee	Director
3	Mrs.Kaewta	Ongsaranakom	Director
4	Prof.Dr.Malyn	Ungsurungsie	Director
5	Mrs.Chitraporn	Vikitset	Director
6	Mr.Simon Rhoderick	Knight	Director
7	Miss Sumeth	Surachartchairit	Director
8	Mrs.Thongsuk	Upathambhakul	Director
9	Mrs.Patchara	Pongwichan	Director
10	Mrs.Suthanya	Sumana	Director
11	Mrs.Daranee	Ajjaneeyakul	Director
	Mrs.Patchara	Pongwichan	Secretary

Authority of the Executive Board

1. To appoint, remove, transfer, evaluate and determine compensation and welfare of employees of different levels.
2. To appoint and remove any other working committee to carry out actions necessary for the management of the company
3. To issue regulations and announcement on performance of duties: to assign authority to members of the Executive Board and/or employees serving managerial posts: and, to execute authorization on company assets.
4. To approve loans to related companies as shareholders or the company as trading parties or other companies, provided that the amount does not exceed the limited amount 20 million baht per company
5. To approve guarantee of loan to related companies as shareholders or the company as trading parties or other companies, provided that the amount does not exceed the limited amount 20 million baht per company.
6. To approve engagement in non-financial juristic actions provided that the amount does not exceed the limited amount 20 million baht per time.
7. To approve acceptance or cancellation of loans provided that the amount does not exceed the limited amount 20 million baht per time.

8. To approve investment, sale of investment capital in ordinary shares and/or any other securities, provided that the amount does not exceed the limited amount 20 million baht per times.
9. To approve sourcing and investment in fixed assets, provided that the amount does not exceed the limited amount 20 million baht per time.
10. To approve modification, destruction and disposal of fixed assets and intangible assets which are no longer in use, damaged, lost destroyed, deterioration and out of date, provided that the book value does not exceed the limited amount 20 million baht per time.
11. To approve modification, change of price and destruction of raw materials and/or remaining inventory which are deteriorated or out of date, provided that the book value does not exceed the limited amount 20 million baht per time.
12. To approve compromise or settlement of disputes by arbitration, complaint, filing of lawsuits and/or any legal proceeding on behalf of the company on matters which are not normal business course of the value not exceeding the specified amount. In such case of a normal business course, the amount must not exceed the limited amount 20 million baht.
13. To authorize executive of the company or other individuals to act on their behalf
14. To invite members of the management or relevant employee to provide explanations, opinions or documents as necessary.
15. To consult with specialists or company consultant (if any) or hire third-party consultant or outside specialists if necessary at the expense of the company.
16. To stipulate any other regulations as deemed appropriate.

Duty and responsibility scope of The Board of Directors

1. Present the company's objectives, policy, plan, and annual budget to The Board of Directors.
2. Managing company's operations in order to comply with the direction, target, and business policy of the company.
3. Promote the competitiveness of the company, while encouraging consistent innovation development activities.
4. Supervise company operations to comply with the laws, objectives, company regulations, resolutions by the shareholders' meeting, resolutions by The Board of Directors, as well as other standard practices concerned.
5. The Executive Board members may allocate work responsibilities among themselves, whereby they are required to report the progress of own responsible work to The Executive Board.
6. Supervise the compilation of financial statements, for review and/or verification by the certified public accountant, prior to submitting to The Audit Committee, and The Board of Directors, for endorsement respectively.
7. Review the matters to be submitted to The Board of Directors for further acknowledgment or approval.
8. Review and revise the charter for The Executive Board, to be submitted to The Board of Directors for further approval
9. Engage in other acts as assigned by The Board of Directors.

During 2016, the Executive Board consists of 5 Company's directors leading by the Managing Director for the execution of management, planning to comply with the policies of the Board of Directors. The Executive Directors has also participated in stipulating business policy and target together with the Board of Directors.

In 2016, the Executive Board of Director held its meeting total 20 times, reported the result to the Board of Directors. The meeting dates had been earlier decided throughout the entire year.

9. The Chairman

The authorities and responsibilities of Chairman as a guideline to serves as the Chairman are described as below:

Authorities and Responsibilities of Chairman

1. To take responsibilities as the leader of the Board of Directors in monitoring and supervising the operations of the Board of Directors and sub-committees.
2. To be the president of the Board of Directors' meeting. In case of tie, the Chairman adds an additional vote as a casting vote.
3. To call the Board of Directors' meeting or may assign another person to act on own behalf.
4. To be the president of the shareholders' meeting and control the meeting to be In accordance with the company's regulations regarding the agenda of meeting as specified in the invitation letter to the of meeting. Unless the meeting resolves to change the order of the agenda by votes of not less than two-thirds of the shareholders present at the meeting.
5. Engage in other acts as assigned by the Board of Directors.

10. Managing Director

The Board of Directors has clearly assigned the authority, duty and responsibility of the Managing Director as a guideline to serve as the Managing Director. The details are as follows:

Authorities and Responsibilities of Managing Director

1. Manage company operations so as to well comply with the laws, objectives, company regulations, resolutions by the shareholders' meeting, resolutions by The Board of Directors, resolutions by The Executive Board, and other standard practices concerned.
2. Instruct or engage in necessary and appropriate acts, so as to achieve those purposes laid down in above item 1. Should the matter be deemed significant, the Managing Director is required to report said matter to The Board of Directors and/or The Executive Board.
3. Review and approve the recruitment, appointment, transfer, and dismissal of employees, granting approval to the promotion or disciplinary action against employees, as well as deciding on the remuneration and welfare benefits for employees. However, such action must not contradict with the authority and the decision by The Executive Board.
4. Set company regulations regarding work practice, which must not contradict with the policies, regulations, provisions, instructions, or resolutions, set forth by the shareholders' meeting, The Board of Directors' meeting, and/or The Executive Board's meeting.

5. Authorize and/or assign other persons to carry out specific assignment on own behalf.
6. Promote and encourage company operations to be carried out with morality, to well comply with the laws, ethics, and cultures, based on good governance principles.
7. The exercise of authority by the Managing Director shall not be permitted, if he/she is deemed to have interests at stake, or have conflict of interests with the company.
8. In the exercise of authority by the Managing Director, should there arise any doubt or unclear aspect regarding such action, the matter shall be forwarded to The Board of Directors for consideration and conclusion.
9. Engage in other acts as assigned by The Board of Directors, and/or The Executive Board.

The selection and appointment of the directors and chief executive officer

1. The selection method of persons to be appointed as company directors and independent directors

The Nominating Committee has been assigned to select qualified persons having appropriate qualifications to be nominated as company directors in accordance with the organization and structure of directors for the Company's business strategy for consideration by the Board of Directors, prior to submitting to the shareholders' meeting for approval by the majority votes of the shareholders present at said meeting. In the case where the retirement took place prior to term completion with the remaining term being not less than 2 months, the Board of Directors' meeting shall then be authorized to select the persons from the candidates proposed by the Nominating Committee for further appointment as company directors by the majority votes of not less than 3/4 of the remaining directors. In such case, the newly-appointed directors shall serve out the remaining term of their predecessors.

For such nominating process of the persons to be appointed directors, the company has set the screening criteria for such candidates based upon their basic qualifications and qualities that can meet the requirements of the vacancy, in order to have the Board of Directors with knowledge and various field of expertise including leadership, vision, integrity and ethics, as well as transparent work experiences and not be prohibited under the laws and regulations of the Company. With this regard, the company provide opportunity for minor shareholders to participate in nominating qualified directors. In addition, the Nominating Committee also considered the person to be nominated to serve as directors apart from professional directors of the Thai Institute of Directors Association (IOD)

With regard to the selection of persons to be appointed as independent director, the Nominating Committee shall select from those persons having qualifications required for independent directors, in accordance with the Notification by the Capital Market Supervisory Board in addition to basic qualification requirements above.

Independent director's qualifications

The Board of Directors resolved to adopt the definition for "independent director" having qualifications in accordance with the notification of the Capital Market Supervisory Board as follows:

1. Holding shares not exceeding 1 percent of the total number of voting rights of the company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the company, including the shares being held by related persons of independent directors.

2. Neither being nor having been an executive director, employee, staff, or advisor who received regular salaries, or being a controlling person of the company, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholders or persons having supervision authority over the company, unless the foregoing status ended not less than two years prior to the date of their appointments as independent directors. Nevertheless, such prohibited nature would not apply in the case of these independent directors having earlier served as government officials, or advisors to government agency acting as major shareholder in the company or having supervision authority over the company.
3. Not having business relationship with the company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the company, in such manner likely to interfere with own independent judgement, and neither being nor having been a significant shareholder or person having supervision authority over the person who has business relationship with the company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the company, unless the foregoing relationship ended not less than two years prior to the date of appointment as independent director.
4. The term 'business relationship' aforementioned under paragraph one included any normal business transaction, rental or lease of immovable property, transaction relating to the assets or services or the granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar action, resulting in the company or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the company or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for the value of connected transactions under The Notification of The Capital Market Supervisory Board regarding The Compromise Criteria for Connected Transactions. The combination of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences.
5. Neither being nor having been an auditor of the company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the company, and not being a significant shareholder or person having supervision authority, or partner of an audit firm which employs auditors of the company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the company, unless the foregoing relationship has ended not less than two years prior to the date of appointment as independent director.
6. Neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the company, and not being a significant shareholder or person having supervision authority or partner of the professional advisor, unless the foregoing relationship has ended not less than two years prior to the date of appointment as independent director.
7. Not being a director who has been appointed as the representative of the company's director, major shareholder, or being a shareholder who is related to the major shareholder.
8. Not engaging in business operations of the same business nature or in competition against the business operations of the company or its subsidiaries, nor serving as a significant partner in a limited partnership or otherwise serving as a director participating in the management, or serving as employee or consultant receiving regular salary or holding over 1% shares out off total shares in other companies engaging in the same business nature or in competition against the company and its subsidiaries.
9. Not having any characteristics which make him incapable of expressing independent opinions with regard to the company's business affairs.

In the event of any announcement by The Capital Market Supervisory Board imposing the revision to the qualifications for independent director, the company's independent director would thereby be required to possess such qualifications well complying with such revision.

After being appointed independent director having qualifications complying with the criteria under item 1 to 9, the independent director may then be assigned by The Board of Directors to participate in the decision-making procedures for the company, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholders or controlling person of the company on the condition that such decision must be a collective one.

Additionally, in the past accounting period, the independent directors of the company had neither business relationship nor professional services. Also, the appointed independent directors never have or had business relationship or professional services exceeded than the rules stipulated in the notification of The Capital Market Supervisory Board regarding the Application for and Approval of Offer for Sale of Newly Issued Shares.

2. The rights accorded of minor shareholders regarding director(s) appointment

Nomination of Directors

The company provided minor shareholders with the opportunity to nominate candidates to be appointed as company directors at the annual shareholders' general meeting in advance according to the criteria specified by the company, whose further details were displayed on the company website under the heading "Investor Relations : Data of shareholders' Meeting".

Vote-casting method for director appointment

According to Company Articles of Association No.20, the shareholders' meeting was authorized to appoint company directors according to the criteria and method as follows:

- One shareholder shall have one vote per one share.
- Each shareholder must exercise all of the votes he or she has under the first paragraph to elect one or several persons to be a director or directors and must not allot his or her votes to any person in any number.
- The persons receiving the highest number of votes, followed by those with descending highest number of votes shall be elected as the directors fulfilling the number of directorship required to be elected by the shareholder's meeting. In case the number of votes for the candidates in descending order are equal and exceed the number of directors to be elected at said meeting, the Chairman shall cast the deciding vote.

3. The selection method for the persons to be appointed as Chief Executive Officer

The selection of the management

The selection process for the persons to further serve in management positions for the company begins with the selection of the persons having good qualifications and sound morality and ethics to join the company. The company then trains and develops these people to be well-prepared to meet the challenges as future management members, through its consistent evaluation process of employees' potentials and capabilities.

Those employees so selected and trained by the company would be assigned to work in the positions having higher authority and responsibility scope. As general practice, the company regularly carries out training programs seeking to upgrade employees' potentials to a higher level, so as to be well-prepared to take up further significant positions when they become vacant.

The selection of the Chief Executive Officer

With the regard of selection methods for the company's Chief Executive Officer, The Nominating Committee shall consider and select from the current management or others, with qualified knowledge and abilities, who understand the company's business very well, as well as be able to manage to achieve the objectives and targets set by The Board of Directors, and also not be prohibited by laws. Accordingly, such person is then proposed to The Board of Directors for consideration of appointment.

Supervising the operations of subsidiaries and associates

The company's directors were assigned to hold a joint meeting to consider and select the person to be the company's representative. The number of individual that the company nominated and voted to appoint as director in subsidiaries and associates is in accordance with the company's proportion of shareholding. The person who was appointed as a director in subsidiary or associated companies was entitled to perform the operations for the best interests of their subsidiaries or associate, unless it is important policies affecting the company's business operations. The company required the appointed person to be approved by The Executive Board prior to cast a vote.

The company has laid down the policy for subsidiaries and associate that are the company's main business to have proper and adequate internal control systems. The internal control systems of subsidiaries were monitored by the Internal Audit Office of the company annually.

Furthermore, the company has assigned the person who was appointed by the company to oversee its subsidiaries to operate and disclose significant information according to the rules in the same way as the company performed, such as making connected transaction, the acquisition or disposition of assets, or making other important transactions, including to supervise the information storage and bookkeeping of the subsidiaries for the company, so that it can be reviewed and collected for financial statements in due time.

The company had no agreements between the company and other shareholders in the management of Subsidiaries. In addition, the company had no agreements between the company and other shareholders in sharing returns beyond normal returns according to proportion of their shareholding in subsidiaries.

Inside information supervision

The company placed much emphasis on the protection and supervision over inside information, by clearly specifying in the business ethics and code of conduct for company directors, management members and employees that directors, management members and employees perform their duties with responsibility, carefulness and honesty, as well as consider the interests of the company as the most important. The significant policies can be summarized as follows.

1. The company prohibited company directors, management members, and company employees having access to inside information, from engaging in any act in exploitation of such information, particularly those information not yet disclosed to the general public. Any violation would be deemed as a disciplinary offence of company regulations. Furthermore, for the period of 1 month prior to the disclosure of financial statements to the public, the company sent out related circular to the directors, the management members, and the employees having access to inside information, instructing them to refrain from any purchase or sales transaction of company shares during said period.

During 2016, the company directors, management members, and company employees were not found to have committed any authority abuses related to inside information.

2. The company informed company directors, management members to acknowledge of duty to report their shareholding status, as well as those by spouses and children not yet reaching legal maturity, within 30 days from the day of their appointments to become directors or management members. Furthermore, in the case of any change occurring to their shareholding status, they were required to report such change details within 3 days from the day of change to The Securities and Exchange Commission according to article 59 of The Securities and Exchange Act B.E. 2535. Furthermore, The Board of Directors was regularly informed each quarter, of the securities holding status by the directors and management members. Additionally, the company has set a policy for directors and top management to inform of the company's securities trading to the company secretary at least 1 working day prior to trading.

In 2015, the company directors and the management members have strictly followed the above policy.

3. The company developed internal control system regarding inside information, by applying information technology system to classify inside information access level for each employee level, through the setting of ID code for accessing such information.

Auditor's remuneration

1. Audit fee

In accordance with the resolution by the shareholders' meeting, the company and its subsidiaries made remuneration payments as audit fees to Dr. Virach & Associates Office Company Limited, where the auditors were attached to, according to the details as follows:

Unit : baht

Audit remuneration	2016	2015
S & J International Enterprises Pcl.	1,250,000	1,250,000
5 Subsidiary companies	920,000	835,000
Total	2,170,000	2,085,000

2. Non-audit fee

The company and subsidiary companies paid for other services as following:

Unit : baht

Non-audit fee	2016	2015
Observance on destruction of goods	80,820	85,000
Other service for reviewing the work of other auditors	90,000	90,000
Total	170,820	175,000

Compliance with good corporate governance principles in other matters

The Board of Directors have placed much emphasis on building good corporate governance practice, and upgrading those practice on continuous basis, to enable company operations to be carried out in a transparent and effective manner, leading to further growth and stability for the company. Furthermore, such practice was aimed at contributing to further economic value and long-term wealth for the shareholders, while providing fair treatment to all stakeholders concerned. The company has set the policy to achieve balanced business operations under changing social and economic environments, based on sufficiency economy principles, and in compliance with good governance practice principles for listed companies.

The Board of Directors has reviewed the corporate governance of the company annually. Developed the principles of good corporate governance in accordance with the rules consistently and make good corporate governance principles (Revision No. 1) to adhere to the guidelines “Principles of Good Corporate Governance for Listed Companies 2012” by the Stock Exchange of Thailand and conforming to ASEAN Corporate Governance Scorecard (ASEAN CG Scorecard) which has been approved by the Board of Directors No.1/2014 on February 25, 2014 and effective from February 25, 2014, to take effect from February 25, 2014 onwards. This contains four parts: corporate governance policies, corporate governance principles, business ethics, and code of conduct for company directors, the management and employees, which can be viewed for more details on the company’s website under the heading “Investor Relations: Corporate Governance”.

The consistent development of good corporate governance principles to comply with the criteria of ASEAN CG Scorecard, which is a more intensive criteria of survey, has resulted in the company receiving an “Very Good CG” score in the annual good corporate governance practices assessment of Thai listed companies for 2016 and the company also received certificate of ESG100 company from Thaipat Institute as one of the top 100 listed companies with outstanding environmental, social and governance (ESG) operation.

Said good corporate governance practice could be largely classified into 5 sections as follows:

Section 1 : The Rights of Shareholders

The Board of Directors appreciates and respects the ownership rights of shareholders. No actions are taken to violate or infringe the rights of shareholders. Neither the interests of shareholders are fairly safeguarded and the exercise of rights by all shareholder groups are supported and promoted, whether domestic or foreign, major shareholders, minority shareholders or institutional shareholders, incorporating both the basic rights of shareholders, and the other rights to determine directions for operations and decisions on matters having a significant impact on the company, as follows:

1.1 Basic rights

Referred to the right for shares transaction, the right to receive equitable profits allocation in term of dividend payment, the right to access company information in sufficient, timely, and equitable manner, the right to attend and cast votes at the shareholders’ meeting, the right to elect individual company director and approve directors’ remuneration, the right to appoint company auditor and approve audit remuneration, and the right to appoint proxy to attend and cast vote on his/her behalf.

1.2 The right to significant information access

Shareholders were entitled to access information on an equitable basis. In that regard, the company facilitated information distribution in both Thai and English languages, via the channels of The Stock Exchange of Thailand and company website (www.snjinter.com), to provide shareholders with additional access channel. Such information included performance results, connected transactions, changes in the funding structure, changes in supervisory control, transactions of significant company assets, and other information essential for decision-making by shareholders.

1.3 The right to attend the shareholders' meeting

The company has a policy to support and facilitate the shareholders, including institutional investors to attend the shareholders' meetings by holding its annual shareholders' meeting regularly each year, within 4 months after completing its accounting year. In order to allow shareholders to participate in monitoring the company's performance, the company set appropriate date, time, place, and method. In case of emergency which the company needs to propose special agenda regarding shareholders' benefit, regulations or related laws which need to be approved by shareholders, the company shall call for an extraordinary shareholders' meeting. For 2016, the company convened the shareholders' general meeting once, without convening any shareholders' extraordinary meeting, according to the following details:

- **Prior to the shareholders' meeting**

In 2016, the Company conducted 37th General Shareholder's Meeting on Tuesday 26 April 2016.

(1) The company provided the shareholders with the opportunity to propose meeting agenda prior to the meeting date for 2016, during the period of November 13 – December 31, 2015, by providing related conditions on company website on November 12, 2015 together with news channel of The Stock Exchange of Thailand. Nevertheless, there were no shareholders proposing any meeting agenda during the said specified period.

(2) Shareholders were notified of the Board of Directors' resolution determining the date of 37th shareholders' meeting 63 days prior to the meeting date, namely on February 23, 2016, through the Stock Exchange of Thailand's website and the company's website so as to enable the shareholders to set aside time for attending the meeting.

(3) The meeting notice together with all relevant documents in both Thai and English were published on the Company website on March 17, 2016, which was 40 days in advance of the meeting date.

(4) The same information was sent to the Thailand Securities Depository Company Limited, the Company's Share Registrar, for forwarding to shareholders in document format on April 4, 2016 or 22 days prior to the meeting date in order to give the shareholders sufficient time to study the meeting documents.

(5) The notice of the meeting were also advertised in daily newspapers for a period of 3 consecutive days, and 9 days prior to the meeting date, namely on April 18 – 20, 2016.

(6) Prior to the meeting date, the Company had provided an opportunity for shareholders who may have queries regarding agenda to send them in advance during period March 17 – April 19, 2016, via company's website. The procedure of sending questions was also mailed together with the notice of shareholder's meeting. In 2016, there were no questions received in advance.

(7) The documents sent out to the shareholders were, the meeting invitation letter providing details on the rationale for each meeting agenda, together with related opinions by The Board of Directors and the documents in support of the voting decision by the shareholders for each meeting agenda. Furthermore, the documents also included the annual report publication, profile of the persons nominated as directors replacing those due to retire upon term completion, definition of independent director, profile of independent directors proposed as proxies by the shareholders, company regulations regarding the shareholders' meeting, the documents and evidences required for the shareholders to present for meeting attendance, meeting regulations, procedures for shareholders to post advance questions prior to the shareholders meeting, meeting procedures, the map of the meeting venue, and the registration form. Other documents were the proxy appointment letter form B for voting in line with the shareholders' decision, or the proxy appointment letter either form A and C which shareholders could download from company website

With this regard, the company published the annual report within 120 days from the end of accounting period (December 31) via company website (March 17, 2016) and sent the annual report to the shareholders by mail (April 4, 2016).

- **On the day of the shareholders' meeting**

(1) The company decided to set the meeting date, time, and venue in such manner being most convenient and not posing problems to the shareholders to attend. For 2016, the company held the shareholders' meeting on Tuesday, April 26, 2016, at 13.00 hours, at The Montien Riverside Hotel, started registration at 11.00 o'clock.

(2) The shareholders were allowed to register by barcode system not less than 2 hours prior to the meeting, and continued until the meeting completion. At the registration desk, the company prepared sufficient personnel to take care of the registration, as well as providing stamp service for proxy appointment forms authorized by the shareholders. Furthermore, the company handed out vote placard and vote-casting ballot to each shareholder.

(3) The Board of Directors placed much emphasis on the shareholders' meeting, by considering as their obligations to always attend the meeting in person unless facing inevitable circumstances or becoming seriously ill.

For the shareholders' meeting for the year 2016, 14 directors from 15 directors (93.33%) attended said meeting, including Chairman of all committees, except for the Chairman of the Corporate Governance Committee due to foreign mission. Furthermore, the meeting was also attended by the Managing Director, the Chief Financial Officer, Executive Directors, as well as the company auditor, so as to provide shareholders with the opportunity to ask questions related to the meeting agenda in progress. In addition, the company also invited representatives from the company's audit office of Dr. Virach & Associates Office Co., Ltd., and Vira Law Office Co., Ltd., to act as meeting observers during vote tallying for each meeting agenda, to ensure that the meeting was conducted in a transparent manner, complying with legal and company articles requirements.

(4) Prior to meeting commencement, the Company Secretary informed the meeting of the meeting quorum, the vote-casting and vote-counting methods for each meeting agenda according to laws and company regulations. In the case where some shareholders joined the meeting after the meeting commencement, the company still allowed said shareholders to cast votes for the remaining agenda not yet considered and voted upon by including them as the meeting quorum

(5) During the meeting, The Chairman proceeded with the meeting agenda in such order earlier set forth in the meeting invitation letter without adding any further agenda or altering any significant information without prior notice to the shareholders, while allowing equal opportunity for all shareholders to present question, comment or suggestion for each meeting agenda.

In that regard, for the shareholders' meeting in 2016, there was 1 shareholder presenting question to the meeting, where by the Managing Director responded in a straightforward manner.

(6) The Company has adopted Barcode system used to sum up votes on each meeting agenda and displayed resolution of the screen in the meeting room and acknowledged by the shareholders simultaneously in order to provide fast and accurate results which being announced promptly after the end of each agenda. The Company has used ballot item on the agenda of appointment of directors and permit the shareholders to elect directors individually. For transparency, the company kept the said ballots at the Bangkok office for checking after finishing the meeting.

- **Subsequent to the shareholders' meeting**

(1) The company disclosed the resolutions adopted by the shareholders' meeting, together with the voting results for each meeting agenda, in both Thai and English, via the news channel of The Stock Exchange of Thailand, and the company website, on the following day.

(2) The company compiled the meeting minutes subsequent to the shareholders' meeting, by incorporating all essential details and summarizing voting results for each meeting agenda, classified as consent, dissent, and abstention votes, together with the record on the discussion and conclusion regarding significant topics. The said minutes was submitted to The Stock Exchange of Thailand and The Securities and Exchange Commission within 14 days subsequent to the meeting, and disseminated on the company website, in both Thai and English, so as to enable the shareholders to review said minutes content without having to wait until the next shareholders' meeting. Also, sent the reports to the Ministry of Commerce within time set forth by law.

(3) The company recorded the meeting on VDO, for further distribution to the shareholders upon request.

(4) After the shareholders' meeting had approved dividend payment, the company shall inform the resolution including dividend payment details via news system of SET and coordinate with the registrar of Thailand Securities Depositories Co., Ltd. to ensure all shareholders receiving payment correctly and completely, including the notice in daily newspapers for a period of 3 consecutive days on from May 10, 2016 to May 12, 2016.

Section 2 : Equitable Treatment of Shareholders

The Company attaches importance and ensures that all shareholders are treated equally and fairly either they are major shareholders, minority shareholders, overseas shareholder or institute investors as following :

2.1 The shareholders' meeting

(1) The company provided the minority shareholders with the opportunity to nominate candidates as directors prior to holding the shareholders' meeting in 2017, during the period of December 1 - 31, 2016. For such purpose, the company compiled the nomination conditions and disseminated them on the company website, as well as notifying the shareholders via the news channel of The Stock Exchange of Thailand. Nevertheless, there was no shareholder nominating any candidate for consideration as company directors.

(2) The allocation of votes in the meeting was based on the number of shares being held by each shareholder, with 1 vote representing 1 share with no shareholding any special privilege in restricting the right of other shareholders.

(3) In case of foreign nationality shareholders, an English version of the meeting notice, supporting documents and meeting minutes were sent out along with the Thai version. These were also available on our web site www.snjinter.com in both languages 30 days prior to the meeting date.

(4) In the case where shareholders could not attend the meeting in person, the company provided opportunity to shareholders to assign any person or independent director of the company as their proxy to attend the meeting and exercise the rights on their behalf. The company provides information concerning all 4 members of Audit Committee by informing name, age and address attaching to the letter of invitations in addition to identifying the documents, evidences and instructions on procedure of the assignment of proxy to all shareholders in order that they can arrange appropriately and do not have any problem for the attendance of proxy.

In the 37th Annual General Meeting of Shareholder held on Tuesday, April 26, 2016, 9 shareholders who possesses 17,688,973 shares assigned the proxy to member of the Audit Committee who was the independent director of the company and delegated their vote to him.

(5) The exercise of vote must be done openly and ballot box must be prepared for each and every agenda. The counting of vote is done on the no consent votes and/or abstaining only. These numbers will be deducted from the total votes presenting in the meeting, the remaining numbers will be regarded as consent votes. The company implemented the barcode system to count the votes and display on screens available in the meeting room immediately for the transparency and check.

2.2 Supervision over inside information

The company has the policy safeguarding against inside information abuse, in writing in the business ethics manual, and the code of conduct for company directors, the management and employees, not allowing company directors, the management, and employees, to exploit the information or assets belonging to the company, or accorded own position, in such manner seeking unjust gains for own self or for others. In relation to this, the company handed out relevant manuals to company directors, the management, and the employees, to serve as guidelines for their business operations and assignments, while also disseminating those information on company website.

Furthermore, the company also incorporated above information into company regulations, together with the penalty provision. During 2016, the directors, the management, and the employees strictly followed those company policies on a consistent basis. The company did not encounter the case where its directors and the management traded their securities by using inside information.

2.3 Supervision over the transaction of company securities

(1) The company clearly specified conditions regarding the transaction of company securities in its business ethics, by forbidding the directors, the management, and the employees working in those departments accessible to inside information, to engage in the transaction of company securities, during the period of 1 month before the disclosure of such information to the public. The company distributed said instructions in circular to all concerned parties each quarter.

In 2016, all the company directors and management members strictly followed accordingly, without engaging in such transactions during said period.

(2) The company informed the company directors and the management to acknowledge of duty to report their first securities holding, together with any subsequent change in securities holding, to The Securities and Exchange Commission, in accordance with article 59 of The Securities and Exchange Act B.E. 2535. Furthermore, the company provided for the report on securities holding by the directors and their spouses, as a regular item in the Board of Directors' meeting

(3) The company has set a policy for directors and top management to inform of the company's securities trading to the company secretary at least 1 working day prior to trading. In 2016, the directors and the management have strictly followed the above policy by informing to the company secretary 3 days prior to trading.

2.4 Treatment of conflict of interests

The company treated the issue of conflict of interests with caution and reason, with the company's interests in mind, by laying down operations systems in a transparent manner, deemed as one major policy regarding good governance practice and business ethics for the company. The company supervised the implementation of connected transactions so as to comply with the announcement by the Capital Market Supervisory Board. Before implementing each connected transaction requiring prior approval from the Board of Directors, the item was first proposed to the Audit Committee for endorsement prior to submitting to the Board of Directors for further approval. The directors with possible conflict of interests were not allowed to take part in the meeting. Afterwards, the company informed said meeting resolution to the shareholders via the news channel of the SET together with the company website. The information included the disclosure of names and relationship of connected parties, pricing policy, transaction value, and other related details, as well as the opinions of the Board of Directors pertaining to such transactions.

Furthermore, the company held the Board of Directors' meeting subsequent to the shareholders' meeting each year, to decide on the approval criteria for business transactions under normal business term, conducted between the company and the directors, management members, or connected persons every year.

2.5 Supervision over assets transaction

The company supervised assets transaction in accordance with the announcement by the Capital Market Supervisory Board regarding the acquisition and disposal of assets, whereby directors with possible conflict of interests were not allowed to participate, so as to facilitate fairness and transparency.

Section 3 : Consideration of The Roles of Stakeholders

Based on its recognition of the rights of stakeholders, The Board of Directors duly laid down relevant policies and guidelines in the company's business ethics manual, and distributed them to the directors, management members and the employees, to be followed as practice guidelines, to ensure that all stakeholders receive fair and equitable treatment.

3.1 Shareholders

The company duly respected the basic rights accorded the shareholders in accordance with the laws, regulations, and business ethics of the company. At the same time, the company had proper mechanism in place to ensure that the shareholders receive accurate and reliable information, having proper measures safeguarding against conflict of interests, and against the exploitation of inside information for personal gain. Furthermore, the company also aimed to generate justifiable return for the shareholders, by laying down appropriate dividend payment policy on a consistent basis.

In year 2016, the company paid the dividend from the result of business performance of year 2015 at rate of 1.00 Baht per share. The total dividend was equal to 63.14% of net profit of the separate financial statements by setting the date of payment on 25 May 2016. We have paid the dividend to shareholders for 37 years consecutively and this is accounted as real long-term wealth for all shareholders. Each and every shareholder is invited to attend the Annual General Meeting of Shareholders of Year 2015 and has right of vote for each and every important agenda item as well as receive the important information through various medias, e.g. pamphlet and e-information. Besides, the company also reports the business performance at every quarter and disclose the transactions done with related persons in the same condition as that done with external persons for their awareness via the news system of the Stock Exchange of Thailand and the company's website.

3.2 Employees

In the company's recognition of employees as its valuable human resources are significant in leading the organization toward success. The Board of Directors, therefore, set the company's policy to devote its best efforts to develop and upgrade the employees' potentials on a consistent basis. At the same time, the company sought to provide job security and opportunities to all employees based on their own potentials, as well as encouraging the employees to participate in business development. At the same time, the company laid down its remuneration policy toward the employees by providing the employees with fair and reasonable remuneration commensurate with the capability, responsibility, and performance results for each employee, which is in line with the compensation of the same industry. (See details under the heading "Management Structure" on employees).

The company provide benefits to promote quality of life and well-being, such as provident fund, retirement benefits to employees, nursing room, annual health check, product purchase welfare rates, uniform, housing loan, etc, and also has established welfare committees the opportunity to engage employees in welfare administration. As well as promoting the preparation of activities to engage employees such as "Pheun Chuay Pheun Project", "Dharma Sa-buy Jai Project", New year activity, etc.

At the same time, the company is also taking into consideration the safety of life, health and property of employees defined as occupational health and safety policy (Can be read more detail in "Sustainable Development Report 2016 : Good people") as well as laid down the committee and the security agencies to take care of these jobs, including in particular follow-up and continuous operation as well as the label shows the statistics of accidents of work by the company. In 2016, there various safety training courses such as "safety work for new employees, team leader and a new executive", forklift training/electric forklift ", "Working with hazardous chemicals safely", "basic and advanced fire fighting", "first aid" as well as conscious awareness for employee safety by monitoring plan to assess the area and search for operational risk. Provide security awareness projects such as safety week activities project, 100% wearing a safety helmet project establishment safety project and safety assessment, etc.

The company has targeted for occupational health and safety for year 2016 and prepared the operating plan to achieve target by each departments as follows:

1. Accident leave not over 3 days for accumulated 366 days.
2. Sick leave from work 0 day.

According to accident statistics from work in years 2016, workers have been injured and leave for 1 days 1 cases.

Remark : More details in "Sustainable Development Report 2016, topics; Good People"

3.3 Customer

The Board of Directors recognizes that the customer satisfaction and confidence is success of the company for sustainable company policy and guideline to consistent with the integrity and do not take any action to be a violation the rights of the customer. The company focuses on the service provider that impressed by creating the satisfaction in the products and services to customers by offering a quality product in a reasonable price to allow the customer to get the most out of both quality and price. The company also operates its business with a commitment to develop products and services with new innovations to add value and services to products for meet the needs of customers, along with providing the information is necessary to decisions without obscuring or misrepresentation of facts, in addition the production and services must be safe for consumers and environment friendly as well as maintain the commercial confidentiality of the customer not used as benefits for their own or related person, together with duty of care and fair treat for any customer complaints. Consumers shall make a complaint through various channels; we have customer service team to serve information and to get consumer complaint through various channels: Telephone Number (02)676-2727 Fax (02)676-2726 or E-Mail : sjoffice@snjinter.com.

The customer satisfaction assessment for the year 2014 - 2016

	2016	2015	2014
Local Customers	86%	83%	84%
Overseas Customers	82%	83%	80%

According to the said policy, in the year 2016, therefore the Company received The Danai's Appreciation awarded from Better Way (Thailand) Co., LTD. represented that we are a good business partner and commit to practice under the guidelines to all customers in both domestic and foreign countries for business sustainable growth.

3.4 Competitors

The Board of Directors to prioritize for the competition in good faith, within the framework of the law strictly we assign the policy to conduct business under fair commercial competition, We considered competitors take part in empowering your organization's stability and even stronger, Throughout the period of the past, we never had any disputes with competitors.

3.5 Business Partners

The company has its policy of doing business with partners, transparency, fairness under commercial terms and conditions, also prioritize for sharing and learning with business partners with the purpose of improving the quality of products / services and reduce the cost of production. In addition, the Company has the procurement process according to the Quality Management System ISO 9001: 2008, selection of legal partners for the supply chain (Value Chain), standard for safety and occupational health, environmentally friendly. In addition, the company has established a procurement practice as a guideline to deal with business partner efficiently and fairly in accordance with good corporate governance principles.

In 2016, there is no event that the company do not abide any contract with business partner.

3.6 Creditors

The company's policy of treating all creditors is equally and fairly by complying with the contract or the terms strictly creditors to disclose financial position correctly, on time, and in the case that cannot abide by any one institution that let the creditor know in advance in order to jointly find solutions and prevent damage.

Creditors, shall make the billing on the 1st to the 6th of each month and the company shall make the payment every 25th of each month via bank transfer as Media Clearing for their convenient.

In 2016, the Company paid to the creditors under the agreed term on time. The company has been carried out its bussiness adhered to competition with trust worthy and fairness comply with the law.

3.7 Community and Society

The Board of Directors is aware of the responsibility toward the community and the society as defined its policies to creat awareness of responsibility to the community and society within the company, and employees at all levels as well as support activities beneficial to the community and society as a whole.

The company has appointed Corporate Social Responsibility Committee, also set the corporate social responsibility policies and practices in the different activities, such as to reduce or avoid using prohibited chemicals in using renewable natural extract, which is good for consumer, the project Ton-Kla Tha-yat Dhama, helping disadvantaged, elderly, reforestation, animals conservation, disaster restoration, etc., based on the principles of duty of care or promote environment of community in order to be happiness in cohabitation create together happily, create awareness of sustainability to self-reliance, and recognize helping to each other.

The company has the commitment as the above said continuously, result in year 2016, the company received awards from organizations as follows:

- The award of "Sustainability sustainable Equity Investment or 2016 Thailand" from the Stock Exchange of Thailand, listed company with good corporate governance, social responsibility and the environment, for 2 consecutive years.
- The award of "FDA Quality Awards" from the Offices of the Food and Drug Administration, as promote establishments that produce quality products and conduct its business with integrity and social responsibility, for 3 consecutive years.

Remark More details in the " Sustainable Development Report 2016, topic; Good Society."

3.8 Environment.

The Board of Directors are aware of the responsibility for the environment as a policy of the mission in corporate governance and business ethics. The company are aware for the impact on the natural resources and the environment.

The company has appointed a working group on environmental and conservation of energy in order to work in accordance with the laws and systems for environmental standards ISO 14001:2004: along with policy and planning environmental projects to reduce the negative impact that sources since in the process including waste disposal based on the 3R basis; reduce, reuse, recycle as well as supporting and rehabilitation in emergency situations.

The company also has environmental awareness, such as to measurement air quality, lighting, sound, and water waste within the company by proactive projects such as energy saving project to reduce CO2 emissions, and indirect projects such as water quality improvement after treatment for reuse, the production process improvement in order to reduce unessential energy consumption, etc. All of this performance and measurement of environmental quality and safety will be systematically kept and has been monitoring compliance with Safety and Quality Department regularly.

In addition, the company has provided complaint channel for the community if it has been affected due to the company's business operations, which in the past year, the company has not received any complaint about the impact of the operation in regard to environmental.

Remark More details, in the “ Sustainable Development Report 2016, topics; Environment.”

3.9 Effective Resource Utilization.

The Committee recognizes the value of the resources utilization effectively coupled with business operations. The company has appointed a working group for environmental and energy saving in accordance with the policies and work practices in conformity with environmental standards (ISO 14001:2004), which is one of the established practice as “promote the use of resources in the production process economically and efficiently.” The company has trained and encouraged awareness campaign consistency on energy saving regarding approach to resource usage and worthwhile in all activities of the organization and coverage of usage in electrical energy, water, paper and other consumables.

The company has implemented an energy conservation measures in various aspects, such as the waste water through treatment and filter for reuse up to 80%, reduction of the pressure in the pipe water sent from 2.4 Bar to 1.8 Bar, resulting in reduce of water consumption and costs of convey water from the condensation coil in Ventilation system to use for Water Vacuum Pump system CMX4, etc.

Remark More details in the “ Sustainable Development Report 2016, topics: Environment.”

3.10 Environmental employees training.

The board of directors encourage the employees to realize the importance of the environment. The Company provides dissemination environment to employees through computer system, the Information board and publicity through the sound cable, Activities about the nature and environment conservation, as well as encouraging employees to increase their knowledge training in environmental matters continuously.

In 2016, company provide training in regard to environment in terms of energy conservation, the environmental management system ISO14001 and reducing energy consumption.

Remark More details in the “ Sustainable Development Report 2016, topics; Good People.”

3.11 Supporting and Participation in Community Development.

The company gives priority to social responsibility and environment, in addition to conducting business without creating a negative impact on society and the environment together with engagement of social assistance and sustainable growth which the company has been carried on the said activities continuously as follows:



In 2016, the company has carried out various activities to ongoing community development as follows:

- Dharma for Youth Development project” This project provided moral and ethics camp” to the youth in schools around the community, so that the youth were learning their self control, good conduct and promote gratefulness to benefactor and sacrifice to the public
- Look Good Feel Better Project is a project that the company held 8 consecutive years in activities for mental retreat for cancer patients by volunteers, who are the employees of the company, in various activities such as makeup, headdressing and activities for creating happiness.
- Public Health Project, the company has cooperated with the Government for medical check the elderly people and children in the community since 2014.
- Science room prototype project is focusing on developing projects to promote and upgrade the standards for progress in teaching science to achieve the target.
- Open the world of learning to balance the environment project, the company gives an opportunity for environmental learning with people in the community through the project, the Waste Bank, in order to recognize the importance in environmental conservation in community through the process and study tour, and also various projects since 2014.

Remark: More details in “ Sustainable Development Report 2016, topics; Community Development Participation”

3.12 Policies and practices for No human rights violations.

The Board of Directors give priority to the fundamental rights of humanity and conduct its business in compliance with laws and principles of human right, without all discrimination in sex, religion, political rights or other matters, such as disability employment to encourage persons with disabilities to work, including the company's policy not to violate human rights.

The company has prepared its the human rights policy and disseminated by the training its employees. This is to ensure all departments perform according to the principles of human rights laws and regulations for employees, and International Standards for Basic Human Rights, also complied with a Thai labor standard system, TLS.8001:2010 which the company has been certified the complete system since year 2010 from the Department of Labour, from May 20, 2015 to May 19, 2015. Over a period of time, the company has never been any record or court case about violation of human rights.

Remark : More details in “ Sustainable Development Report 2016, topics; Good People.”

3.13 Policies and practices of non-infringement of intellectual property or copyright.

The company adheres to its policy on business operations not related to violate intellectual property has been imitate or take other people's intellectual property to use in the business without permission. The company developed a product and services with new innovation consistency. The research and development team more than 150 people provide various innovation to the business by awareness of the corporate social responsibility and the environment proactively. Therefore, the company has been patented to be protected its creativity work.

In addition, the company also encourages employees to continuous innovation in both product and production through Small Group Activity Projects or suggestion system as a mechanism to provide innovation and received various awards in innovative projects competition in the Saha Group every year and being awarded annually.

In the year 2016, the company is not associated with abuse of copyright and/or other intellectual property.

3.14 Policies and practices for Anti-Corruption and Bribery

The Board of Director has specified its Anti-Corruption policy together with practices for Anti-Corruption for Directors, Executives and Employees. The key focus of such policies is to prevent and Anti-Corruption in all forms whether directly or indirectly. The company shall not participate in any bribery or corruption to government officer both public and private sectors for any advantage in competitiveness. In addition, the company had specified the practice guidelines for activities with potential risk to corruption as explicit rules of guidelines for carry out its business and reduce the risk of corruption in 6 rule of practices as follows:

- Rule of practices for political support
- Rule of practice for donation and public interest
- Rule of practice for give or obtain gift and entertainment
- Rule of practice for give and obtain supporting fund
- Rule of practices for business operation in sales and marketing
- Rule of practices for business operation in purchase and procurement

The Anti-Corruption policy and the rules of practices were compiled as “Documents of Anti-Corruption” to provide to the board of director, executives and as departments in the organization as compliance guidelines in regard to corruption. In addition, there has been published via the company’s website (www.snjinter.com) under the Investor Relations: Corporate Governance: Documents of Anti-Corruption.

In 2016, the Company applied for membership of the Collective Action against Corruption (“CAC”). The Audit Committee was responsible for reviewing the self-assessment for Anti-Corruption. On October 14, 2016 the Company’s was certified as a member of CAC by the CAC Committee.

In addition, the Company was certified level 4 in the sustainability development assessment of listed companies in terms of Anti-Corruption from Thaipat Institute that reflects adequacy of implementation of Anti-Corruption of the company which was reviewed by the Audit Committee.



Anti-Corruption Risk Assessment

Regarding Anti-Corruption Risk Assessment, the company had assessed all department which contacted the Government Sectors and found that 9 departments may create corruption risks, such as Engineering, Accounting and Finance, Purchase and Procurement, etc. and identified the cause and possible corruption risk to specify the risk factor within the organization as well as prepared the practice guidelines and rules for control such risks.

According to Corruption Risk Assessment, found that the Company has effective risk prevention, such as whistleblowing, controlling and monitoring, therefore such possible risks were in low level. Although the assessment reflects the company has its anti-corruption rule of guidelines, such as gifting, entertainment, internal control, human resource management and purchase and procurement. By the way, the Company had arranged the additional rule of guidelines for political support, donation and public interest, give and obtain supporting fund. However, the Management and employees have been complied with the rules and practices as the Corporate culture with practical strictly. Currently, the company has compiled the said rules of practices as “documents for Anti-Corruption” together with communicate throughout the entire organization via internal communication channels and to public via the companies website under Corporate Governance.

Implementation and adoption of Anti-corruption Policy

- Disseminate the Anti-Corruption Policy and the Anti-Corruption documents via the Company’s website and sent them to the board of director, executive and all departments of company.
- Communicate Anti-Corruption Policy and Rules of practices within organization through broadcasting 2 times a day, Information Board to disseminated through internal communication channel and Posters in office where outsiders can also see and promote the Anti-Corruption policy and whistleblowing in Employee Manual, pamphlet both internal and external for new employee for awareness of company’s intention.
- Encourage and support its subsidiaries to implement Anti-Corruption policy and documents by communicating to director of subsidiaries for adoption and implementation.
- Encourage and Support directors, executives and employees to attend trainings and seminars for Anti-Corruption both internal and external as follows:
 1. Executive Briefing 1/2016 National Conference on Collective Action against Corruption (CAC).
(Attendants were Head of Internal Audit and Company Secretary.)
 2. Executive Briefing 2/2016: Experiences Sharing of CAC Certification Process.
(Attendants were Head of Internal Audit and Company Secretary.)
 3. The training “SJI Anti-Corruption Cooperation” for managers and supervisors, which had invited external competent speakers by training at Bangkok office and Sriracha.
 4. Orientation for new employees, which have content included policies and practice guidelines for Anti-Corruption to cultivate the consciousness from the start.
- Communicate Anti-Corruption Policy to customers, business partner to notify by letter as well as request for cooperation in whistleblowing. In addition, the company has prepared the memorandum commitment by representative of the company for Anti-Corruption to provide customers and business partners for awareness.
- Issue the notification letter to inform for refrain from accepting gift or new year gift term suppliers every year.

Whistleblowing

The company encourages its employees and stakeholders to participate in monitoring for compliance with laws, regulations, rules related to corporate governance principle business ethics together with report or complain on breach of laws, ethics or malpractice that may involve corruption. Measures for whistleblower protection are also put in place so as to keep reported information with confidential and will be acknowledged only be relevant parties to provide whistleblowers with full confidence and protection.

The company provides a channel for all stakeholder groups to report or complaint that may cause damage to the Company not only action against related laws, regulations and business ethics or corruption and bribery or suspected actions that may involve the accuracy of financial statement, weakness of internal control but also law and business ethics violation or any issues that may violate stakeholders' right or corruption. They could directly communicate through the channel, as follow:

List of Working group on complains	Telephone number	E-mail address
Mrs.Patchara Pongwichan	(02) 676-2727 Ext. 2208	sjicac@snjinter.com
Mr.Sumit Khopaiboon	(02) 676-2727 Ext. 2812	
Mrs.Worawan Tantrasadetee	(038) 480-086-89 Ext. 1115	

Or send a registered mail to President of the Audit Committee or President of the Corporate Governance Committee or Assistant Manager of Human and Resource Department of Head of Internal Audit or Company or Secretary or Compliant Working Group at the following address:

S & J International Enterprises Public Company Limited

2 Naradhiwas Rajanagarindra Road, Tungwatdon, Sathorn, Bangkok, 10120

In regards to whistleblowing and complaints, Secretary of the Corporate Governance Committee will be compiled and presented to the complaint working group. The Company shall keep the relevant information as confidential and the safety for the complainant, unless the case to reveal according to the law. The complaints will be considered by the working group and propose their opinion to the Director of Human Resources Department to propose to the Board of Directors.

The company has specified whistleblowing process and protection of whistleblowers and those complainant as well as penalty and reporting in Documents of Anti-Corruption. In 2016, the company received neither complaint nor detected corruption by insider and outsider.

Monitoring, Reviewing and Assessment

The company has a process to review, monitoring and assessment of the risks of corruption, as well as preventing risks plan.. The Corporate Governance Committee shall be responsible for is the risk assessment in corruption and coordination with internal audit for auditing and propose to the Audit Committee Meeting to review the internal control and follow-up internal audit. In the case of fraud, the internal audit shall report directly to the Audit Committee and the Audit Committee shall report to the Board of Directors, respectively.

3.15 Communication Channel

All stakeholders can direct their recommendations and all complaints to company via the following channel

Channel	Telephone number	E-mail address
Corporate Secretary	(02) 676-2727 Ext. 2812	Sumit_k@snjinter.com
Investor Relations	(02) 676-2727 Ext. 2508	sjj_sec@snjinter.com
Human Resources Department	(02) 676-2727 Ext. 2208	Patchara_p@snjinter.com

The mailing address is S & J International Enterprises Public Company Limited at 2 Naradhiwas Rajanagarindra Road, Tungwatdon, Sathorn, Bangkok, 10120

The Corporate Secretary is responsible for sending documents directly to the Board and then forwarding them to relevant committees or directors. Issues and recommendations will be summarized and submitted to the Board on a quarterly basis. In 2016, the company received neither complaint nor involved recommendations from stakeholders.

Section 4 : Information Disclosure and Transparency

The Board of Directors duly recognized the importance of disclosing significant company information relating to both financial and non-financial topics, which was regarded as one of the company's policies regarding good corporate governance. The company ensured that the shareholders and investors receive such information, in accurate, and equitable manner, through such channels as, the annual report, annual information disclosure form 56-1, news distribution channel of The Stock Exchange of Thailand, and The Stock and Exchange Commission, as well as the company website, in both Thai and English (www.snjinter.com), with those information being regularly updated.

During 2016, the company facilitated information disclosure in accordance with the requirements of The Stock Exchange of Thailand and The Stock and Exchange Commission, as well as disclosing other significant information, in display of transparency toward its business operations as follows:

4.1 Corporate governance : The company prescribed and disclosed its corporate governance policies, corporate governance principles, business ethics, code of conduct for company directors, the management, and employees, Anti-Corruption Policy and guideline of anti-corruption. Also provided information board.

In 2016, the company has reported compliance with corporate governance policy. This is consistent with good corporate governance principles for listed companies on the Stock Exchange of Thailand by publishing through the Annual Report Form (56-1), Annual Reports (56-2) and the Company's website.

4.2 Social and environmental management policy : The company incorporated these topics under mission and the policies on corporate governance and business ethics with regard to the society and environments, more detail in "Sustainable Development Report 2016".

4.3 Risk management policy : The company has set up Risk Management Committee to supervise risk management of the organization in a systematic and effective manner, and cover all areas appropriately, as well as assign risk management policies, according to the details under the heading "Risk Factors".

4.4 Shareholding structure : The company disclosed the names of the top 10 shareholders at the time of closing shares registration book for the shareholders' meeting under the heading "Property and Shareholders Information".

4.5 The Board of Directors' responsibility report toward financial statements : The Board of Directors recognized the importance of compiling financial statements in such manner deemed accurate and reliable, accompanied by preparing in accordance with accounting standards, to serve as references for decision-making by the investors, by displaying said report together with the certified public accountant's report in the Annual Report. Furthermore, the 2016 financial statements from the company were certified by external auditor with unqualified opinion and submitted to the Securities and Exchange Commission and the Stock Exchange of Thailand within the required, timeframe and was never subject to any instruction to revise its financial statements.

4.6 Duty performances by the Board of Directors and various committees : The company disclosed the details on the roles and authority of the Board of Directors and other committees, the number of meetings held, the number of meeting attendance by each director during the past year, details under the heading "Management structure", and "Corporate Governance" on various committees.

4.7 Shareholding by the directors and the management : The company annually disclosed shareholding and changes of the company's shareholding of the directors and the management both directly and indirectly in the annual report. Details are under the heading "Personal information of company directors and management members" on report on changes in securities holding by company directors and management members, and "Corporate Governance".

4.8 The remuneration for the directors and the management : The company disclosed the policy regarding the remuneration for directors and the management, the nature and number of remuneration accorded the directors for The Board of Directors and other committees are individual, under the heading "Management structure", on the remuneration for the directors and management members.

4.9 The policy to report possible conflict of interests by the directors : The Board of Directors laid down the policy requiring company director and management member to report to the company each time possible conflict of interests arose by either themselves or connected persons, within 3 month of that event causing an appointment or change. Regarding this, the company secretary was required to submit related report to the Chairman and the Audit Committee Chairperson within 7 days after the company learned of such event. During 2016, the company' directors and management members strictly followed the said policy, by not taking part in such meeting agenda having possible conflict of interests. Moreover, the company facilitated information disclosure pertaining to any conflict of interests by company director or management member, via the letter informing the meeting's resolution to the news system of The Stock Exchange of Thailand.

4.10 Development for the directors and the management : The company disclosed the development and training of directors and the management. Details are under the heading "Personal information of company directors and management members" and "Corporate governance" on compliance with good corporate governance principles in other matters (Section 5 : Responsibilities of The Board of Directors, no. 5.7).

4.11 Related party transaction : The Board of Directors laid down the policy for the company to comply with the regulations of the Capital Market Supervisory Board. In the case of important relating transaction; although the approved amount of money is under the executive director supervising the division, the company shall present to the Executive Board for consideration and/or approval depending on the case. After that, the company will bring the significant volume transaction to The Audit Committee's meeting and The Board of Directors' meeting for consideration respectively, so The Audit Committee can comment in case there are different opinions, and the directors and the management can acknowledge the details before the company informs the Stock Exchange of Thailand. Details are under the heading "Related Party Transaction".

4.12 Quarterly Performance Report : In the case of net profit according to the last financial statement changing from the financial statements in the same period of the last year exceed 20 percent, the company has revealed the explanation of the operation's results for the quarter on the website of the Stock Exchange of Thailand and the company website.

In 2016, the company disclosed the quarterly performance report for 4 times.

4.13 Management and operation of the company : The company has its tax policy with a strong tax management in order to protect the reputation and image of the company in a tax-related issues, including promoting the maximum added value to shareholders. Tax policy gets approval from senior management, according to the code of ethics in the company's business operations.

Tax policy of the company

Tax policy adheres to principles of integrity, transparency, by providing accurate, timely taxation according to law, to build credibility for the company by conducting a performance tax, legal and tax benefits to achieve optimum performance under the terms of the law, including compliance with legal regulations on financial disclosure and the tax authorities or related organizations including the public. This is consistent with the business strategy to provide maximum benefit to shareholders, and maintain good relations with government officials and customers.

Tax policy compliance

The company had a tax compliance and tax news and new laws closely, including the review process by senior executives, internal auditors regularly according to the annual internal audit plans to follow up the operation consistency, including a review of the external auditor in order to be compliance with tax effectively, transparency and legality.

In addition, the company has defined Rule of practices for donation and public Interest, Rule of practices for give or obtain gift and entertainment, Rule of practices for political support, Rule of practices for Business Operation in Sales and Marketing and Rule of practices for Business Operation in Procurement in accordance with the guidelines of the relevant law, including laws, taxation. All processes are approved by the company's management and has carefully considered under the tax laws.

4.14 Whistleblowing Policy : The Board of Directors gives employees and stakeholders an opportunity to give information or file a complaint on a matter which could constitute a violation of the law, dishonest or wrongful act of an employee, including irregular behavior which could cause a problem or loss to the company. The company also receives complaints on cases where the rights of an employee or stakeholder has been infringed or where they have been treated unfairly. Suitable channels and procedures have been provided by the company via channels and process in this regard.

4.15 The relationship with investors : The company earlier set up Investor Relation to serve as the center in communicating and distributing significant information useful to the investors and other parties concerned. Interested person could view the company's latest developments via the company website, under the heading "Investor Relations", and the news system of The Stock Exchange of Thailand. Interested person could contact said and Investor Relation represented by

Mr.Varith Tritrapun
Investor Relation
Tel. (662) 676-2727 ext 2508
E-mail : sji_sec@snjinter.com

or Mr.Sumit Khopaiboon
Company Secretary
Tel. (662) 676-2727 ext 2812
E-mail : sumit_k@snjinter.com

In 2016, the company and the Saha Group together with the SET hold “investors, analysts meet Saha Group” 8th at 20th Saha Group Fair at Queen Sirikit National Convention Center to enclose investors, analysts and the media met with the Board and management closely. Managing Director provided the information about the business, operations, industry, economic outlook and key developments including answers and question. The company prepared book summarizes the history and key operational results distributed to investors, analysts and media at the event as well as all of them have visited product and innovative of companies in the group that was on display at the 20th Saha Group Fair. An opportunity to purchase product at special price which has been received very well with attendance increasing every year. This caused investors, analysts and the media learned an overview of the business of the Saha Group, and more published through the Stock Exchange and the company’s website (www.snjinter.com).



Section 5 : Responsibilities of The Board of Directors

The Board of Directors had important responsibility in setting the direction for the company's business operations, following up on the work results by its management members, and being responsible for their duties to contribute to the best interests of the shareholders and the company.

5.1 Structure of The Board of Directors

1. Composition of The Board of Directors

The Board of Directors comprised	15	directors,	classified into:
- Non-executive directors	4	persons	
- Executive directors	5	persons	
- Independent directors	6	persons	

The Board of Directors consist of qualified directors with knowledge, proficiency, and various experiences in accounting, finance, management, marketing, laws and science, as well as no gender discrimination. There are 10 Non-executive directors of whom 6 are Independent directors or equal to 40.00 % of the total number of the Board. And among 6 Independent Directors, 4 of them are members of the Audit Committee. The Chairman shall not be the same person who is taking an office of Managing Director.

All directors have a determination to perform their duty as trusted by the Board of Directors and shareholders. They are all independent in expressing their idea, considering and approving any issue by regarding the optimum benefit to the company.

2. Independent director's qualifications

Every member of the company's independent directors is fully qualified to serve as an independent director under the rules set by the company. Independent directors who are women are accounted for 2 persons or 33.33 percent of all independent directors. None of independent directors take a position as director in more than 5 listed companies.

Nevertheless, the company has 2 independent directors appointed as the company's director for more than 9 years because he has good performance record so far, and is still deemed to be fully qualified to further serve as independent director, while duly processing such sound knowledge, professional expertise, and work experiences, beneficial to the company's business operations.

3. Directors selection process

The Board of Directors appointed the Nominating Committee, to supervise the director selection process to be carried out in a transparent manner (See the details under the heading "Corporate Governance", on the selection and appointment of the directors and chief executive officer).

4. Directorship term for independent directors

The Board of Directors were elected by the shareholders' meeting, with directorship term complying with company regulations, while being eligible for re-election after term completion. At present, the company's policy does not limit the number of years on the tenure of independent directors since the company's independent directors continue to perform their duties with independence and without private interests that may conflict with the interests of the company, as well as make decisions by taking into account the best interests of the company. They are also independent from the management and major shareholders of the company even though 2 independent director would serve such term for more than years.

5. The number of companies served by each director

The company disclosed the information regarding the holding of directorship by each company director in other companies in the heading “Personal information of company directors and management members”. At present, none of the company’s directors serve as director in more than 5 listed companies.

The Board of Directors has not specified the number of listed companies that each director hold directorship for not more than 5 places, since the Board of Directors believed that each director’s business expertise and capabilities should not be restricted by the number of companies said director served, as long as he/she proved to be capable and devoted enough to carry out own assignments in fulfilling the expectations by the Board of Directors and shareholders.

In addition, the Board of Directors assigned a policy to appoint the Managing Director as directors in its subsidiaries and associates, so as to facilitate smooth and consistent operations management for these companies.

6. The separation of the positions of Chairman from the Chief Executive Officer

Directors and the Chief Executive Officer, the company therefore specified the Chairman of the Board of Directors and the Managing Director to be different persons, so as to clearly separate the supervision and management authority for the company, and contributing to proper authority balance in company management within the company. In relation to this, the company has set up The Board of Directors Charter, setting the authority and duty scope for each committee and the Managing Director.

Furthermore, despite the Chairman of The Board of Directors not being an independent director, nevertheless, both of them duly carried out their assignments in an independent manner, and providing opportunities to all directors to act freely in expressing their own opinions and suggestions contributing to the best interests of the organization.

7. Company Secretary

The Board of Directors resolved to appoint Mr.Sumit Khopaiboon, Account and Finance Section Manager, as the Company Secretary, having the duties and responsibilities as specified by the company. (See the details under the heading “Management structure” on Company Secretary.)

5.2 Sub-committees

The Board of Directors appointed sub-committees comprising of competent and experienced members to supervise over each particular aspect of company operations, and clearly laid down the authority and responsibility scope for each committee per the charter for said committee. (Additional details are under the heading “Corporate Governance” on sub-committees and “Management structure” on the Board of Directors)

Although the Nominating Committee and the Remuneration Committee are not Independent Directors, all of them are directors with knowledge and experience who served the positions for a long period of time. They have performed their duties with responsibility and honesty, while never voted when they are stakeholders. On the other hand, the Corporate Governance Committee have the Chairman as independent directors.

Furthermore, the directors and senior executives of the company have never been employees or partners of external audit firm that serviced the audit to the company in the past 2 years.

5.3 The roles, authority, and responsibility scope of The Board of Directors

1. Leadership and vision

The Board of Directors consist of members who had extensive capabilities and experiences beneficial to company management, together with leadership and independent decision-making qualities, necessary to supervise company operations in such manner best contributing to the objectives and goals of the company and shareholders. The Board of Directors were obliged to assign the vision and mission of the company, with yearly revision, in which in 2016, The Board of Directors' meeting had considered and reviewed that vision and mission were still appropriate with current business engagement. Moreover, The Board of Directors also approved strategy, target, plan, and annual budget of the company proposed by the management. At the same time, they were required to ensure that there were adequate mechanisms in supervising, monitoring the implementation of the company's strategies, and evaluating performances by the management, so as to meet the targets contributing to further value and wealth for both shareholders and the company, while properly safeguarding the interests of all stakeholders concerned.

2. Good corporate governance

In due recognition of the importance of good corporate governance practice, the Board of Directors therefore laid down good corporate governance policy in writing, consisting of 4 parts of information which are corporate governance policies, corporate governance principles, business ethics, and code of conduct of the company's directors, the management and employees. The good corporate governance principles were prepared in three languages : Thai, English, and Japanese. There was evaluation of compliance and review of good corporate governance principles annually, and revealed through the company website. The manual was distributed to directors, the management, and employees, which required that all of them comply with such manual strictly. The ethics and code of conducts also being presented to the management and employees in animated cartoon for easy understanding.

The Board of Directors followed the measures of good corporate governance to strengthen its management and business engagement transparency, and those who do not comply with such measures will be appropriately punished and might be prosecuted in the case of law violation. If the employees are in doubt and cannot comply or make decision, they shall consult with sequence supervisor. In the case of dispute, the judgment from the Managing Directors, the Executive Board and the Board of Directors will be considered as final order. (See full details of corporate governance policies, business ethics, and code of conduct for company directors, the management and employees on the company website).

3. The policy regarding possible conflict of interests

The Board has a clear guideline for consideration to eliminate conflicts of interest and also for the benefit of the Company and its shareholders. In case, the transactions which may have a conflict of interest, the company shall the disclose the resolution of the meeting for these transactions adequacy and transparency in accordance with the Capital Market Supervisory Board. The director shall not taking part in such transaction in the meeting agenda that having possible conflict of interest for transparency. In addition, the company do not have its policy to provide financial support except in the case of supporting loans or loan guarantees in proportion to their shareholding and has prepared a report in the Annual Report (56-2) and annual information form (56-1).

4. Supervision over internal control and internal audit systems

The Board of Directors has been focus on overseeing financial control, business operation, and corporate governance, by assigning the Internal Audit Department to supervise over the audit, review, and monitoring of those operations results, and also provided recommendations with independent and be able to its practices to provide balanced manner.

Accordingly, The Board of Directors designated the Internal Audit Department to directly report to the Audit Committee each month, so as to allow the Committee to review and ensures sufficient internal control practice. At The Board of Directors' meeting no.2/2017, also attended by the Audit Committee members, the meeting together reviewed the adequacy of the internal control system and risk management system, and then concluded that the company had adequate internal control system. (The details are disclosed under the heading "Internal Control and Risk Management").

With this regard, The Audit Committee is responsible for considering and giving approval for the appointment, transfer and dismissal of the head of internal audit department. Currently, the head of the company's internal audit is Mrs. Pannee Chantavaralak, who has good quality of knowledge, abilities and experiences in internal audit.

5. Risk management

The Board of Directors places emphasis on risk management affecting the organization's goals by having risk management process in a systematic and in compliance with the company's policies.

The Board of Directors appointed the Risk Management Committee to supervise risk management effectively comply with the standard, provide risk assessment and monitoring under risk management plan, as well as reporting to the Board of Directors. (See the details on risk management for each area of the company under the heading "Risk factors").

5.4 The Board of Directors' meeting

The Board of Directors scheduled the meeting for the whole year and notified the directors in advance in which the meeting will be held at least every quarter with additional meeting if necessary as specified in the Charter of Board of Directors. For each meeting and agenda for the Board of Directors' meeting, each director was able to propose agenda, and the Chairman together with the Managing Director shall consider the matter to be brought into the meeting. After that, the Company Secretary sent out meeting invitation letter, meeting agenda, and relevant meeting documents, to the directors not less than 7 days in advance, to allow them sufficient time to review the information prior to the meeting.

All directors considered as their duties to attend the meeting each time, unless unable to do so due to significant obligation or illness. During the meeting, the Chairman allowed the directors to present opinions and comments independently, while those directors having conflict of interests would not be allowed to attend or cast votes at such meetings. The Company Secretary recorded the meeting minutes and then classified those minutes in a systematic manner, to facilitate easy references.

The Board of Directors supported the joint meeting between the Directors and the Executive Director at least once a year, to deliver yearly strategic targets and operation plans of the company, as well as to build good relationships between directors and executives. In addition, Chief Financial Officer has joined the Board of Directors' meeting at all times.

During 2016, the Board of Directors held 5 meetings (See the details about the meetings under the heading “Management structure” on the Board of Directors, no. 1.3 ; the number of directors’ meeting).

5.5 Assessment of the Board of Directors

The assessment of the Board of Directors performance for the year 2016 was regularly prepared on yearly basis in order to consider and assess the operation performance of the Board as a whole, so as to review performance results, problems, and obstacles faced during the past year, in order to contribute to better effective performances by the Board of Directors.

In 2016, the Board of Directors, evaluate the performance of individual Directors in addition to previous years, by the Company Secretary sent out both the whole board evaluation form and the individual’s evaluation form to all directors. Each director was independent in taking such evaluation. The evaluation form was returned to the Company Secretary once completed to be collected, summarized, and reported to the Board of Directors to be informed in the Board meeting.

The percentage score criteria was set as follows:

Criteria	Score
Excellent	More than 90 percent
Very Good	70 percent
Fair	50 percent
Improve	30 percent
Poor	Less than 30 percent

Yearly Performance Assessment of the Board of Directors

The Board of Directors carried out the board’s performance assessment as a whole, which divided in to 3 aspects as follows:

1. Structure and Qualification of the board.
2. The Board of Director meeting.
3. Role and Responsibility of the board.

In 2016, the assessment result was in “Good” criteria with the average score of 86%

Yearly Performance Assessment of the Individual Company Director

The Board of Directors carried out the performance of the individual company directors assessment, which divided in to 3 aspects as follows:

1. Role and Responsibility of director
2. Duty of director
3. Self-development of director

In 2016, the assessment result was in “Good” criteria with the average score of 85%

Yearly Performance Assessment of The Sub-Committees

The Board of Directors has set the assessment of performance of every sub-committees in 2016 that each member of the sub-committees assessed the work of his/her sub-committees as a whole. The result can be summarized as follows:

The Sub-Committees	Assessment Result
The Audit Committee	93%
The Nominating Committee	86%
The Remuneration Committee	77%
The Risk Management Committee	82%
The Corporate Social Responsibility Committee	95%
The Corporate Governance Committee	85%
The Executive Board Committee	88%

5.6 Directors’ remuneration

The Board of Directors appointed The Remuneration Committee, to supervise and ensure that the remuneration process for directors and senior executives were carried out in a transparent manner (See the regulations and criteria on remuneration policy for directors and the management under the heading “Management structure”, on remuneration for the directors and management members).

5.7 Board and Management Development

The company supports and facilitates trainings for members of the Board of Directors, the Management, and employees who are important resources who move the entity to meet the success. New directors are supported to participate in the director training programmes, such as Director Certificate Programme (DCP), Director Accreditation Programme (DAP), Role of the Compensation Committee (RCC), etc. arranged by the Thai Institute of Directors Association (IOD). In addition, the Board of Directors has meeting to exchange idea and opinion with Board of Directors and the Senior Management of other entities in local and overseas consistently.

The Board of Directors participated in training programs organized by Association of Thai Institute of Directors (IOD) as follows:

1. Director Accreditation Program (DAP)
2. Director Certification Program (DCP)
3. Role of the Compensation Committee (RCC)
4. Risk Management Committee Program (RMP)
5. Role of the Chairman Program (RCP)
6. Audit Committee Program (ACP)

NAME		DAP	DCP	RCC	RMP	RCP	ACP
1. Mr.Boonkiet	Chokwatana	3/2003	41/2004	-	-	-	-
2. Mrs.Tipaporn	Chokwatana	3/2003	68/2005	-	-	-	-
3. Mr.Thirasak	Vikitset	3/2003	68/2005	-	-	-	-
4. Dr..Atthakorn	Glankwamdee	3/2003	68/2005	-	-	-	-
5. Admiral Apichart	Pengsritong	82/2010	-	-	-	-	-
6. Mrs.Kaewta	Ongsaranakom	-	27/2003	10/2010	-	-	-
7. Prof.Dr.Malyn	Ungsurungsie	17/2004	-	-	-	-	-
8. Mrs.Chitraporn	Vikitset	66/2007	-	-	-	-	-
9. Mrs.Teerada	Ambhanwong	3/2003	51/2004	-	-	-	-
10. Mrs.Pismai	Chandrubeksa	82/2010	-	-	-	-	-
11. Mr.Suthep	Dansiriviroj	32/2005	60/2005	-	5/2014	-	-
12. Mr.Khachomsakdi	Vanaratseath	3/2003	-	-	-	-	-
13. Mrs.Pradittha	Chongwattana	-	5/2001	-	-	-	-
14. Mr.Surong	Ongkosit	12/2004	68/2005	-	-	-	-
15. Pol.Gen.Somchai	Prabhasabhakdi	25/2004	51/2004	-	-	12/2005	2/2004

In addition, the company supports and encourage to development of knowledge and skills to the company Secretary, Secretary to the Audit Committee, and those related to the corporate governance. Seminar participants were involved organized by the SEC. / Thailand / Thailand Association of the company / IOD and institutions continuously and consistently.

Orientation for new directors

The company hosted the orientation course for new directors, to properly prepare them for director assignments. The company arranged factory tour, organized presentations on company background, business perspective and business policies for these new directors. The company also provided them with the manual for directors for listed company, clearly summarizing and comparing the provision in the company regulations, with those in The Securities and Exchange Act, The Public Company Act, Good Governance Practice Principles, as well as the charter for each respective Committee and the corporate governance policies, corporate governance principles, business ethics, and code of conduct for the company directors, the management, and employees, anti-corruption policy and other regulations. In addition to related regulations issued by concerned agencies in supervising over listed companies, to serve as their practice guidelines during the directorship term.

5.8 Plan for Successors

The company has plans for successors to be ready for in case the executives are unable to work. The details are as follows

1. To provide opportunity for middle management to work closely with senior management.
2. To prepare having senior management be ready to take up other functions if necessary.
3. To prepare specialized personnel to be able to take up higher management positions.
4. To establish various committees for development of works and potentials of flame works in a systematic process.
5. To encourage middle management to propose their various plans.
6. To provide training courses for middle management to take up high posts.
7. To organize a training course for senior and middle management to promote common awareness for accountability, integrity and corporate image as a whole.
8. To provide executive training for each department for higher potential, advance planning in addition to systematic thinking to middle managements.
9. To enhance charitable spirit and activities among executives at all levels for promoting happy living in societies.

Internal control and risk management

Opinion of the Board of Directors on the adequacy and appropriateness of the internal control system.

The company recognizes the importance of the system of internal control which all employees of the company have joint roles and responsibilities together by assigning the duties and responsibilities, operating power on administrative and operation level is written clearly, covers financial control, operations, management, governance, compliance with the relevant laws and relating regulations to ensuring accomplishment of the objectives of the company will be achieved as follows:

1. Strategies and goals are clearly defined, consistent and support mission of the company.
2. Achieve the performance objectives with an efficient and cost effective resource management.
3. Report significant information both financial, administrative and implementation are accurate and reliable.
4. Implementation and practicing are in consistent with policies, rules and regulations set forth with the law and other regulations related to business.
5. Has the safety of personnel, property including data in information systems.
6. Has suitable oversight and management of the effectiveness.
7. Continuing in improving operational quality.

The Board of Directors Meeting No. 1/2017 held on February 22, 2017 by a committee of 4 members attended the meeting. The Board of Directors reviewed the system of internal control by asking for assessment of internal controls. The overall conclusion based on the evaluation of internal control systems in different 5 elements as follows.

1. Control Environment
2. Risk Assessment
3. Control Activities
4. Information and Communication
5. Monitoring Activities

The management is appropriate confident in the company's internal control system is strong enough to carry out such an effective way to protect the property from damage that may occur from use or disposal without permission and monitoring of the operations of the subsidiary. The assets of the company and its subsidiaries caused by the director or executive deployed without adequate power.

The company's internal audit department is responsible and accountable for ensuring an independent assessment of the internal control system, risk management and Corporate governance together with reviews the company's compliance with regulations especially the connected transaction.

In 2016, the internal audit have a plan policies and guidelines to determine in advance and believes that the internal controls are appropriate and adequate. To operate in accordance with the objectives and requirements of the relevant legislation and regulations, asset protection from fraud accounting and reporting accuracy and reliability. Although there may be some aspects of performance that should be considered and revised in a way, if considered as a whole can be assured that it will be able to achieve the following objectives of the organization as follows:

1. Control Environment

The Company has its policy and target for doing business. The policy and business goals are clear, regard to fairness to employees, customers, business partners including responsible to the shareholders, society and the environment. Review of the performance to meet defined goals regularly in order to comply with the conditions at that time. Prepare organizational structure and a charter of various committees including the duties and responsibilities of the Managing Director in writing to define authority clearly, in addition, setting policies of governance, ethics in business and conduct of directors management and staff in writing to guide the conduct of directors, management and staff which makes the system of internal control operates more effectively. It also records check, which is overseen by the Audit Committee, the approval of financial transactions, procurement regulations to be made in writing to prevent of using assets with abuse of power. The company provides training both internal and external to develop staff skills, have the knowledge and appropriate ability to operate in each position.

2. Risk Assessment

The company policies are in accordance with generally accepted accounting principles. The financial statements report presented fairly and reviewed by the Audit Committee and audited by the certified auditors. The company assesses type of the risk, cause of the risk factors, opportunities and possible impacts to provide to prevent plan and manage the possible risks that may arise as to the acceptable level as well as informed to the management and employees to minimize and prevent risks that may occurred. The internal audit has its process to monitor each operational unit and aware of the possible risks that may arise with supporting by the Board of Directors and the Audit Committee.

3. Control Activities

The company granted the scope of authority and approval level amount to each level of management clearly in writing. Including segregation of the roles and responsibilities of each working unit for check and balance. In the case of transactions with major shareholders, the Directors, management or related to such persons including connected transactions, the company has complied with the process of the Capital Market Commission and will conclude the said transaction as a normal business transaction in order to report to the Board of Directors. If not, it will be proposed to approve the procedure and inform the Stock Exchange of Thailand. The Company shall follow-up, review of the results of operations of the company on monthly basis and monitor the operation of the company in accordance with resolution of the Board of Directors, Shareholders and related laws. In the event of approval of the transaction in a manner that is binding the company long-term period, the company shall monitor to comply with the agreed conditions and reviewing the appropriateness of the contract in accordance with the situation. Also to highlight the clear duty of the employees to be legitimate, the company has determined that employee must abide by the rules and regulations of the company and laws strictly under the principles of corporate governance.

4. Information and Communication

The company provides both internal and external communications effectively. Accounting documents are kept in full by category and use accounting policies generally accepted accounting principles in the communications for financial information or other information that is accurate, current to people involved for making decision. There is a storage system that can monitor the accuracy and security of data and information effectively. In a proposal to the Board for consideration, there is sufficient information to make decision, prepare minute of meeting, comments, questions or comments observations of Directors of the company in the consideration (if any) and resolution which can be verified.

5. Monitoring Activities

The company's operating results is monitored on a monthly basis and is compared with the performance in the prior year to analysis of the causes of differences and adjust their strategies to meet the needs in order to achieve a goal. In addition to having adequate internal control by requiring internal audit to do the audit, analyze and evaluate the internal control of various internal control system and monitor performance continuously by report directly to the audit committee if any significant defects are found, Audit Committee has to report to the Board of Directors for corrective action and to monitor progress in improving deficiencies regularly.

From the assessment of the internal controls of the company in 5 various aspects of the above, the Board of Directors including the 4 members of the Audit Committee concluded that the internal controls are appropriate and sufficient. The Board recognizes that any system of internal control may not be ensured against all damages resulting from mistakes is significant, but it can be prevented or acceptable at reasonable level.

Opinion of the Audit Committee in case of having different opinion from Board of Directors.

- No difference –

Auditors of the company is the office of Dr.Virach & Associated Office Co.,Ltd. who audited financial statements quarterly and annual 2016 commented on the internal control system as follows:

Translation

Date: February 22, 2017

To: The Board of Directors of S & J International Enterprise Public Company Limited.

Dr. Virach & Associates Office Co., Ltd. (office) has examined the Financial Statements of S & J International Enterprise Public Company Limited for the year ended 31 December, 2016 in accordance with Financial Reporting Standards including testing accounting transactions and others that it considers necessary which the audited report dated on February 21, 2017 was already issued. To perform accounting audit, we have studied and evaluated the effectiveness of internal control of the company accounts to determine the timing and scope of the audit, to express an opinion on the financial statements of the company.

Please be informed that the auditor has audited but not inspected all the items but on a test only. In addition, the study and evaluation of internal control performance in accounting have objectives in particular, as mentioned at the beginning. Therefore, significant weaknesses that may exist in the internal control system of accounting in a checking account could not be found, However, in auditing accounting, we did not find any significant weaknesses in the internal control system of accounting.

We would like to thank you the management giving us an opportunity to provide the service this time and thank you management division of company officers for their co-operation and support given our officers all along until the auditing completed.

Yours truly,

Dr.Virach & Associats office Co.,Ltd.



(Dr. Preecha Suan)

Authorized Auditor Registration No. 6718

Chief of internal audit's information

At the meeting of the Audit Committee Meeting No. 1/2016 held on 23 February, 2016 appointed Mrs. Pannee Chantavorakit to be chief internal auditor in addition to Secretary of the Audit Committee of the company since February 23, 2016 due to a highly qualified individuals knowledge experience could be used her experiences for the internal audit work of the company with the great success.

The scope and responsibilities as follows:

1. Planned annual audit according to the standards of professional conduct internal audit.
2. Determeaning step, process guidelines and audit procedures of the internal audit.
3. Supervision of the internal audit to be planned.
4. Evaluate performance of the audit.
5. Present the audit results to the Audit Committee.
6. Served as secretary of the Audit Committee.
7. Coordinate with all staff, including the CPA.

Name / Position	Highest Education Level	Training Course
Mrs.Panee Chantavaralak - Internal Audit Manager - Director of Risk Management Committee and Secretary of Audit Committee	Bachelor Degree Faculty of Commerce and Accountancy Thammasat University	- Company Secretary Program # 11/2005 (Thai Institute of Directors (IOD))
		- Risk Management (Ernst & Young Corporate Services Limited)
		- Audit Committee Forum "New Auditor's Report : Whatis for you?" (Thai Institute of Directors (IOD))
		- "How to Write an Effective MD&A" (The Stock Exchange of Thailand)

As such, to consider and approve the appointment, transfer and dismissal of the incumbent head of the internal audit must be approved by the Audit Committee and be submitted to the Board for approval as stated in the Charter of the Audit Committee.

Information for bookkeeper/Company Secretary

The company's bookkeeper under the accounting Act AD 2000 is Mr. Sumit Khopaiboon as the Finance and Account Section Manager supervised the preparation of the financial statements and the disclosure of information of a company to be complete and accurate with qualification of the bookkeeper as follow :

Name / Position	Highest Education Level	Training Course
Mr.Sumit Khopaiboon - Company Secretary - Finance and Account Section Manager	Bachelor Degree Administration (Accounting) Ramkhamhaeng University	<ul style="list-style-type: none"> - CFO Current Issue (Federation of Accounting Professions) - Auditing Standards (Updated) (D I A Audit Co.,Ltd.) - Financial reporting standards and direction(Updated) (75 CPE Co.,Ltd.) - Business challenge to - merger (Federation of Accounting Professions) - Criteria for tax deduction, and the new law. (SAHA Account Financial Management Club)

Relating Transaction

Information disclosure for relating transaction

During 2016, the company and its subsidiaries entered into related party transactions with parties with possible conflict of interests, according to the details as follows:

Normal business transaction, normal business support transaction, rental or lease transaction for immovable property (not more than 3 years), and transaction related to assets and services.

(Unit : Thousand baht)

Name	Relationship	Shareholding by the company (%)	Significant item	Relating transaction amount
1. Top Trend Manufacturing Co.,Ltd.	A	50.00	<ul style="list-style-type: none"> ● Purchase of products / Service ● Other expenses ● Service charge ● Other income 	209,703.15 276.70 7.78 206.66
2. EF Co.,Ltd.	A	99.99	<ul style="list-style-type: none"> ● Purchase of products / Service ● Other expenses ● Sale of products ● Immovable property rental income ● Service charge ● Utility charges income ● Other income 	2,916.74 6,887.71 2,417.47 194.40 2,282.14 2.64 28.00
3. Wildlives (Thailand) Co.,Ltd.	A	99.99	<ul style="list-style-type: none"> ● Sale of products ● Immovable property rental income ● Service charge ● Utility charges income ● Other income 	829.50 261.27 3,731.63 2.90 130.76
4. S & J International (UK) Ltd.	A	100.00	<ul style="list-style-type: none"> ● Purchase of products / Service ● Sale of products ● Other income 	300,743.29 5,992.19 235.16
5. 4WD Vision Co.,Ltd.	A	99.99	<ul style="list-style-type: none"> ● Purchase of products / Service ● Other income 	2,718.61 1.53
6. SAAS Co.,Ltd.	A	99.99	<ul style="list-style-type: none"> ● Utility charges income ● Other income 	1.11 3.41
7. Yamahatsu (Thailand) Co.,Ltd.	B	30.00	<ul style="list-style-type: none"> ● Sale of products ● Immovable property rental income ● Other income 	38,856.67 28,936.80 0.50

Name	Relationship	Shareholding by the company (%)	Significant item	Relating transaction Value
8. Osoth Interlaboratories Co., Ltd.	B	33.19	<ul style="list-style-type: none"> ● Purchase of products / Service ● Other expenses ● Immovable property rental income ● Service charge ● Utility charges income ● Other income 	2,920.40 139.53 1,920.00 302.61 24.60 327.21
9. Better Way (Thailand) Co., Ltd.	E	-	<ul style="list-style-type: none"> ● Sale of products ● Other income 	1,271,800.59 819.03
10. International Laboratories Crop.,Ltd.	E	-	<ul style="list-style-type: none"> ● Purchase of products / Service ● Service fee paid ● Sale of products 	25,308.07 27,065.03 326.04
11. Vitayasithi Co.,Ltd.	E	-	<ul style="list-style-type: none"> ● Immovable property rental expenses ● Utility charges expenses ● Other expenses 	1,049.50 487.22 24.59
12. O.C.C. Pcl.	E	-	<ul style="list-style-type: none"> ● Sale of products 	19,288.46
13. I.C.C. International Pcl.	C,E	0.35	<ul style="list-style-type: none"> ● Purchase of products / Service ● Royalty fee expenses ● Other expenses ● Sale of products ● Immovable property rental income ● Service charge ● Other income 	27,935.81 156.06 65.03 16,098.67 196.74 40.84 100.00
14. Oriental Salon Business Co.,Ltd.	E	-	<ul style="list-style-type: none"> ● Sale of products 	4,641.81
15. H&B Intertex Co.,Ltd.	E	-	<ul style="list-style-type: none"> ● Purchase of products/ Service ● Other expenses ● Sale of products 	26,419.55 60.18 74.46
16. People's Garment Pcl.	D,E	-	<ul style="list-style-type: none"> ● Purchase of products/ Service ● Sale of products 	20,449.57 118.29
17. Saha Pathanapibul Pcl.	D	-	<ul style="list-style-type: none"> ● Sale of products 	5,410.35
18.Thai Wacoal Pcl.	D	0.08	<ul style="list-style-type: none"> ● Sale of products ● Immovable property rental expenses ● Royalty fee expenses ● Utility charges expenses 	7,330.56 635.93 4.30 238.90

Name	Relationship	Shareholding by the company (%)	Significant item	Relating transaction Value
19. Saha Pathana Inter-Holding Pcl.	C.E	0.49	<ul style="list-style-type: none"> Other income Immovable property rental expenses Utility charges expenses Service fee paid Royalty fee expenses Consultant fee expenses Other expenses 	<p>12.00</p> <p>7,200.62</p> <p>60,113.43</p> <p>3,018.00</p> <p>96.62</p> <p>240.00</p> <p>4,845.90</p>
20. E.P.F Co., Ltd.	D	18.00	<ul style="list-style-type: none"> Sale of products 	1,858.45
21. Shop Global (Thailand) Co.,Ltd.	E	-	<ul style="list-style-type: none"> Sale of products 	478.69
22. Make up Technique International Co.,Ltd.	E	-	<ul style="list-style-type: none"> Sale of products 	2,844.89
23. AANC Co.,Ltd.	E	-	<ul style="list-style-type: none"> Sale of products 	85.73
24. United Assets Development Co.,Ltd.	E	-	<ul style="list-style-type: none"> Sale of products 	1.75
25. I.S.B.M. Co.,Ltd.		-	<ul style="list-style-type: none"> Sale of products Other income 	<p>11,892.34</p> <p>10.00</p>
26. Shaldan (Thailand) Co.,Ltd.	E	-	<ul style="list-style-type: none"> Sale of products Service fee paid Utility charges expenses Immovable property rental income Other income 	<p>44.06</p> <p>3,573.73</p> <p>13.00</p> <p>126.22</p> <p>3,586.73</p>
27. Cake & Bakery Co.,Ltd.	E	-	<ul style="list-style-type: none"> Other income 	93.46

Relationship	A = Subsidiary	B = Associate
	C = The company's major shareholders	D = The company's major shareholder with over 10% shareholding
	E = Director	

Pricing Policy The company set selling price, by considering product design, complexity level of production process, sales forecast, sales volume, and production cost. Which is the same price level with the general customers.

Remuneration Policy The company carried out relating transactions with other companies, on a fair business practice basis, based on market prices and normal business terms being applied to those transactions conducted with unconnected outside business parties or persons.

Item	Remuneration Policy
• Immovable property rental fees	Fees depending on the location, surrounding, building condition, and utilization purpose for said assets
• Service charges	The remuneration of the service provider, the difficulty of the task, without compensation, as well as other persons or other parties that are not involved.
• Utility charges	According to the rates announced by Saha Group Industrial Park, based on actual units or volume used
• Other expenses	According to the actual rate.

Necessity and rational of transaction with related personnel

The Board of Directors has its opinion on related party transactions that is the normal course of doing business. This is the same as recording transactions with other personnel in the industry relating with the business. Determining buying - selling prices is corresponding to normal practice. It is not for transferring company's benefits to related personnel.

The related transaction is made for the benefit of the company and shareholders as a whole in order to sustain growth and grow the business for long term. Teaming-up with an alliance is for mutual strengthening in doing business in order to maximize benefits to all parties concerned.

Criteria or process of authorization in recording related transactions

For unusual transactions, if the size of transactions are not in the level with no need to get approval from a shareholder's meeting. Under SET's regulations, the transactions will be considered and approved by the Executive Board of Directors without get approval from the interested persons. If the size of the transactions are larger than approval, the Executive Board of Directors will obtain a resolution from the Executive Board and propose the resolution to the Board of Directors to gain further approval without gaining an approval from the interested persons. Also, the Audit Committee shall review the paid transaction and disclose it every quarter to avoid conflict of interest.

In the related transaction between, the company have policy and terms of the transaction such as buying price, selling price, value of the related transaction between the company is subject to normal course of business.

Related party transactions are conform with the regulations of the Stock Exchange of Thailand and propose to the Audit Committee for consideration and follow the steps to the reasonableness of the transaction and is in the best interests of the company. The Audit Committee will review such prices or rates of the transaction with the staff of the company and internal auditors that the price is reasonable and disclosures in the financial statements are correct.

The company have the process of approving the related party transaction between the company in the same way as the procurement of the company and the executives or shareholders have no interest in the transaction, and not to the approval of such matters.

To enter into the related transaction between the company, the company have complied with the requirements and regulations of the Stock Exchange of Thailand. The Audit Committee will provide an opinion on the suitability of the item and the fair price in order to maximize benefit of the company.

The company complies with the standards of the Stock Exchange of Thailand on the related transaction and / or the acquisition or disposition of assets of the company which will be amended to include the practices disclosed to the shareholders of the company. The Investors and related agencies, including the Stock Exchange of Thailand and will be approved by the Board of Directors and / or the Annual General Meeting of Shareholders, as defined by the Stock Exchange of Thailand.

Comments of Audit Committee relating to the transactions incurred.

The Audit Committee had considered the 2016 connected transactions with comment of no deviation from Board of Directors' resolution.

Policy and trend of making related transactions in future.

Recording related transactions will be continued. Number of transactions will vary depending on economic conditions since personnel who may have conflict are the company's supply chain. Flexibility and convenience of being part of the supply chain will benefit in the competing business and to the shareholders. The company realizes its responsibility to the shareholders, employees and all parties concerned under good corporate governance.

The Board of Directors' Responsibility Report towards Financial Statement

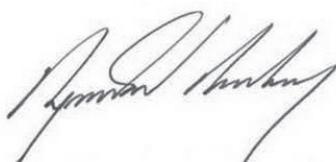
The Board of Directors duly recognized their obligations and responsibilities in their status as the directors of listed company, with regard to the compilation of financial statements for S & J International Enterprises Public Company Limited and its subsidiaries. The said financial statements were prepared in accordance with Thai Financial Reporting Standards, based on the adoption of appropriate accounting policies on a consistent basis, accompanied by careful consideration and justifiable accounting estimates.

Furthermore, the adequate significant information was disclosed in notes to the financial statements, together with necessary clarification and analysis regarding the financial positions and performances by the company and its subsidiaries, so as to contribute to the interests of the shareholders and general investors. Moreover, the said financial statements were duly audited with unqualified audit opinion by independent certified public accountants.

In addition, the Board of Directors had exercised efforts to promote good corporate governance principle, and to establish risk management system and internal control system in an efficient and effective manner, to ensure that the recording of accounting information was carried out in an accurate, complete, and sufficient manner, in order to safeguard the assets of the company and its subsidiaries, while also safeguarding against any significant fraud or abuse.

In the regard, the Company's Audit Committee whose members comprising independent directors had duly carried out audit work on the quality of the financial statements and the efficiency of internal control system. The opinions of the Audit Committee were displayed per the Audit Committee's report contained in the annual report publication, as well as the annual registration statement (form 56-1).

Accordingly, the Board of Directors concluded that, the good corporate governance principle, the risk management system, as well as the internal control system of the company, were well adequate and sufficient, reasonably providing sufficient confidence to all the concerned parties that, the financial statements of the company and its subsidiaries ending December 31, 2016, were prepared and presented in substantial context, in an accurate and reliable manner.



(Mr.Boonkiet Chokwatana)
Chairman



(Mr.Thirasak Vikitset)
Managing Director

AUDITOR'S REPORT

To The Shareholders of S & J International Enterprises Public Company Limited.

Opinion

I have audited the consolidated financial statements of S & J International Enterprises Public Company Limited and its subsidiaries, which comprise the consolidated statements of financial position as at December 31, 2016, the related consolidated statements of income, 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 S & J International Enterprises Public Company Limited for the same period.

In my opinions, the financial statements referred to above present fairly, in all material respects, the financial position of S & J International Enterprises Public Company Limited and its subsidiaries and S & J International Enterprises Public Company Limited as at December 31, 2016, 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 under the Royal Patronage of His Majesty the King as relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with 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 judgment, 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.

1. Valuation of inventories

As at December 31, 2016, the Group companies have inventories after deduction of allowance for diminution in inventories in the consolidated financial statements, amount of Baht 790.41 million and the separate financial statements, amount of Baht 647.45 million, were disclosed in Note 7 to the financial statements, which are significant to the financial statements. Inventories of the Group companies are cosmetic products, which may be obsolete or deteriorated

or expected to be unsaleable. Therefore, management has to make judgment in the estimation of allowance for diminution in inventories, which based on the condition of goods, analysis of the movement of goods and historical experience.

My audit procedures included evaluating the internal control system of inventories management, observing the physical checking of inventories. Comparing the cost of inventories against expected net realizable value calculating from the selling price after year ended less selling expenses. Randomly testing provision for diminution in value of inventories and testing the validity of the preparation of the Company's production costs. To ensure accurate unit costs and allocation of related expenses to such products properly.

The results of a audited are satisfactory, and in my opinions, the valuation of inventories is appropriate as stated.

2. Transactions with related parties

The Group companies have transactions with several related parties, which were disclosed in Note 26 to the financial statements. The Group companies have to determine how to gather information to be disclosed in the notes to the financial statements are complete and accurate. The pricing policy is based on the trading price of normal business.

My audit procedures included evaluating and testing of control and effectiveness of the internal control system and collect information about transactions with related parties. I randomly checked transactions with related parties by inspection report transactions with related parties. I have audited the types of relationships with related parties, the documentation for the accounting recorded of income and expenses from related parties, the Company's accounting policy in setting trading price and comparative analysis of unusual items.

The results of a audited are satisfactory, and in my opinions, I did not find unusual items that material misstatement.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, 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, 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 Company 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.



(Dr.Preecha Suan)

Certified Public Accountant Registration No. 6718

February 21, 2017

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2016

	Notes	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		December 31, 2016	December 31, 2015	December 31, 2016	December 31, 2015
ASSETS					
Current Assets					
Cash and cash equivalents	4.2 and 5	120,676,907	92,982,654	53,886,741	16,582,379
Short-term investments					
Fixed deposit at bank		-	2,000,000	-	-
Certificates of deposits		20,000,000	-	15,000,000	-
Total short-term investments		20,000,000	2,000,000	15,000,000	-
Trade accounts receivable	4.3 and 6	1,004,716,120	836,595,331	865,526,843	705,581,813
Other receivables					
Advance payment for inventories		24,423,878	31,863,310	21,708,108	26,572,080
Prepaid expenses		8,672,210	4,187,681	3,832,791	4,187,681
Others		7,912,614	13,362,736	10,013,610	11,396,290
Total other receivables		41,008,702	49,413,727	35,554,509	42,156,051
Inventories	4.4 and 7	790,408,597	879,539,434	647,452,636	717,427,571
Other current assets		52,626,585	80,474,280	35,580,551	55,737,696
Total Current Assets		2,029,436,911	1,941,005,426	1,653,001,280	1,537,485,510
Non-Current Assets					
Investments in available-for-sale securities	4.5 and 8	1,131,093,993	1,052,103,140	1,131,093,993	1,052,103,140
Investments in associates	4.5 and 9	404,885,884	427,752,097	210,805,407	198,344,517
Investments in subsidiaries	4.5 and 10	-	-	147,403,439	147,403,439
Investments in related companies	4.5 and 11	53,468,239	38,551,630	49,372,239	38,551,630
Investments in other companies	4.5 and 12	13,992,786	42,082,129	13,992,786	37,430,129
Investments property	4.6 and 13	102,286,141	106,334,205	102,166,141	106,214,205
Property, plant and equipment	4.7 and 14	1,649,503,359	1,654,780,075	1,184,227,027	1,250,077,639
Leasehold right	4.8 and 15	2,030,161	719,480	-	-
Intangible assets	4.9 and 16	32,761,730	36,690,770	30,223,921	32,827,926
Other non-current assets		9,336,740	9,738,301	8,403,260	8,634,688
Total Non-Current Assets		3,399,359,033	3,368,751,827	2,877,688,213	2,871,587,313
TOTAL ASSETS		5,428,795,944	5,309,757,253	4,530,689,493	4,409,072,823

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2016

	Notes	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		December 31, 2016	December 31, 2015	December 31, 2016	December 31, 2015
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current Liabilities					
Bank overdrafts and short-term borrowings					
from financial institutions	17	850,873,021	1,020,123,605	728,727,033	896,590,776
Trade accounts payable		346,281,794	331,199,178	361,830,570	336,244,972
Other accounts payable					
Accrued expenses		36,547,414	36,242,982	26,599,941	26,282,811
Accrued bonus		161,980,914	109,442,162	151,235,582	105,146,175
Asset payable		3,255,916	6,374,932	2,508,767	5,340,237
Others		48,424,635	44,795,077	36,272,027	35,965,921
Total other accounts payable		250,208,879	196,855,153	216,616,317	172,735,144
Accrued corporate income taxes		35,094,662	35,811,007	32,005,653	32,764,814
Accrued interest expenses		456,184	689,464	326,158	472,286
Other current liabilities		3,902,863	4,217,052	2,013,505	1,891,800
Total Current Liabilities		1,486,817,403	1,588,895,459	1,341,519,236	1,440,699,792
Non-Current Liabilities					
Provision for long-term					
employee benefits	4.11 and 18	148,993,387	139,083,452	125,451,633	118,061,281
Deferred tax liabilities	4.12 and 15	100,317,926	100,122,057	102,945,835	104,014,117
Other non-current liabilities		306,583	324,088	198,583	205,957
Total Non-Current Liabilities		249,617,896	239,529,597	228,596,051	222,281,355
TOTAL LIABILITIES		1,736,435,299	1,828,425,056	1,570,115,287	1,662,981,147

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2016

	Note	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		December 31, 2016	December 31, 2015	December 31, 2016	December 31, 2015
LIABILITIES AND SHAREHOLDERS' EQUITY (CONTINUED)					
Shareholders' Equity					
Share capital					
Authorized share capital					
200,000,000 common stocks of					
		200,000,000	200,000,000	200,000,000	200,000,000
Issued and paid-up share capital					
149,930,828 common stocks at					
		149,930,828	149,930,828	149,930,828	149,930,828
Premium on common stocks					
		724,763,392	724,763,392	724,763,392	724,763,392
Retained earnings					
Appropriated					
	20	20,000,000	20,000,000	20,000,000	20,000,000
Unappropriated					
		1,889,458,661	1,725,766,572	1,445,839,184	1,272,560,498
Other components of the shareholders' equity					
		619,559,383	582,506,049	620,040,802	578,836,958
Total Shareholders' Equity of Parent Company					
		3,403,712,264	3,202,966,841	2,960,574,206	2,746,091,676
Non-controlling interests					
		288,648,381	278,365,356	-	-
Total Shareholders' Equity					
		3,692,360,645	3,481,332,197	2,960,574,206	2,746,091,676
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY					
		5,428,795,944	5,309,757,253	4,530,689,493	4,409,072,823

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF INCOME

FOR THE YEAR ENDED DECEMBER 31, 2016

	Notes	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
Sales		5,252,771,773	5,101,279,970	4,507,575,357	4,402,849,470
Cost of sales		3,987,913,566	3,970,635,463	3,422,832,885	3,404,917,147
Gross profit		1,264,858,207	1,130,644,507	1,084,742,472	997,932,323
Other incomes					
Dividend income		30,282,070	38,415,013	113,943,428	82,216,803
Others		96,569,813	104,054,172	92,873,829	99,146,121
Total other incomes		126,851,883	142,469,185	206,817,257	181,362,924
Profit before expenses		1,391,710,090	1,273,113,692	1,291,559,729	1,179,295,247
Selling expenses		117,694,685	117,593,775	78,824,117	85,111,656
Administrative expenses		918,376,847	869,018,985	815,850,941	775,857,010
Loss on diminution of investment in related companies and other companies	11 and 12	11,252,734	14,580,466	10,696,734	13,997,466
Loss on capital decrease of investment in other companies	12	-	1,040,625	-	1,040,625
Directors' remuneration	21	9,140,000	10,500,000	9,000,000	9,000,000
Finance costs		17,359,083	22,557,069	15,849,465	19,743,360
Total expenses		1,073,823,349	1,035,290,920	930,221,257	904,750,117
Share of profit from investments in associates	9	46,124,191	49,113,753	-	-
Profit before income tax expenses		364,010,932	286,936,525	361,338,472	274,545,130
Income tax expenses	4.13 and 15	49,540,597	37,429,544	45,494,602	37,082,015
Profit for the years		314,470,335	249,506,981	315,843,870	237,463,115
Profit (loss) attributable to					
Equity holders of the parent		305,222,248	253,075,269	315,843,870	237,463,115
Non-controlling interests		9,248,087	(3,568,288)	-	-
		314,470,335	249,506,981	315,843,870	237,463,115
Earnings per share to equity holders of the parent	4.14				
Basic earnings per share		2.04	1.69	2.11	1.58
Issued and paid-up 149,930,828 common stocks					

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2016

	Note	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
Profit for the years		314,470,335	249,506,981	315,843,870	237,463,115
Other comprehensive income (loss) :					
Translation of financial statement differences		(4,150,510)	2,950,151	-	-
Gain (loss) from the remeasuring of investments in available-for-sale securities		51,504,806	(149,495,317)	51,504,806	(149,495,317)
Components of income tax		(10,300,962)	29,899,064	(10,300,962)	29,899,064
Gain (loss) from the remeasuring of investments in available-for-sale securities-net of tax		41,203,844	(119,596,253)	41,203,844	(119,596,253)
Actuarial gain from employee benefit plan	18	11,794,616	-	9,207,055	-
Components of income tax		(2,358,923)	-	(1,841,411)	-
Actuarial gain from employee benefit plan-net of tax		9,435,693	-	7,365,644	-
Total other comprehensive income (loss) for the years		46,489,027	(116,646,102)	48,569,488	(119,596,253)
Total comprehensive income for the years		360,959,362	132,860,879	364,413,358	117,866,862
Total comprehensive income (loss) attributable to					
Equity holders of the parent		350,676,251	136,429,167	364,413,358	117,866,862
Non-controlling interests		10,283,111	(3,568,288)	-	-
		360,959,362	132,860,879	364,413,358	117,866,862

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEAR ENDED DECEMBER 31, 2016

CONSOLIDATED

BAHT

	Shareholders' equity of the parent										Total shareholders' equity
	Retained earnings			Other components of the shareholders' equity				Total equity holders of the parent	Non-controlling interests	Total	
	Issued and paid-up share capital	Premium on common stocks	Appropriated Legal reserve	Unappropriated	Translation of financial statement differences		Investments in available-for-sale securities				
					Investments in	securities	components of the	shareholders' equity			
Year 2015											
Beginning balances, January 1, 2015	149,930,828	724,763,392	20,000,000	1,600,132,507	718,940	698,433,211	699,152,151	3,193,978,878	286,133,597	3,480,112,475	
Comprehensive income (loss) for the year 2015				253,075,269	2,950,151	(119,596,253)	(116,646,102)	136,429,167	(3,568,288)	132,860,879	
Non-controlling interests increase during the year									157	157	
Dividend payment				(127,441,204)				(127,441,204)		(127,441,204)	
Subsidiary's dividend paid to non-controlling interests									(4,200,110)	(4,200,110)	
Ending balances, December 31, 2015	149,930,828	724,763,392	20,000,000	1,725,766,572	3,669,091	578,836,958	582,506,049	3,202,966,841	278,365,356	3,481,332,197	
Year 2016											
Beginning balances, January 1, 2016	149,930,828	724,763,392	20,000,000	1,725,766,572	3,669,091	578,836,958	582,506,049	3,202,966,841	278,365,356	3,481,332,197	
Comprehensive income for the year 2016 :-											
Total comprehensive income for the year				305,222,248	(4,150,510)	41,203,844	37,053,334	342,275,582	9,248,087	351,523,669	
Adjustment of actuarial gain from employee benefit plan				8,400,669				8,400,669	1,035,024	9,435,693	
Total comprehensive income for the year 2016				313,622,917	(4,150,510)	41,203,844	37,053,334	350,676,251	10,283,111	360,959,362	
Dividend payment				(149,930,828)				(149,930,828)	(86)	(149,930,828)	
Subsidiary's dividend paid to non-controlling interests									(86)	(86)	
Ending balances, December 31, 2016	149,930,828	724,763,392	20,000,000	1,889,458,661	(481,419)	620,040,802	619,559,383	3,403,712,264	288,648,381	3,692,360,645	

Notes to the financial statements form an integral part of these statements

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEAR ENDED DECEMBER 31, 2016

THE SEPARATE FINANCIAL STATEMENTS

BAHT

	Notes	Retained earnings				Other components of the shareholders' equity		Total shareholders' equity
		Issued and paid-up share capital	Premium on common stocks	Appropriated	Unappropriated	Other comprehensive income	Investments in available-for-sale securities	
Year 2015								
Beginning balances, January 1, 2015		149,930,828	724,763,392	20,000,000	1,162,538,587	698,433,211		2,755,666,018
Comprehensive income (loss) for the year 2015					237,463,115	(119,596,253)		117,866,862
Dividend payment	21				(127,441,204)			(127,441,204)
Ending balances, December 31, 2015		149,930,828	724,763,392	20,000,000	1,272,560,498	578,836,958		2,746,091,676
Year 2016								
Beginning balances, January 1, 2016		149,930,828	724,763,392	20,000,000	1,272,560,498	578,836,958		2,746,091,676
Comprehensive income for the year 2016 :-								
Total comprehensive income for the year					315,843,870	41,203,844		357,047,714
Adjustment of actuarial gain from employee benefit plan					7,365,644			7,365,644
Total comprehensive income for the year 2016					323,209,514	41,203,844		364,413,358
Dividend payment	21				(149,930,828)			(149,930,828)
Ending balances, December 31, 2016		149,930,828	724,763,392	20,000,000	1,445,839,184	620,040,802		2,960,574,206

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (1/3)

FOR THE YEAR ENDED DECEMBER 31, 2016

	BAHT			
	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before income tax expenses	364,010,932	286,936,525	361,338,472	274,545,130
Adjustment to reconcile profit before income tax expenses to cash provided from (used in) operation :				
Bad debts - trade accounts receivable	655,808	-	4,521	-
Bad debts - other current assets	246,756	-	-	-
Bad debts - other non-current assets	891,320	-	-	-
Increase (decrease) in doubtful debts - trade accounts receivable	(1,888,480)	15,917	(63,340)	88,616
Decrease in doubtful debts - other current assets	(246,756)	-	-	-
Decrease in doubtful debts - other non-current assets	(891,320)	-	-	-
Increase (decrease) in provision for diminution in inventories	52,389,914	(7,763,077)	51,051,047	(6,664,247)
Loss on destruction of inventories	90,345,669	43,176,878	89,192,172	39,664,247
Depreciation	283,476,351	293,632,867	194,864,356	200,060,219
Amortization of intangible assets	6,494,580	6,658,088	5,032,545	4,981,171
Amortization of leasehold right	771,530	781,625	-	-
Finance costs	17,359,083	22,557,069	15,849,465	19,743,360
Amortization of unearned rental	(15,047)	(15,046)	(15,047)	(15,046)
Loss on diminution of investments in related companies and other companies	11,252,734	14,580,466	10,696,734	13,997,466
Loss on capital decrease of investments in other companies	-	1,040,625	-	1,040,625
Gain on disposal of investments in related companies	(36,000)	-	(36,000)	-
Dividend income from investments in associates	-	-	(80,999,585)	(36,899,887)
Dividend income from investments in subsidiaries	-	-	(2,661,773)	(6,901,903)
Dividend income from investments in available-for-sale securities and other companies	(30,282,070)	(38,415,013)	(30,282,070)	(38,415,013)
(Gain) loss on disposal and unused equipment	875,324	(123,887)	(1,189,352)	87,708
Amortization of assets under construction and installation to expenses	88,336	274,393	88,336	274,393
Unrealized (gain) loss on forward exchange contracts	(566,406)	6,983,394	(571,915)	6,983,394
Unrealized gain on exchange rates	(5,867,520)	(3,028,924)	(5,939,744)	(2,899,567)
Long-term employee benefits expenses	25,380,645	24,973,971	19,882,054	20,178,826
Share of profit from investments in associates	(46,124,191)	(49,113,753)	-	-
Profit from operation before changes in operating assets and liabilities items	768,321,192	603,152,118	626,240,876	489,849,492

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (2/3)

FOR THE YEAR ENDED DECEMBER 31, 2016

	BAHT			
	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
(INCREASE) DECREASE IN OPERATING ASSETS ITEMS				
Trade accounts receivable	(160,667,542)	154,837,103	(153,658,097)	106,327,580
Other receivables	8,404,195	(3,596,240)	6,600,712	(2,765,992)
Inventories	(53,604,746)	101,958	(70,268,284)	(24,829,184)
Other current assets	29,641,779	(55,364,176)	20,300,360	(40,697,323)
Other non-current assets	448,487	3,691,731	231,428	3,053,260
INCREASE (DECREASE) IN OPERATING LIABILITIES ITEMS				
Trade accounts payable	14,714,546	(74,575,399)	25,282,213	(77,671,308)
Other accounts payable	50,326,659	(12,846,846)	41,552,376	(8,931,773)
Other current liabilities	114,511	90,909	550,405	44,916
Provision for long-term employee benefits	(3,676,094)	(16,321,465)	(3,284,647)	(9,756,876)
Other non-current liabilities	(2,458)	(348,796)	7,673	102,804
Cash provided from operation	654,020,529	598,820,897	493,555,015	434,725,596
Interest expenses paid	(17,592,363)	(22,685,983)	(15,995,593)	(20,023,363)
Income tax expenses paid	(64,424,262)	(35,475,931)	(59,464,418)	(29,436,669)
Translation of financial statement differences	(3,698,801)	2,950,151	-	-
NET CASH PROVIDED FROM OPERATING ACTIVITIES	568,305,103	543,609,134	418,095,004	385,265,564
CASH FLOWS FROM INVESTING ACTIVITIES				
Decrease in fixed deposit at bank	2,000,000	6,700,000	-	-
Increase in certificate of deposits	(20,000,000)	-	(15,000,000)	-
Purchase of investments in available-for-sale securities	(27,486,047)	(9,661,377)	(27,486,047)	(9,661,377)
Purchase of investments in associates	(12,460,890)	-	(12,460,890)	-
Purchase of investments in subsidiaries	-	-	-	(12,499,843)
Purchase of property, plant and equipment	(275,537,836)	(189,858,142)	(123,081,956)	(84,746,565)
Increase in leasehold right	(2,082,211)	(466,403)	-	-
Purchase of intangible assets	(2,565,540)	(9,675,795)	(2,428,540)	(8,158,355)
Proceeds from disposal of equipment	3,465,517	1,107,258	1,561,934	620,258
Proceeds from disposal of investments in related companies and other companies	996,000	-	996,000	-
Proceeds from capital decrease of investments in other companies	960,000	800,000	960,000	800,000
Dividend income from investments in associates	80,999,585	36,899,887	80,999,585	36,899,887
Dividend income from investments in subsidiaries	-	-	2,661,773	6,901,903
Dividend income from investments in available-for-sale securities and other companies	30,282,070	38,415,013	30,282,070	38,415,013
NET CASH USED IN INVESTING ACTIVITIES	(221,429,352)	(125,739,559)	(62,996,071)	(31,429,079)

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (3/3)

FOR THE YEAR ENDED DECEMBER 31, 2016

	BAHT			
	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
CASH FLOWS FROM FINANCING ACTIVITIES				
Decrease in bank overdrafts and short-term borrowings				
from financial institutions	(169,250,584)	(273,821,365)	(167,863,743)	(220,909,224)
Proceeds from capital increase in non-controlling interests	-	157	-	-
Subsidiary's dividend paid to non-controlling interests	(86)	(4,200,110)	-	-
Dividend payment	(149,930,828)	(127,441,204)	(149,930,828)	(127,441,204)
NET CASH USED IN FINANCING ACTIVITIES	(319,181,498)	(405,462,522)	(317,794,571)	(348,350,428)
NET INCREASE IN CASH AND CASH EQUIVALENTS	27,694,253	12,407,053	37,304,362	5,486,057
CASH AND CASH EQUIVALENTS AS AT JANUARY 1,	92,982,654	80,575,601	16,582,379	11,096,322
CASH AND CASH EQUIVALENTS AS AT DECEMBER 31,	120,676,907	92,982,654	53,886,741	16,582,379
ADDITIONAL DISCLOSURE ITEMS TO CASH FLOWS STATEMENTS :				
NON-CASH FLOWS ITEMS COMPRISE :				
Increase in equipment from asset payable	3,042,912	5,933,587	2,344,642	4,966,582
Gain (loss) from the remeasuring of				
investments in available-for-sale securities	51,504,806	(149,495,317)	51,504,806	(149,495,317)
Decrease investments in associate due to translation of				
financial statements differences on exchange rate	(451,709)	-	-	-
Transferred other current assets to other non-current assets	(46,926)	-	-	-
Transferred investments in other companies to				
investments in related companies :-				
- Cost	(41,657,670)	-	(33,257,670)	-
- Allowance for loss on capital decrease	1,040,625	-	1,040,625	-
- Provision for diminution in investments	14,447,702	-	10,699,702	-
Transferred property and plant to investments property :-				
- Cost	-	53,824,524	-	53,824,524
- Accumulated depreciation	-	(13,464,439)	-	(13,464,439)
Effect of adjustment of actuarial estimates from employee benefit plan :-				
- Increase in deferred tax liabilities	(2,358,923)	-	(1,841,411)	-
- Decrease in provision for long-term employee benefits	11,794,616	-	9,207,055	-
- Increase in retained earnings	(8,400,669)	-	(7,365,644)	-
- Increase in non-controlling interests	(1,035,024)	-	-	-

Notes to the financial statements form an integral part of these statements.

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2016

1. GENERAL INFORMATION

1.1 Legal status	A juristic person established under Thai law and listed on the Stock Exchange of Thailand.
<p>1.2 Company location</p> <ul style="list-style-type: none"> - Head office/factory - Branch - Branch - Branch - Branch - Branch 	<p>600/4 Moo 11, Sukapiban Road 8, Tambol Nhongkharm Amphur Sriracha, Chonburi, Thailand.</p> <p>2 Naradhiwas Rajanakarindra Road Kwaeng Tungwatdon, Khet Sathorn, Bangkok, Thailand.</p> <p>662/4-6 Moo 11, Sukapiban Road 8, Tambol Nhongkharm Amphur Sriracha, Chonburi, Thailand.</p> <p>19/43 Moo 7 Bangna-Trad Km. 17 Tambol Bangchlong, Amphur Bangplee, Samut Prakan , Thailand.</p> <p>679 Moo 11, Tambol Nhongkharm Amphur Sriracha, Chonburi, Thailand.</p> <p>789/159 Moo 1, Sainongkho-Laemchabang Rd., Tambol Nongkham, Amphur Sriracha, Chonburi, Thailand.</p>
1.3 Type of business	<p>(1) Manufacturing all type of cosmetics.</p> <p>(2) Investing in its associates and subsidiaries which carry on business according to Notes 9 and 10 to the financial statements, respectively.</p>

2. BASIS FOR FINANCIAL STATEMENT PRESENTATION

2.1 The consolidated and the separate financial statements are prepared in accordance with the Accounting Standards and Financial Reporting Standards issued by Federation of Accounting Professions under the Accounting Profession Act, B.E. 2547 (2004), and the Accounting Act, B.E. 2543 (2000) and the Notification of the Office of the Securities and Exchange Commission. Except the financial statements of subsidiaries, S & J International (UK) Limited

are prepared in accordance with the accounting standards of England and the financial statements of Guangzhou S & J Cosmetics Company Limited, the financial statements of 4WD Vision (HK) Limited (Formerly : S & J International (HK) Limited), are prepared in accordance with the accounting standards of the People Republic of China. And the financial statements of associate, Atika Beauty Manufacturing Sdn. Bhd. are prepared in accordance with the accounting standards of Malaysia. In preparation of the consolidated financial statements, they are adjusted to be under the same accounting policies as parent company.

2.2 These consolidated financial statements included the financial statements of S & J International Enterprises Public Company Limited with its subsidiaries and the equity in associates as follows:

SUBSIDIARIES

COMPANIES	% HOLDING		ESTABLISHED IN
	2016	2015	
<u>SUBSIDIARIES DIRECTLY HELD BY THE COMPANY</u>			
E F Co., Ltd.	99.99	99.99	Thailand
Top Trend Manufacturing Co., Ltd.	50.00	50.00	Thailand
Wildlives (Thailand) Co., Ltd.	99.99	99.99	Thailand
4WD Vision Co., Ltd.	99.99	99.99	Thailand
SAAS Co., Ltd.	99.99	99.99	Thailand
S & J International (UK) Limited	100.00	100.00	England
<u>SUBSIDIARIES HELD BY</u>			
<u>S&J INTERNATIONAL (UK) LIMITED</u>			
Guangzhou S & J Cosmetics Company Limited	100.00	100.00	China
4WD Vision (HK) Limited (Formerly : S & J International (HK) Limited)	100.00	100.00	China

ASSOCIATES

COMPANIES	% HOLDING		ESTABLISHED IN
	2016	2015	
Yamahatsu (Thailand) Co., Ltd.	30.00	30.00	Thailand
Operational Energy Group Limited	30.00	30.00	Thailand
Osoth Interlaboratories Co., Ltd.	33.19	33.19	Thailand
Atika Beauty Manufacturing Sdn. Bhd.	35.00	-	Malaysia

2.3 Inter-company balances and significant transactions of the Company and its subsidiaries have been eliminated in the consolidation.

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

3. The accounting standards that became effective in the current accounting year are as follows:

1. Conceptual Framework for Financial Reporting (revised 2015)

Thai Accounting Standards (TAS)

2. TAS 1 (revised 2015) Presentation of Financial Statements
3. TAS 2 (revised 2015) Inventories
4. TAS 7 (revised 2015) Statement of Cash Flows
5. TAS 8 (revised 2015) Accounting Policies, Changes in Accounting Estimates and Errors
6. TAS 10 (revised 2015) Events After the Reporting Period
7. TAS 11 (revised 2015) Construction Contracts
8. TAS 12 (revised 2015) Income Taxes
9. TAS 16 (revised 2015) Property, Plant and Equipment
10. TAS 17 (revised 2015) Leases
11. TAS 18 (revised 2015) Revenue
12. TAS 19 (revised 2015) Employee Benefits
13. TAS 20 (revised 2015) Accounting for Government Grants and Disclosure of Government Assistance
14. TAS 21 (revised 2015) The Effects of Changes in Foreign Exchange Rates
15. TAS 23 (revised 2015) Borrowing Costs
16. TAS 24 (revised 2015) Related Party Disclosures
17. TAS 26 (revised 2015) Accounting and Reporting by Retirement Benefit Plans
18. TAS 27 (revised 2015) Separate Financial Statements

19. TAS 28 (revised 2015)	Investments in Associates and Joint Ventures
20. TAS 29 (revised 2015)	Financial Reporting in Hyperinflationary Economies
21. TAS 33 (revised 2015)	Earnings Per Share
22. TAS 34 (revised 2015)	Interim Financial Reporting
23. TAS 36 (revised 2015)	Impairment of Assets
24. TAS 37 (revised 2015)	Provisions, Contingent Liabilities and Contingent Assets
25. TAS 38 (revised 2015)	Intangible Assets
26. TAS 40 (revised 2015)	Investment Property
27. TAS 41	Agriculture

Thai Financial Reporting Standards (TFRS)

28. TFRS 2 (revised 2015)	Share-based Payment
29. TFRS 3 (revised 2015)	Business Combinations
30. TFRS 4 (revised 2015)	Insurance Contracts
31. TFRS 5 (revised 2015)	Non-current Assets Held for Sales and Discontinued Operations
32. TFRS 6 (revised 2015)	Exploration for and Evaluation of Mineral Assets
33. TFRS 8 (revised 2015)	Operating Segments
34. TFRS 10 (revised 2015)	Consolidated Financial Statements
35. TFRS 11 (revised 2015)	Joint Arrangements
36. TFRS 12 (revised 2015)	Disclosure of Interests in Other Entities
37. TFRS 13 (revised 2015)	Fair Value Measurement

Thai Accounting Standard Interpretations (TSIC)

38. TSIC 10 (revised 2015)	Government Assistance - No Specific Relation to Operating Activities
39. TSIC 15 (revised 2015)	Operating Leases - Incentives
40. TSIC 25 (revised 2015)	Income Taxes - Changes in the Tax Status of an Enterprise or Its Shareholders
41. TSIC 27 (revised 2015)	Evaluating the Substance of Transactions in the Legal Form of a Lease
42. TSIC 29 (revised 2015)	Disclosure - Service Concession Arrangements
43. TSIC 31 (revised 2015)	Revenue - Barter Transactions Involving Advertising Services
44. TSIC 32 (revised 2015)	Intangible Assets - Web Site Costs

Thai Financial Reporting Standard Interpretations (TFRIC)

45. TFRIC 1 (revised 2015)	Changes in Existing Decommissioning, Restoration and Similar Liabilities
46. TFRIC 4 (revised 2015)	Determining Whether an Arrangement Contains a Lease
47. TFRIC 5 (revised 2015)	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
48. TFRIC 7 (revised 2015)	Applying the Restatement Approach under TAS 29 (revised 2015) Financial Reporting in Hyperinflationary Economies
49. TFRIC 10 (revised 2015)	Interim Financial Reporting and Impairment
50. TFRIC 12 (revised 2015)	Service Concession Arrangements
51. TFRIC 13 (revised 2015)	Customer Loyalty Programmes
52. TFRIC 14 (revised 2015)	TAS 19 (revised 2015) - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and Their Interaction
53. TFRIC 15 (revised 2015)	Agreements for the Construction of Real Estate
54. TFRIC 17 (revised 2015)	Distributions of Non-cash Assets to Owners
55. TFRIC 18 (revised 2015)	Transfers of Assets from Customers
56. TFRIC 20 (revised 2015)	Stripping Costs in the Production Phase of a Surface Mine
57. TFRIC 21 (revised 2015)	Levies

These accounting standards, financial reporting standards, accounting standard interpretations and financial reporting standard interpretations do not have any significant impact on the financial statements.

The Federation of Accounting Professions has issued the new accounting standards but are not yet effective.

Effective for fiscal years beginning on or after January 1, 2017 are as follows:

Thai Accounting Standards (TAS)

1. TAS 1 (revised 2016)	Presentation of Financial Statements
2. TAS 2 (revised 2016)	Inventories
3. TAS 7 (revised 2016)	Statement of Cash Flows
4. TAS 8 (revised 2016)	Accounting Policies, Changes in Accounting Estimates and Errors
5. TAS 10 (revised 2016)	Events After the Reporting Period
6. TAS 11 (revised 2016)	Construction Contracts
7. TAS 12 (revised 2016)	Income Taxes

8. TAS 16 (revised 2016)	Property, Plant and Equipment
9. TAS 17 (revised 2016)	Leases
10. TAS 18 (revised 2016)	Revenue
11. TAS 19 (revised 2016)	Employee Benefits
12. TAS 20 (revised 2016)	Accounting for Government Grants and Disclosure of Government Assistance
13. TAS 21 (revised 2016)	The Effects of Changes in Foreign Exchange Rates
14. TAS 23 (revised 2016)	Borrowing Costs
15. TAS 24 (revised 2016)	Related Party Disclosures
16. TAS 26 (revised 2016)	Accounting and Reporting by Retirement Benefit Plans
17. TAS 27 (revised 2016)	Separate Financial Statements
18. TAS 28 (revised 2016)	Investments in Associates and Joint Ventures
19. TAS 29 (revised 2016)	Financial Reporting in Hyperinflationary Economies
20. TAS 33 (revised 2016)	Earnings Per Share
21. TAS 34 (revised 2016)	Interim Financial Reporting
22. TAS 36 (revised 2016)	Impairment of Assets
23. TAS 37 (revised 2016)	Provisions, Contingent Liabilities and Contingent Assets
24. TAS 38 (revised 2016)	Intangible Assets
25. TAS 40 (revised 2016)	Investment Property
26. TAS 41 (revised 2016)	Agriculture
27. TAS 104 (revised 2016)	Accounting for Troubled Debt Restructuring
28. TAS 105 (revised 2016)	Accounting for Investments in Debt and Equity Securities
29. TAS 107 (revised 2016)	Financial Instruments Disclosure and Presentation

Thai Financial Reporting Standards (TFRS)

30. TFRS 2 (revised 2016)	Share-based Payment
31. TFRS 3 (revised 2016)	Business Combinations
32. TFRS 4 (revised 2016)	Insurance Contracts
33. TFRS 5 (revised 2016)	Non-current Assets Held for Sale and Discontinued Operations
34. TFRS 6 (revised 2016)	Exploration for and Evaluation of Mineral Resources
35. TFRS 8 (revised 2016)	Operating Segments
36. TFRS 10 (revised 2016)	Consolidated Financial Statements
37. TFRS 11 (revised 2016)	Joint Arrangements
38. TFRS 12 (revised 2016)	Disclosure of Interests in Other Entities
39. TFRS 13 (revised 2016)	Fair Value Measurement

Thai Accounting Standard Interpretations (TSIC)

40. TSIC 10 (revised 2016)	Government Assistance - No Specific Relation to Operating Activities
41. TSIC 15 (revised 2016)	Operating Leases - Incentives
42. TSIC 25 (revised 2016)	Income Taxes - Changes in the Tax Status of an Entity or Its Shareholders
43. TSIC 27 (revised 2016)	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
44. TSIC 29 (revised 2016)	Service Concession Arrangements: Disclosure
45. TSIC 31 (revised 2016)	Revenue - Barter Transactions Involving Advertising Services
46. TSIC 32 (revised 2016)	Intangible Assets - Web Site Costs

Thai Financial Reporting Standard Interpretations (TFRIC)

47. TFRIC 1 (revised 2016)	Changes in Existing Decommissioning, Restoration and Similar Liabilities
48. TFRIC 4 (revised 2016)	Determining Whether an Arrangement Contains a Lease
49. TFRIC 5 (revised 2016)	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
50. TFRIC 7 (revised 2016)	Applying the Restatement Approach under TAS 29 (revised 2016) Financial Reporting in Hyperinflationary Economies
51. TFRIC 10 (revised 2016)	Interim Financial Reporting and Impairment
52. TFRIC 12 (revised 2016)	Service Concession Arrangements
53. TFRIC 13 (revised 2016)	Customer Loyalty Programmes
54. TFRIC 14 (revised 2016)	TAS 19 (revised 2016) - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and Their Interaction
55. TFRIC 15 (revised 2016)	Agreements for the Construction of Real Estate
56. TFRIC 17 (revised 2016)	Distributions of Non-cash Assets to Owners
57. TFRIC 18 (revised 2016)	Transfers of Assets from Customers
58. TFRIC 20 (revised 2016)	Stripping Costs in the Production Phase of a Surface Mine
59. TFRIC 21 (revised 2016)	Levies

Management of group companies is evaluating the impact of such accounting standards, financial reporting standards, accounting standard interpretations and financial reporting standard interpretations on the financial statements in the year when they are adopted.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

4.1 Revenues and expenses recognition

The Company recognized revenues and expenses from the following bases :

- | | |
|-------------------------------|--|
| Sales | - Recognized as revenues whenever goods are delivered, the significant risks and rewards have been transferred to the buyer. |
| Sales of goods on consignment | - Recognized as revenues whenever the consignment goods are sold to the third parties. |
| Dividend income | - Recognized when the shareholder's right to receive is established. |
| Rental income | - Recognized over the lease period. |
| Other income | - Recognized on the accrual basis. |
| Interest income | - Recognized on the accrual basis based on effective interest rate. |
| Expenses | - Recognized on the accrual basis. |

4.2 Cash and cash equivalents

Cash and cash equivalents are cash on hand, fixed deposits at financial institutions due not more than 3 months from the date of acquisition with no obligation.

4.3 Allowance for doubtful accounts

The Company and subsidiaries provide allowance for doubtful accounts for the estimated losses that may be incurred from the uncollected accounts receivable based on past experience in debt collection.

4.4 Inventories

Inventories are stated at cost or net realizable value, whichever is the lower. Cost is determined by the weighted average method.

The Company set up provision for diminution in value of obsolete, deteriorated inventories which are expected to be unsalable by considering the current condition of inventories.

4.5 Investments

Investments in available-for-sale securities are investments in listed securities stated at fair value with the objective for long-term investments. The Company recognized its revaluation in available-for-sale securities as separate item in other comprehensive income, under the caption “gain (loss) from the remeasuring of investment available-for-sale securities”.

The Company calculated cost of the disposed securities during the years by the weighted average method.

Associates mean those companies in which the parent in the group companies has shareholding from 20% to 50% of the total voting rights or has significant influence over the associates, that is the parent in the group companies has power to participate in determining relating to the financial and operating policies of the enterprise but not up to the level of governing such policies. Investments in associates are stated by equity method for consolidation and cost method for the separate financial statements.

Subsidiaries mean those companies in which the parent in the group companies, directly or indirectly, has power more than one half of the total voting rights or power to govern the financial and operating policies of subsidiaries. Investments in subsidiaries in the separate financial statements are stated at cost after deduction of provision for diminution in investment.

Investments in related companies mean those companies in which the group companies have its shareholding less than 20% and/or the companies which directly or indirectly have some common management, major shareholders or such related persons. Investments in related companies are stated at cost after deduction of provision for diminution in investment.

Investments in other companies mean those companies in which the group companies have shareholding but have no power to govern or participate in setting up any policy. Investments in other companies are stated at cost after deduction of provision for diminution in investment.

4.6 Investments property

Investments properties mean properties which are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purpose.

Investments property include property and building at acquisition cost less accumulated depreciation. Depreciation of building is calculated by the straight-line method based on the estimated useful life of assets within 20 years.

4.7 Property, plant and equipment

Property, plant and equipment are stated at cost. Plant and equipment are stated at acquisition cost less accumulated depreciation and provision on impairment of assets.

Depreciation is calculated by the straight-line method based on the estimated useful life of the following assets:

	<u>Years</u>
Building and improvement	20 - 25
Machineries	5 - 10
Office furniture, fixtures and equipment	5 - 10
Vehicles	5 - 8

Interest expenses incurred from loans obtained for building construction project are capitalized until such building is ready for use as intended.

Expenditures for additions, renewals or betterments which affected the significant increment in value of assets will be capitalized, considered as capital expenditures. Regarding repair and maintenance costs are recognized as expenses during the accounting periods when incurred.

4.8 Leasehold right

Leasehold right is stated at acquisition cost less amortization by using the straight-line method over the leases period.

4.9 Intangible assets

Computer softwares are stated at acquisition cost less amortization by using the straight-line method based on the estimated useful life of 10 years.

4.10 Operating leases

Leases where most of substantial risks and rewards of ownership of assets remain with the leasing company are accounted for as operating leases. Rentals applicable to such operating leases are charged to expenses in the statements of income over the lease term.

4.11 Employee benefits

Short-term employee benefits

The Company and its subsidiaries recognized salaries, wages, bonuses and contributions to the social security fund as expenses when incurred.

Long-term employee benefits

Defined contribution plan

The Company and its subsidiaries provide a provident fund, which is a defined contribution plan, the assets of which are held in a separate trust fund and managed by the external fund manager. Such provident fund is contributed by payments from employees and the Company. Contributions to the provident fund are charged to the statements of income in the incurred period.

Defined benefit plan

The provision for employee retirement benefits is recognized as an expense of operations over the employee's service period. It is calculated by estimating the amount of future benefit earned by employees in return for service provided to the Company in the current and future periods, with such benefit being discounted to determine the present value. The reference point for setting the discount rate is the yield rate of government bonds as at the reporting date. The calculation is performed by a qualified actuary using the Projected Unit Credit Method.

The Company provides other long-term benefits to the eligible employees in return for their service in the current and prior periods before one's retirement. In the financial statements, the obligations represent the present value of the other long-term employee benefits. The obligations are calculated on the same basis as the defined benefit plan.

4.12 Deferred tax assets/liabilities

Deferred tax assets/liabilities are recognized for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes as at the statements of financial position date. They will be realised in future period when the income is realised, or the expenses provided for are actually incurred and considered deductible for income tax purposes.

Deferred tax assets are recognized for deductible temporary differences or additional tax are deferred tax liabilities if it is highly probable that the Company will generate sufficient taxable profits from its future operations to utilise these assets.

As each statements of financial position date, the Company reviews and reduces the carrying amount of deferred tax assets/liabilities to the extent that it is no longer probable that sufficient taxable profit be available to allow all or part of the deferred tax asset or deferred tax liabilities to be utilised.

4.13 Income tax expenses

Income tax expenses from profit/loss for the year consist of current income tax and deferred tax. Income tax expenses recognized in statement of income unless part of transaction recorded in shareholders' equity recorded directly to equity.

4.14 Earnings per share

Basic earnings per share is calculated by dividing profit for the year with the number of common stocks held by outsiders by the weighted average method.

4.15 Foreign currency transactions

Foreign currency transactions incurred during the years are recorded in Baht at the rate ruling on the date of transactions. Outstanding foreign currency assets and liabilities on the statements of financial position date are converted to Baht at the rate of exchange in effect on that date.

Gains or losses on exchange rate fluctuation are credited or charged to operations during the years.

For preparation of the consolidated financial statements, the financial statements of the subsidiary denominated in foreign currencies are converted to Baht based on the following exchange rates:

- Assets and liabilities were translated by the average exchange rates at the end of the year.
- Shareholders' equity and depreciation were translated by the exchange rate in effect on the transaction dates.
- Revenues and expenses were translated by the average exchange rates for the year.

The translation of financial statement differences in foreign currencies was shown under other comprehensive income.

4.16 Forward exchange contracts

Foreign currency transactions which are covered by forward exchange contract, the Company will record at fair value. Gains or losses on exchange rates are credited or charged to operations of each year.

4.17 Significant accounting judgments and estimates

In preparation of financial statements in accordance with generally accepted accounting principles requires management to use judgments on various estimates and assumptions that will affect the reported amounts of revenues, expenses, assets and liabilities including the disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Estimates and assumptions are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions of significant accounting relate primarily to allowance for doubtful accounts, provision for diminution in value of inventories, provision for diminution in investment, allowance for depreciation of investments property, allowance for depreciation of plant and equipment, allowance for amortization of intangible assets, deferred tax assets or liabilities and provision for long-term employee benefits. All other estimates mentioned above are further disclosed in the corresponding notes to the financial statements.

5. CASH AND CASH EQUIVALENTS

BAHT

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Cash	605,347	660,534	450,000	450,000
Cash at Bank	114,939,512	92,186,620	50,144,698	16,132,379
Cheque on hand	5,132,048	135,500	3,292,043	-
Cash and cash equivalents	120,676,907	92,982,654	53,886,741	16,582,379

6. TRADE ACCOUNTS RECEIVABLE

BAHT

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
<u>Trade accounts receivable of related parties</u>				
Trade notes receivable	4,188,893	2,626,369	4,188,893	2,626,369
Trade accounts receivable				
Current	217,330,638	233,728,643	201,657,187	221,141,013
Overdue within 3 months	20,999,744	27,622,003	8,680,267	20,455,007
Overdue between 3 to 6 months	160,716	1,756,046	160,716	-
Overdue between 6 to 12 months	132,804	542,205	132,804	-
Overdue more than 12 months	476,687	3,056	62,008	-
Total	243,289,482	266,278,322	214,881,875	244,222,389
<u>Trade accounts receivable of other companies</u>				
Trade notes receivable	22,758,571	16,870,900	18,318,821	6,047,364
Trade accounts receivable				
Current	457,132,478	462,528,468	382,725,124	395,468,867
Overdue within 3 months	260,638,271	87,594,490	229,389,852	57,566,430
Overdue between 3 to 6 months	18,363,937	1,670,148	17,744,617	716,850
Overdue between 6 to 12 months	1,761,366	748,796	1,734,538	655,706
Overdue more than 12 months	13,669,337	15,690,009	13,317,253	13,552,784
Total	774,323,960	585,102,811	663,230,205	474,008,001
<u>Less</u> Allowance for doubtful accounts	(12,897,322)	(14,785,802)	(12,585,237)	(12,648,577)
Trade accounts receivable others - net	761,426,638	570,317,009	650,644,968	461,359,424
Trade accounts receivable - net	1,004,716,120	836,595,331	865,526,843	705,581,813

7. INVENTORIES

BAHT

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Finished goods	284,876,899	243,864,989	251,403,856	198,972,877
Goods in process	132,963,367	167,676,268	60,975,681	78,289,036
Raw materials	187,740,154	214,141,558	148,219,350	186,477,635
Materials in transit	39,910,180	23,981,979	37,912,766	21,132,254
Packagings	195,815,037	228,134,386	195,815,037	228,132,137
Consumed supplies	4,221,133	4,468,513	4,204,082	4,450,721
Total	845,526,770	882,267,693	698,530,772	717,454,660
<u>Less</u> Allowance for diminution in inventories	(55,118,173)	(2,728,259)	(51,078,136)	(27,089)
Inventories - net	790,408,597	879,539,434	647,452,636	717,427,571

8. INVESTMENTS IN AVAILABLE-FOR-SALE

Investments in available-for-sale are listed securities on the Stock Exchange.

BAHT

CONSOLIDATED AND THE SEPARATE FINANCIAL STATEMENTS	% Holding		Investment Value		Dividends	
	2016	2015	2016	2015	2016	2015
Related Companies						
1. Boutique New City Plc.	0.02	0.02	124,000	124,000	-	1,000
2. Far East DDB Plc.	0.01	0.01	40,000	40,000	3,600	3,000
3. I.C.C. International Plc.	0.35	0.35	26,704,590	26,704,590	1,078,864	1,078,864
4. President Bakery Plc.	1.00	1.00	13,500,000	13,500,000	7,065,000	5,760,000
5. Sahacogen (Chonburi) Plc.	14.90	14.90	235,104,546	235,104,546	14,225,596	25,606,073
6. Saha Pathana Inter-Holding Plc.	0.49	0.24	48,735,037	21,248,990	793,019	268,640
7. Thai Wacoal Plc.	0.08	0.08	5,037,947	5,037,947	110,000	-
Total cost			329,246,120	301,760,073	23,276,079	32,717,577
<u>Add</u> Gain from the remeasuring of investment in available-for-sale			769,788,856	712,552,943		
Investments in available-for-sales - related companies - fair value			1,099,034,976	1,014,313,016		
Other Companies						
1. Nation Multimedia Group Plc.			21,796,170	21,796,170	594,441	425,356
2. Bangkok Bank Plc.			5,000,700	5,000,700	411,450	411,450
Total cost			26,796,870	26,796,870	1,005,891	836,806
<u>Add</u> Gain from the remeasuring of investment in available-for-sale			5,262,147	10,993,254		
Investments in available-for-sales - other companies - fair value			32,059,017	37,790,124		
Investments in available-for-sales - fair value			1,131,093,993	1,052,103,140	24,281,970	33,554,383

RELATED COMPANIES	TYPE OF BUSINESS	RELATIONSHIP	ISSUED AND PAID - UP SHARE CAPITAL	
			2016	2015
1. Boutique New City Plc.	Garment	Shareholders / co - directors	120,000,000	120,000,000
2. Far East DDB Plc.	Advertising and agency	Shareholders / co - directors	75,000,000	75,000,000
3. I.C.C. International Plc.	Commerce	Shareholders / co - directors	290,633,730	290,633,730
4. President Bakery Plc.	Food	Co - shareholders	450,000,000	450,000,000
5. Sahacogen (Chonburi) Plc.	Generating and distributing electricity	Shareholders / co - directors	955,000,000	955,000,000
6. Saha Pathana Inter-Holding Plc.	Investment	Co-shareholders	494,034,300	494,034,300
7. Thai Wacoal Plc.	Finished garment - products, Ladies' lingerie	Co-shareholders	120,000,000	120,000,000

In March 2016, the Company has additionally purchased investment in Saha Pathana Inter Holding Plc, amount of 1,235,086 shares, worth amount Baht 27,486,047.

In August 2015, the Company has purchased investments in Thai Wacoal Public Company Limited, amount of 100,000 shares, worth amount Baht 5,037,947.

In June 2013, the Company has additionally purchased the same proportion of investments in Nation Multimedia Public Company Limited, amount of 6,604,900 shares, worth amount Baht 6,604,900, the Company has the allocation of warrants 1 common stock to 1 unit amount of 6,604,900 units exercise price of Baht 1 each. The Company has exercised in December 2013, amount of 660,490 shares, worth amount Baht 660,490, in December 2014, amount of 1,320,980 shares, worth amount Baht 1,320,980 and in June 2015, amount of 4,623,430 shares, worth amount Baht 4,623,430 totaling exercised of warrants to purchase common stock 6,604,900 shares, totaling worth amount Baht 6,604,900.

9. INVESTMENTS IN ASSOCIATES

BAHT

ASSOCIATES	% Holding		CONSOLIDATED (Equity Method)		THE SEPARATE FINANCIAL STATEMENTS (Cost Method)	
	2016	2015	2016	2015	2016	2015
Yamahatsu (Thailand) Co., Ltd.	30	30	76,125,096	112,172,185	5,999,950	5,999,950
Operational Energy Group Limited	30	30	128,416,107	124,439,504	13,150,567	13,150,567
Atika Beauty Manufacturing Sdn. Bhd.	35	-	11,685,617	-	12,460,890	-
Total			216,226,820	236,611,689	31,611,407	19,150,517
Osoth Interlaboratories Co., Ltd.	33.19	33.19	188,659,064	191,140,408	201,994,000	201,994,000
Less Allowance for loss on capital decrease			-	-	(2,850,000)	(2,850,000)
Provision for diminution in investments in associates			-	-	(19,950,000)	(19,950,000)
Investments in Osoth Interlaboratories Co., Ltd. - net			188,659,064	191,140,408	179,194,000	179,194,000
Investments in Associates - net			404,885,884	427,752,097	210,805,407	198,344,517

BAHT

ASSOCIATES	TYPE OF BUSINESS	ISSUED AND PAID - UP SHARE CAPITAL		DIVIDENDS	
		2016	2015	2016	2015
Yamahatsu (Thailand) Co., Ltd.	Hair products	20,000,000	20,000,000	44,999,625	9,899,917
Operational Energy Group Limited	Servicing to operate the power plant	30,000,000	30,000,000	35,999,960	26,999,970
Osoth Interlaboratories Co., Ltd.	Medicine	600,000,000	600,000,000	-	-
Atika Beauty Manufacturing Sdn. Bhd.	Manufacturing and distribute cosmetic products	34,563,383 (MYR 4,000,000)	-	-	-
Total				80,999,585	36,899,887

In May 2016, the Company has invested in Atika Beauty Manufacturing Sdn. Bhd., which registered in Malaysia, amount of 1,400,000 common stocks shares at Malaysian Ringgit 1 each, worth amount Baht 12,460,890 (As at amount Malaysian Ringgit 1,400,000), in shareholding proportion of 35% from total authorized share capital amount of 5,000,000 shares at Malaysian Ringgit 1 each and paid - up amount of 4,000,000 shares at Malaysian Ringgit 1 each, with the objective of manufacturing and distribute cosmetics products.

The financial statements of associates which are applied for recording the investments in associates by the equity method for the years ended December 31, 2016 and 2015, based on the financial information audited by other certified public accountants.

The share of profit (loss) from investments for using the equity method which are recorded in the consolidated statements of income for the years ended December 31, 2016 and 2015, as follows :

BAHT

SHARE OF PROFIT(LOSS) FROM INVESTMENTS FOR USING THE EQUITY METHOD	CONSOLIDATED	
	2016	2015
Yamahatsu (Thailand) Co., Ltd.	8,952,536	18,705,348
Operational Energy Group Limited	39,976,563	33,064,539
Osoth Interlaboratories Co., Ltd.	(2,481,344)	(2,656,134)
Atika Beauty Manufacturing Sdn. Bhd.	(323,564)	-
Total	46,124,191	49,113,753

Summarized financial information of associates

Financial information of the associates are summarized, as follow:

MILLION BAHT

Company's name	Total assets		Total liabilities		Total revenues		Profit (loss) for the years	
	2016	2015	2016	2015	2016	2015	2016	2015
Yamahatsu (Thailand) Co., Ltd.	571	692	318	318	1,052	1,202	29.84	62.35
Operational Energy Group Limited	562	526	132	108	623	558	133.26	110.22
Osoth Interlaboratories Co., Ltd.	562	584	68	82	409	463	(7.48)	(8.00)
Atika Beauty Manufacturing Sdn. Bhd.	34	-	1	-	-	-	(0.92)	-

10. INVESTMENTS IN SUBSIDIARIES

BAHT

SUBSIDIARIES	% Holding		THE SEPARATE FINANCIAL STATEMENTS (Cost Method)	
	2016	2015	2016	2015
E F Co., Ltd.	99.99	99.99	4,005,696	4,005,696
Top Trend Manufacturing Co., Ltd.	50.00	50.00	124,824,970	124,824,970
Wildlives (Thailand) Co., Ltd.	99.99	99.99	999,930	999,930
4WD Vision Co., Ltd.	99.99	99.99	2,499,993	2,499,993
SAAS Co., Ltd.	99.99	99.99	9,999,850	9,999,850
S&J International (UK) Limited	100.00	100.00	5,073,000	5,073,000
			(GBP100,000)	(GBP100,000)
Total Investments in Subsidiaries			147,403,439	147,403,439

SUBSIDIARIES	TYPE OF BUSINESS	ISSUED AND PAID - UP SHARE CAPITAL		DIVIDENDS	
		2016	2015	2016	2015
<u>SUBSIDIARIES DIRECTLY HELD BY THE COMPANY</u>					
E F Co., Ltd.	Consumer products	4,000,000	4,000,000	479,928	499,925
Top Trend Manufacturing Co., Ltd.	Plastic containers	120,000,000	120,000,000	-	4,200,000
Wildlives (Thailand) Co., Ltd.	Consumer products	1,000,000	1,000,000	199,986	499,965
4WD Vision Co., Ltd.	Import and export, buying and selling as trading such as chemicals, packaging products and cosmetic products	2,500,000	2,500,000	-	-
SAAS Co., Ltd.	Research and development of cosmetic formulations	10,000,000	10,000,000	-	-
S&J International (UK) Limited	Distributing cosmetic products, gift set and marketing service	5,073,000	5,073,000	1,981,859	1,702,013
<u>SUBSIDIARIES HELD BY S&J International (UK) Limited</u>					
Guangzhou S&J Cosmetics Company Limited	Distributing materials and packaging	4,711,857	4,711,857	-	-
4WD Vision (HK) Limited (Formerly : S & J International (HK) Limited)	Distributing materials and packaging	5,372,068	5,372,068	-	-
Total				2,661,773	6,901,903

TRANSACTIONS OF SUBSIDIARIES

SUBSIDIARIES DIRECTLY HELD BY THE COMPANY

SAAS Company Limited

In October 2015, the Company has invested in SAAS Company Limited of 199,997 shares at Baht 50 each, worth amount Baht 9,999,850 (at Baht 100 par value and paid - up at Baht 50 each), in shareholding proportion of 99.99%, with the objective of research and development of cosmetic formulations.

4WD Vision Company Limited

In April 2015, the Company has invested in 4WD Vision Company Limited of 999,997 shares at Baht 2.50 each, worth amount Baht 2,499,993 (at Baht 10 par value and paid - up at Baht 2.50 each), in shareholding proportion of 99.99%, with the objective of import and export, buying and selling as trading such as chemicals, packaging products and cosmetic products.

S & J International (UK) Limited

The financial statements of S & J International (UK) Limited, its subsidiary in the foreign country were audited by other certified public accountants, and were used to prepare consolidated financial statements by having assets as at December 31, 2016 and 2015, in the amount of Baht 135.91 million and Baht 153.61 million, respectively. For the years ended December 31, 2016 and 2015, having total revenues amount of Baht 247.11 million and Baht 186.55 million, respectively and net profit amount of Baht 9.88 million and Baht 9.35 million, respectively.

Subsidiaries held by S & J International (UK) Limited

Guangzhou S & J Cosmetics Company Limited

The financial statements of Guangzhou S & J Cosmetics Company Limited, its subsidiary in the foreign country were audited by other certified public accountants, and were used to prepare consolidated financial statements by having assets as at December 31, 2016 and 2015, in the amount of Baht 3.65 million, and Baht 3.18 million, respectively. For the years ended December 31, 2016 and 2015, having total revenues amount of Baht 7.65 million, and Baht 7.86 million, respectively and net profit in the amount of Baht 1.82 million and Baht 0.83 million, respectively.

4WD Vision (HK) Limited (Formerly : S & J International (HK) Limited)

The financial statements of 4WD Vision (HK) Limited, its subsidiary in the foreign country were audited by other certified public accountants, and were used to prepare consolidated financial statements by having assets as at December 31, 2016 and 2015, in the amount of Baht 9.14 million, and Baht 8.46 million, respectively. For the years ended December 31, 2016 and 2015, having total revenues amount of Baht 65.70 million and Baht 62.16 million, respectively and net profit in the amount of Baht 1.63 million and Baht 0.09 million, respectively.

11. INVESTMENTS IN RELATED COMPANIES

BAHT

CONSOLIDATED AND THE SEPARATE FINANCIAL STATEMENTS	% Holding		Investment Value		Dividends	
	2016	2015	2016	2015	2016	2015
1. General Glass Co., Ltd.	16.00	16.00	* 35,200,000	* 35,200,000	-	-
2. Thai Lotte Co., Ltd.	0.27	0.27	* 8,000,000	* 8,000,000	-	-
3. H & B Kabinburi Co., Ltd.	9.00	9.00	1,350,000	1,350,000	67,500	135,000
4. Thai Cubic Technology Co., Ltd.	5.00	5.00	2,000,000	2,000,000	200,000	400,000
5. Train Time Test Co., Ltd.	14.00	14.00	175,000	175,000	-	-
6. B.K.C. International Marketing Co., Ltd.	19.00	19.00	* 949,995	* 949,995	-	-
7. United Utility Co., Ltd.	5.71	5.71	20,598,600	20,598,600	2,000,000	2,000,000
8. Sahagreen Energy Co., Ltd.	-	9.00	-	* 3,600,000	-	-
Transferred from Investments in Other Companies						
9. Eastern Rubber Co., Ltd.	1.50	-	* 450,000	-	-	-
10. Advantage Footwear Co., Ltd.	0.38	-	* 1,387,500	-	-	-
11. Treasure Hill Co., Ltd.	2.00	-	* 4,000,000	-	-	-
12. Tipvarin Wattana Co., Ltd.	7.50	-	1,233,000	-	246,600	-
13. T-Way Co., Ltd.	12.00	-	* 19,207,500	-	-	-
14. K. Commercial & Construction Co., Ltd.	2.20	-	3,277,670	-	-	-
15. E. P. F. Co., Ltd.	18.00	-	702,000	-	936,000	-
16. Pan Land Co., Ltd.	1.00	-	* 3,000,000	-	-	-
Total cost			101,531,265	71,873,595	3,450,100	2,535,000
<u>Less</u> Allowance for loss on capital decrease in General Glass Co., Ltd.			(12,000,000)	(12,000,000)		
Allowance for loss on capital decrease in Advantage Footwear Co.,Ltd.			(1,040,625)	-		
Provision for diminution in investments in related companies			* (39,118,401)	* (21,321,965)		
Total Investments in Related Companies - net (Separate financial statements)			49,372,239	38,551,630		
SUBSIDIARY INVESTED IN						
17. Treasure Hill Co., Ltd.	1.00	-	* 2,000,000	-		
18. T-Way Co., Ltd.	4.00	-	* 6,400,000	-		
Total cost			8,400,000	-		
<u>Less</u> Provision for diminution in investments in related companies			* (4,304,000)	-		
Total Investments in Related Companies of the Subsidiary - net			4,096,000	-		
Total Investments in Related Companies - net (Consolidated)			53,468,239	38,551,630		

Company No.9 to 18 have been transferred from investments in other companies to investments in related companies, because of the Company having shares and co - directors in these companies.

BAHT

RELATED COMPANIES	TYPE OF BUSINESS	RELATIONSHIP	ISSUED AND PAID - UP SHARE CAPITAL	
			2016	2015
1. General Glass Co., Ltd.	Glass bottles	Shareholders / co - directors	145,000,000	145,000,000
2. Thai Lotte Co., Ltd.	Chewing gum	Shareholders / co - directors	3,013,000,000	3,013,000,000
3. H & B Kabinburi Co., Ltd.	Cloth toy and ware	Shareholders / co - directors	15,000,000	15,000,000
4. Thai Cubic Technology Co., Ltd.	Plate and varnish	Shareholders / co - directors	40,000,000	40,000,000
5. Train Time Test Co., Ltd.	Training and seminar	Shareholders / co - directors	1,250,000	1,250,000
6. B.K.C. International Marketing Co., Ltd.	Consumer products	Shareholders / co - directors	5,000,000	5,000,000
7. United Utility Co., Ltd.	Real estate	Shareholders / co - directors	350,000,000	350,000,000
8. Sahagreen Energy Co., Ltd.	Wood pellet	Shareholders / co - directors	-	40,000,000
9. Eastern Rubber Co., Ltd.	Rubber production	Co - directors	30,000,000	-
10. Advantage Footwear Co., Ltd.	Footwear manufacturing	Shareholders / co - directors	91,750,000	-
11. Treasure Hill Co., Ltd.	Golf course	Shareholders / co - directors	200,000,000	-
12. Tipvarin Wattana Co., Ltd.	Mineral water	Co - directors	16,440,000	-
13. T-Way Co., Ltd.	Tourism, hotel, buying and selling as trading such products	Co - directors	160,000,000	-
14. K. Commercial & Construction Co., Ltd.	Contruaction	Shareholders / co - directors	50,000,000	-
15. E. P. F. Co., Ltd.	Consumer products	Shareholders / co - directors	3,900,000	-
16. Pan Land Co., Ltd.	Property leasing, buying selling and renting property	Shareholders / co - directors	300,000,000	-

In September 2016, the Company has sold investment in Sahagreen Energy Company Limited with acquisition cost of investment amount Baht 3,600,000. Such investment was provided provision for diminution in investment amount of Baht 3,600,000. The Company obtained proceed from disposal amount of Baht 36,000.

12. INVESTMENTS IN OTHER COMPANIES

BAHT

CONSOLIDATED AND THE SEPARATE FINANCIAL STATEMENTS	% Holding		Investment Value		Dividends	
	2016	2015	2016	2015	2016	2015
1. Sahapat Properties Co., Ltd.	2.50	2.50	500,000	500,000	50,000	150,000
2. Eastern Rubber Co., Ltd.	-	1.50	-	* 450,000	-	-
3. Advantage Footwear Co., Ltd.	-	0.38	-	* 1,387,500	-	-
4. Treasure Hill Co., Ltd.	-	2.00	-	* 4,000,000	-	-
5. Thanara Co., Ltd.	0.83	0.83	750,000	750,000	-	-
6. Thai Kamaya Co., Ltd.	-	8.00	-	* 9,080,000	-	-
7. Thai Herbal Products Co., Ltd.	1.50	1.50	1,200,000	1,200,000	-	120,000
8. Tipvarin Wattana Co., Ltd.	-	7.50	-	1,233,000	-	135,630
9. Saha Sehwa Co., Ltd.	3.48	3.48	* 5,049,970	* 5,049,970	-	-
10. T-Way Co., Ltd.	-	12.00	-	* 19,207,500	-	-
11. K. Commercial & Construction Co., Ltd.	-	2.20	-	3,277,670	-	110,000
12. E. P. F. Co., Ltd.	-	18.00	-	702,000	-	810,000
13. Pan Land Co., Ltd.	-	1.00	-	* 3,000,000	-	-
14. Thai Yukilon Co., Ltd.	6.94	6.94	5,000,000	5,000,000	2,500,000	1,000,000
15. Sriracha Aviation Co., Ltd.	3.64	3.64	2,000,000	2,000,000	-	-
16. Waseda Education (Thailand) Co., Ltd.	7.14	7.14	2,240,000	3,200,000	-	-
Total cost			16,739,970	60,037,640	2,550,000	2,325,630
<u>Less</u> Provision for capital decrease in Advantage Footwear Co., Ltd.			-	(1,040,625)		
Provision for diminution in investments in other companies			* (2,747,184)	* (21,566,886)		
Total Investments in Other Companies-net (Separate financial statements)			13,992,786	37,430,129		
SUBSIDIARY INVESTED IN						
17. Treasure Hill Co., Ltd.	-	1.00	-	* 2,000,000		
18. T-Way Co., Ltd.	-	4.00	-	* 6,400,000		
Total cost			-	8,400,000		
<u>Less</u> Provision for diminution in investments in other companies			-	* (3,748,000)		
Total Investments in Other Companies of the Subsidiary - net			-	4,652,000		
Total Investments in Other Companies - net (Consolidated)			13,992,786	42,082,129		

Company No.2, 3, 4, 8, 10, 11, 12, 13, 17, 18 have been transferred from investments in other companies to investments in related companies, because of the Company having shares and co - directors of these companies.

In July 2016, Waseda Education (Thailand) Company Limited has reduced its capital from 448,000 shares at Baht 100 par value to 313,600 shares at Baht 100 par value. The Company has recorded decrease in proportion of investment refund from investment in the amount of Baht 960,000.

In January 2016, the Company has sold investment in Thai Kamaya Company Limited with acquisition cost of investment amount Baht 9,080,000. Such investment was provided provision for diminution in investment amount of Baht 8,120,000. The Company obtained proceed from disposal amount of Baht 960,000.

In June 2015, Waseda Education (Thailand) Company Limited has reduced its capital from 560,000 shares at Baht 100 par value to 448,000 shares at Baht 100 par value. The Company has recorded decrease in proportion of investment refund from investment in the amount of Baht 800,000.

In February 2015, Advantage Footwear Company Limited has reduced its registered capital by reducing par value of Baht 75 per share (original par value of Baht 100 per share to Baht 25 per share) by deducting the capital decrease with deficits. The Company has set up the provision for loss on capital decrease in proportion of investment worth amount Baht 1.04 million.

13. INVESTMENTS PROPERTY

BAHT

CONSOLIDATED	Property	Building and improvement	Total
<u>Cost</u>			
January 1, 2015	10,198,609	80,842,878	91,041,487
Transferred from property and plant	40,300,000	13,524,524	53,824,524
December 31, 2015	50,498,609	94,367,402	144,866,011
December 31, 2016	50,498,609	94,367,402	144,866,011
<u>Accumulated depreciation</u>			
January 1, 2015	-	21,019,303	21,019,303
Transferred accumulated depreciation from plant	-	13,464,439	13,464,439
Depreciation for the year 2015	-	4,048,064	4,048,064
December 31, 2015	-	38,531,806	38,531,806
Depreciation for the year 2016	-	4,048,064	4,048,064
December 31, 2016	-	42,579,870	42,579,870
<u>Net book value</u>			
December 31, 2015	50,498,609	55,835,596	106,334,205
December 31, 2016	50,498,609	51,787,532	102,286,141
<u>Fair value</u>			
December 31, 2015	64,320,784	81,123,627	145,444,411
December 31, 2016	74,047,279	78,507,532	152,554,811

Assets fair value are appraised by independent appraiser by using cost approach and market comparative approach.

THE SEPARATE FINANCIAL STATEMENTS	Property	Building and improvement	Total
<u>Cost</u>			
January 1, 2015	10,078,609	80,842,878	90,921,487
Transferred from property and plant	40,300,000	13,524,524	53,824,524
December 31, 2015	50,378,609	94,367,402	144,746,011
December 31, 2016	50,378,609	94,367,402	144,746,011
<u>Accumulated depreciation</u>			
January 1, 2015	-	21,019,303	21,019,303
Transferred accumulated depreciation from plant	-	13,464,439	13,464,439
Depreciation for the year 2015	-	4,048,064	4,048,064
December 31, 2015	-	38,531,806	38,531,806
Depreciation for the year 2016	-	4,048,064	4,048,064
December 31, 2016	-	42,579,870	42,579,870
<u>Net book value</u>			
December 31, 2015	50,378,609	55,835,596	106,214,205
December 31, 2016	50,378,609	51,787,532	102,166,141
<u>Fair value</u>			
December 31, 2015	64,200,784	81,123,627	145,324,411
December 31, 2016	73,927,279	78,507,532	152,434,811

Assets fair value are appraised by independent appraiser by using cost approach and market comparative approach.

The Company, related company and other company jointly invested in land with structures amount of Baht 30.36 million with the proportion of investment as follows :

	Amount (Million Baht)	Ratio of Ownership
Vitayasithi Co., Ltd.	14.93	76.57
S & J International Enterprises Plc.	9.95	51.05
K. Commercial & Construction Co., Ltd.	5.48	28.08
	30.36	155.70

14. PROPERTY, PLANT AND EQUIPMENT

BAHT

CONSOLIDATED	Land and improvement	Building and improvement	Furniture and fixtures	Office equipment	Machineries and equipment	Vehicles	Assets under construction and installation	Total
Cost								
January 1, 2015	343,300,034	763,711,047	360,144,835	122,219,296	2,172,046,430	61,930,862	312,779,292	4,136,131,796
Increase	-	108,593,062	6,283,574	8,259,741	55,079,748	-	17,575,604	195,791,729
Disposal/write off	-	(173,057)	(5,254,865)	(3,666,612)	(35,768,151)	-	-	(44,862,685)
Transferred to expenses	-	-	-	-	-	-	(274,393)	(274,393)
Transferred to investments property	(40,300,000)	(13,524,524)	-	-	-	-	-	(53,824,524)
Transferred to/from	-	253,435,083	9,078,557	3,004,434	37,351,758	-	(302,869,832)	-
December 31, 2015	303,000,034	1,112,041,611	370,252,101	129,816,859	2,228,709,785	61,930,862	27,210,671	4,232,961,923
Increase	-	35,845,743	6,020,699	21,483,808	129,276,471	-	85,954,027	278,580,748
Disposal/write off	-	-	(8,599,744)	(976,688)	(34,086,020)	(8,939,886)	-	(52,602,338)
Transferred to expenses	-	-	-	-	-	-	(88,336)	(88,336)
Transferred to/from	-	6,016,795	180,300	(13,565)	13,075,122	(15,000)	(19,243,652)	-
December 31, 2016	303,000,034	1,153,904,149	367,853,356	150,310,414	2,336,975,358	52,975,976	93,832,710	4,458,851,997
Accumulated depreciation								
January 1, 2015	-	266,145,595	263,293,836	92,549,764	1,672,578,530	49,173,073	-	2,343,740,798
Depreciation for the year 2015	-	37,734,914	36,586,566	12,958,653	198,612,471	3,692,199	-	289,584,803
Disposal/write off	-	(97,605)	(4,938,129)	(3,598,002)	(35,245,578)	-	-	(43,879,314)
Transferred to investments property	-	(13,464,439)	-	-	-	-	-	(13,464,439)
December 31, 2015	-	290,318,465	294,942,273	101,910,415	1,835,945,423	52,865,272	-	2,575,981,848
Depreciation for the year 2016	-	49,070,514	31,362,351	12,154,043	184,694,278	2,147,101	-	279,428,287
Disposal/write off	-	-	(6,767,125)	(974,591)	(33,465,859)	(7,053,922)	-	(48,261,497)
Transferred to/from	-	-	(9,275)	(13,478)	37,752	(14,999)	-	-
December 31, 2016	-	339,388,979	319,528,224	113,076,389	1,987,211,594	47,943,452	-	2,807,148,638
Provision for impairment of assets								
December 31, 2015	-	-	-	-	-	-	2,200,000	2,200,000
December 31, 2016	-	-	-	-	-	-	2,200,000	2,200,000
Net book value								
December 31, 2015	303,000,034	821,723,146	75,309,828	27,906,444	392,764,362	9,065,590	25,010,671	1,654,780,075
December 31, 2016	303,000,034	814,515,170	48,325,132	37,234,025	349,763,764	5,032,524	91,632,710	1,649,503,359

THE SEPARATE FINANCIAL STATEMENTS	Land and improvement	Building and improvement	Furniture and fixtures	Office equipment	Machineries and equipment	Vehicles	Assets under construction and installation	Total
Cost								
January 1, 2015	242,144,778	645,372,453	192,074,365	98,786,318	1,139,703,515	38,325,170	304,554,679	2,660,961,278
Increase	-	35,553,955	3,966,305	6,845,542	26,790,141	-	16,557,204	89,713,147
Disposal/write off	-	(173,057)	(3,165,307)	(3,551,712)	(12,518,912)	-	-	(19,408,988)
Transferred to expenses	-	-	-	-	-	-	(274,393)	(274,393)
Transferred to investments property	(40,300,000)	(13,524,524)	-	-	-	-	-	(53,824,524)
Transferred to/from	-	253,435,083	8,710,457	3,004,434	31,793,442	-	(296,943,416)	-
December 31, 2015	201,844,778	920,663,910	201,585,820	105,084,582	1,185,768,186	38,325,170	23,894,074	2,677,166,520
Increase	-	35,647,413	3,218,617	19,747,156	61,657,616	-	5,155,796	125,426,598
Disposal/write off	-	-	(5,902,731)	(971,046)	(13,308,558)	(4,399,836)	-	(24,582,171)
Transferred to expenses	-	-	-	-	-	-	(88,336)	(88,336)
Transferred to/from	-	6,016,795	180,300	(13,565)	12,056,722	(15,000)	(18,225,252)	-
December 31, 2016	201,844,778	962,328,118	199,082,006	123,847,127	1,246,173,966	33,910,334	10,736,282	2,777,922,611
Accumulated depreciation								
January 1, 2015	-	219,270,717	131,751,276	72,136,303	805,981,620	31,902,271	-	1,261,042,187
Depreciation for the year 2015	-	31,465,280	22,574,246	11,262,848	129,225,062	1,484,719	-	196,012,155
Disposal/write off	-	(97,605)	(3,123,845)	(3,483,110)	(11,996,462)	-	-	(18,701,022)
Transferred to investments property	-	(13,464,439)	-	-	-	-	-	(13,464,439)
December 31, 2015	-	237,173,953	151,201,677	79,916,041	923,210,220	33,386,990	-	1,424,888,881
Depreciation for the year 2016	-	39,893,229	20,245,421	10,732,701	119,015,736	929,205	-	190,816,292
Disposal/write off	-	-	(5,892,653)	(968,950)	(12,952,313)	(4,395,673)	-	(24,209,589)
Transferred to/from	-	-	(9,275)	(13,478)	37,752	(14,999)	-	-
December 31, 2016	-	277,067,182	165,545,170	89,666,314	1,029,311,395	29,905,523	-	1,591,495,584
Provision for impairment of assets								
December 31, 2015	-	-	-	-	-	-	2,200,000	2,200,000
December 31, 2016	-	-	-	-	-	-	2,200,000	2,200,000
Net book value								
December 31, 2015	201,844,778	683,489,957	50,384,143	25,168,541	262,557,966	4,938,180	21,694,074	1,250,077,639
December 31, 2016	201,844,778	685,260,936	33,536,836	34,180,813	216,862,571	4,004,811	8,536,282	1,184,227,027

15. LEASEHOLD RIGHT

BAHT

PARTICULARS	CONSOLIDATED	
	2016	2015
Beginning balances leasehold right - net	719,480	1,034,702
<u>Add</u> Increase	2,082,211	466,403
<u>Less</u> Amortization for the years	(771,530)	(781,625)
Ending balances leasehold right - net	2,030,161	719,480

16. INTANGIBLE ASSETS

BAHT

Computer softwares	CONSOLIDATED	THE SEPARATE FINANCIAL STATEMENTS
<u>Cost</u>		
January 1, 2015	69,713,969	47,594,464
Increase	9,675,795	8,158,355
Disposal/write off	(48,780)	-
December 31, 2015	79,340,984	55,752,819
Increase	2,565,540	2,428,540
December 31, 2016	81,906,524	58,181,359
<u>Accumulated amortization</u>		
January 1, 2015	36,040,906	17,943,722
Amortization for the year 2015	6,658,088	4,981,171
Disposal/write off	(48,780)	-
December 31, 2015	42,650,214	22,924,893
Amortization for the year 2016	6,494,580	5,032,545
December 31, 2016	49,144,794	27,957,438
<u>Net book value</u>		
December 31, 2015	36,690,770	32,827,926
December 31, 2016	32,761,730	30,223,921

17. BANK OVERDRAFTS AND SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

BAHT

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Bank overdrafts	227,033	3,090,776	227,033	3,090,776
Short-term borrowings from financial institutions	850,645,988	1,017,032,829	728,500,000	893,500,000
Total	850,873,021	1,020,123,605	728,727,033	896,590,776

Bank overdrafts and short-term borrowings from the financial institutions of the Company and subsidiary are unsecured loans.

18. PROVISION FOR LONG - TERM EMPLOYEE BENEFITS

BAHT

PARTICULARS	CONSOLIDATED		
	Provision for employee retirement benefit under labor law	Other long-term employee benefits	Total
<u>Defined benefit obligation</u>			
Balances as at January 1, 2015	122,809,712	7,621,234	130,430,946
<u>Add</u> Current service cost	18,384,170	2,018,360	20,402,530
Interest cost	4,174,287	397,154	4,571,441
<u>Less</u> Benefits paid during the year	(10,729,053)	(5,592,412)	(16,321,465)
Balances as at December 31, 2015	134,639,116	4,444,336	139,083,452
Actuarial gain from employee benefit plan	(11,195,590)	(599,026)	(11,794,616)
<u>Add</u> Current service cost	19,071,964	1,457,904	20,529,868
Interest cost	4,509,549	341,228	4,850,777
<u>Less</u> Benefits paid during the year	(3,171,792)	(504,302)	(3,676,094)
Balances as at December 31, 2016	143,853,247	5,140,140	148,993,387

PARTICULARS	THE SEPARATE FINANCIAL STATEMENTS		
	Provision for employee retirement benefit under labor law	Other long-term employee benefits	Total
<u>Defined benefit obligation</u>			
Balances as at January 1, 2015	102,455,893	5,183,438	107,639,331
<u>Add</u> Current service cost	14,786,176	1,644,360	16,430,536
Interest cost	3,443,060	305,230	3,748,290
<u>Less</u> Benefits paid during the year	(6,069,913)	(3,686,963)	(9,756,876)
Balances as at December 31, 2015	114,615,216	3,446,065	118,061,281
Actuarial gain from employee benefit plan	(8,989,529)	(217,526)	(9,207,055)
<u>Add</u> Current service cost	14,958,440	1,047,114	16,005,554
Interest cost	3,637,796	238,704	3,876,500
<u>Less</u> Benefits paid during the year	(2,966,346)	(318,301)	(3,284,647)
Balances as at December 31, 2016	121,255,577	4,196,056	125,451,633

The principle assumptions used in determining the employee benefit liabilities are shown as follows:

% (per annum)

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Discount rate	2.53 - 2.55	3.57 - 3.75	2.55	3.57
Salary increase rate (depends on the age)	2.67 - 5.00	3.00 - 5.00	2.67 - 5.00	5.00
Average staff turnover rate (depends on the age)				
- Monthly staff	0.00 - 39.00	0.00 - 33.00	0.00 - 34.00	0.00 - 33.00
- Daily staff	0.00 - 68.00	0.00 - 73.00	0.00 - 68.00	0.00 - 73.00

Sensitivity analysis on key assumption changes are as follows:

BAHT

PARTICULARS	2016	
	CONSOLIDATED	THE SEPARATE FINANCIAL STATEMENTS
Discount rate -1.0%	160,097,242	134,767,061
Discount rate (base)	148,993,387	125,451,633
Discount rate +1.0%	139,276,869	117,331,728
Expected rate of salary increase -1.0%	139,046,189	117,181,341
Expected rate of salary increase (base)	148,993,387	125,451,633
Expected rate of salary increase +1.0%	160,150,041	134,760,367

19. INCOME TAX EXPENSES

Corporate income taxes of the Company and subsidiaries for the years ended December 31, 2016 and 2015 were calculated from accounting profit and adjusted with other revenues and some expenses which are exempted from income tax, such as dividend income, or being disallowable expenses in income taxes computation purposes such as doubtful debts.

The corporate income tax of the Company is calculated at the rate of 20 percent.

The corporate income taxes of subsidiaries established under Thai law are calculated at the rate of 15 and 20 percent.

The corporate income taxes of subsidiaries established under foreign law are calculated at the rate of 16.50, 20 and 25 percent.

Income taxes expenses recognized in statements of income consist:

BAHT

PARTICULARS FOR THE YEARS ENDED DECEMBER 31,	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
The corporate income tax for the years	62,004,613	44,964,208	58,705,257	42,237,853
Amortization and reversal of temporary differences assets/liabilities on temporary differences	(12,464,016)	(7,534,664)	(13,210,655)	(5,155,838)
Income tax expenses	49,540,597	37,429,544	45,494,602	37,082,015

As at December 31, 2016 and 2015, the deferred tax assets/liabilities arose from the following temporary differences:

BAHT

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	December 31, 2016	December 31, 2015	December 31, 2016	December 31, 2015
Accumulated temporary differences in the statements of income				
Tax rate of 10%				
Unused tax losses	770,132	-	-	-
Tax rate of 20%				
Allowance for doubtful trade accounts receivable	4,029,063	4,202,366	4,029,063	4,029,063
Allowance for doubtful other current assets	-	246,756	-	-
Allowance for doubtful other non-current assets	-	891,320	-	-
Provision for diminution in inventories	55,118,173	2,728,259	51,078,136	27,089
Unrealized (gain) loss on forward exchange contracts	(137,706)	428,700	(143,215)	428,700
Provision for long-term employee benefits	160,788,003	139,083,452	134,658,688	118,061,281
Allowance for loss on capital decrease and provision for diminution in investments	59,210,210	59,677,476	77,706,210	78,729,476
Provision for impairment of assets under construction	2,200,000	2,200,000	2,200,000	2,200,000
Unused tax losses	3,663,176	13,477,579	-	-
Total	285,641,051	222,935,908	269,528,882	203,475,609
Temporary differences in the statements of comprehensive income				
Tax rate of 20%				
- recognized in other components of the shareholders' equity				
Unrealized gain on remeasuring available-for-sale securities	(775,051,003)	(723,546,197)	(775,051,003)	(723,546,197)
- recognized in retained earnings				
Provision for long-term employee benefits	(11,794,616)	-	(9,207,055)	-
Total	(501,204,568)	(500,610,289)	(514,729,176)	(520,070,588)
Deferred tax liabilities	(100,317,926)	(100,122,057)	(102,945,835)	(104,014,117)

20. LEGAL RESERVE

In compliance with the Public Company Act, B.E. 2535 (1992), the Company has to set up legal reserve at least 5 % of annual net profit less deficits brought forward (if any) until meet 10% of authorized share capital. Such legal reserve is not allowed to pay for dividend. The Company has completely appropriated for legal reserve in compliance with the legal requirement.

21. DIVIDEND PAYMENT AND DIRECTORS' REMUNERATION

On April 26, 2016, the Ordinary General Shareholders' Meeting for 2016 was held and approved a resolution to pay dividends for the results of 2015 operation to the shareholders of 149,930,828 shares at Baht 1 per share, totaling Baht 149.93 million. The dividend payment was made on May 25, 2016 and approved a resolution to pay directors' remuneration at the maximum of Baht 15 million per year.

On April 28, 2015, the Ordinary General Shareholders' Meeting for 2015 was held and approved a resolution to pay dividends for the results of 2014 operation to the shareholders of 149,930,828 shares at Baht 0.85 per share, totaling Baht 127.44 million. The dividend payment was made on May 26, 2015 and approved a resolution to pay directors' remuneration at the maximum of Baht 15 million per year.

22. EXPENSES BY NATURE

BAHT

PARTICULARS	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
(Increase) decrease changes of finished goods and work in progress	(6,299,009)	33,199,498	(35,117,624)	11,626,522
Raw material and consumables used	2,710,484,486	2,764,354,807	2,864,493,949	2,855,150,015
Purchase of inventories	268,764,279	224,778,993	-	-
Directors and management benefit expenses	52,024,389	58,617,777	50,764,989	52,622,212
Employee benefit expenses	1,070,192,430	972,765,858	772,161,623	696,265,518
Depreciation	283,476,351	293,632,867	194,864,356	200,060,219
Amortization expenses	7,266,110	7,439,713	5,032,545	4,981,171
Other expenses	675,827,879	651,136,870	500,854,304	488,961,607
Total	5,061,736,915	5,005,926,383	4,353,054,142	4,309,667,264

23. EMPLOYEE PROVIDENT FUND

The Company and its subsidiary have set up and registered provident fund in accordance with the Provident Fund Act, B.E. 2530 (1987). In order to be the savings and welfare promotion, as well as the fringe benefits upon resignation or retirement to its employees according to the Company's regulation, with one part of contribution from the employees and another part from the Company at the rate of 3% on their basic salaries. The Company has appointed the CIMB-Principal Asset Management Company Limited to be the fund manager.

Provident fund contributions made by the Company and its subsidiary for their employees are recorded as expenses in the income statements for the years ended December 31, 2016 and 2015 as follows:

MILLION BAHT

Company's name	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
S & J International Enterprises Plc.	8.67	8.20	8.67	8.20
Top Trend Manufacturing Co., Ltd.	1.96	1.90	-	-
Total	10.63	10.10	8.67	8.20

24. FOREIGN CURRENCY TRANSACTIONS

24.1 The Company and subsidiaries have outstanding assets and liabilities denominated in foreign currencies as follows :-

AMOUNT IN THOUSAND

CONSOLIDATED	2016		2015	
	Foreign currencies	Converted to Baht	Foreign currencies	Converted to Baht
Assets				
USD	8,488.84	302,702	5,217.29	187,422
JPY	146,328.20	44,566	74,674.64	22,137
EUR	0.26	10	0.26	10
GBP	117.74	5,133	66.20	3,514
Total assets		352,411		213,083
Liabilities				
USD	1,436.69	51,723	638.00	23,129
JPY	18,979.09	5,909	9,666.15	2,926
GBP	480.89	21,383	198.77	10,720
EUR	273.37	10,425	194.63	7,746
AUD	1.85	49	4.60	123
HKD	44.64	208	-	-
Total liabilities		89,697		44,644

AMOUNT IN THOUSAND

THE SEPARATE FINANCIAL STATEMENTS	2016		2015	
	Foreign currencies	Converted to Baht	Foreign currencies	Converted to Baht
Assets				
USD	8,403.73	299,667	5,145.87	184,856
JPY	146,328.20	44,566	74,674.64	22,137
EUR	0.26	10	0.26	10
GBP	117.74	5,133	66.20	3,514
Total assets		349,376		210,517
Liabilities				
USD	1,208.32	43,501	525.05	19,034
JPY	18,979.09	5,909	9,666.15	2,926
GBP	473.45	21,053	198.77	10,720
EUR	245.72	9,371	172.99	6,885
AUD	1.85	49	4.60	123
HKD	44.64	208	-	-
Total liabilities		80,091		39,688

24.2 The Company has made selling forward exchange contracts with the local commercial bank for hedging in exchange rate fluctuation which might affect Baht received from export trade accounts receivable that can be summarized as follows :-

CONSOLIDATED AND THE SEPARATE FINANCIAL STATEMENTS	Amount in thousand	Fair value (Thousand Baht)	Delivery dates
<u>Year 2016</u>			
USD	4,282.77	153,528	March 2017 - June 2017
GBP	309.97	13,688	February 2017 - May 2017
<u>Year 2015</u>			
USD	19.06	689	January 2016
GBP	47.14	2,526	January 2016 - March 2016
JPY	87,903.44	26,348	January 2016 - June 2016

24.3 The Company and subsidiaries have made buying forward exchange contracts with the local commercial bank for hedging in exchange rate fluctuation which might affect Baht payable to the foreign accounts payable that can be summarized as follows :-

CONSOLIDATED	Amount in thousand	Fair value (Thousand Baht)	Delivery dates
<u>Year 2016</u>			
EUR	27.20	1,030	February 2017
<u>Year 2015</u>			
USD	217.22	7,800	January 2016 - February 2016
GBP	131.20	6,963	February 2016

THE SEPARATE FINANCIAL STATEMENTS	Amount in thousand	Fair value (Thousand Baht)	Delivery dates
<u>Year 2015</u>			
USD	217.22	7,800	January 2016 - February 2016
GBP	131.20	6,963	February 2016

25. FINANCIAL INFORMATION BY SEGMENT

The Company and its subsidiaries' financial information by segment in the consolidation for the years ended December 31, 2016 and 2015 are as follows:

Year 2016	Cosmetics	Containers	Others	Inter-company transactions		Total
				Debit	Credit	
Sales	4,507,575,357	926,711,622	346,309,013	527,824,219	-	5,252,771,773
Operating result by segments	191,256,994	7,235,926	10,921,935	530,258,474	549,630,294	228,786,675
Other incomes	205,627,677	10,310,469	6,387,401	95,473,664	-	126,851,883
Profit attributable to equity holders of the parent						305,222,248
Property, plant and equipment-net	1,184,227,027	392,263,133	73,013,199	-	-	1,649,503,359

BAHT

BAHT

Year 2015	Cosmetics	Containers	Others	Inter-company transactions		Total
				Debit	Credit	
Sales	4,402,849,470	906,916,238	286,995,284	495,481,022	-	5,101,279,970
Operating result by segments	136,963,657	(18,902,300)	11,942,273	502,422,628	516,450,745	144,031,747
Other incomes	181,362,924	13,890,308	2,621,716	55,405,763	-	142,469,185
Profit attributable to equity holders of the parent						253,075,269
Property, plant and equipment-net	1,250,077,639	333,817,594	70,884,842	-	-	1,654,780,075

The financial information by geographical areas can be classified to local and export sales in the consolidation for the years ended December 31, 2016 and 2015 as follows:

BAHT

Particulars	Local		Export		Total	
	2016	2015	2016	2015	2016	2015
Sales	2,608,444,879	2,713,883,106	2,644,326,894	2,387,396,864	5,252,771,773	5,101,279,970
Operating result by segments	16,532,765	3,244,282	212,253,910	140,787,465	228,786,675	144,031,747

26. TRANSACTIONS WITH RELATED PERSONS AND PARTIES

The Company has certain business transactions with its related parties which are related through, directorship or shareholding or having shareholders or some co-directors. The effects of these transactions were reflected in the accompanying financial statements in normal business and general trading conditions.

COMPANIES	RELATIONSHIP
Associates	See Note 9
Subsidiaries	See Note 10
Related companies	See Note 11
Better Way (Thailand) Co., Ltd.	Co - directors
International Laboratories Corp., Ltd.	Co - directors
Vitayasithi Co., Ltd.	Co - directors
O.C.C. Plc.	Co - directors
I.C.C. International Plc.	Co - directors
Oriental Salon Business Co., Ltd.	Co - directors
H & B Intertex Co., Ltd.	Co - directors
People's Garment Plc.	Co - directors
Saha Pathanapibul Plc.	Co - shareholders
Thai Wacoal Plc.	Co - shareholders
Saha Pathana Inter-Holding Plc.	Co - shareholders
Erawan Textile Co., Ltd.	Related company is major shareholders
Related persons	Directors of Company and subsidiaries

The significant transactions with related persons and parties are as follows:

BAHT

Transactions in statements of financial position	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
<u>Trade accounts receivable</u>				
- Subsidiaries	-	-	1,421,197	2,131,398
- Associates	12,465,218	11,704,718	9,683,807	8,238,962
- Related companies	230,824,264	254,573,604	203,776,871	233,852,029
Total	243,289,482	266,278,322	214,881,875	244,222,389
<u>Other receivables</u>				
- Subsidiaries	-	-	2,311,883	3,523,144
- Associates	2,234,879	17,859	2,234,879	17,859
- Related companies	558,698	447,061	558,698	447,061
Total	2,793,577	464,920	5,105,460	3,988,064
<u>Other non-current assets</u>				
<u>Rental guarantee</u>				
- Related companies	5,036,175	5,036,175	4,482,120	4,482,120
<u>Trade accounts payable</u>				
- Subsidiaries	-	-	67,798,872	55,485,338
- Associates	841,327	1,602,659	841,327	1,602,659
- Related companies	14,857,193	22,054,298	10,234,983	15,537,236
Total	15,698,520	23,656,957	78,875,182	72,625,233
<u>Other accounts payable</u>				
- Subsidiaries	-	-	639,128	870,153
- Associates	130,861	-	130,861	-
- Related companies	3,663,271	4,264,588	3,663,271	4,264,588
Total	3,794,132	4,264,588	4,433,260	5,134,741
<u>Other non-current liabilities</u>				
- Related companies	36,886	24,760	36,886	24,760

Transactions in statements of income for the years ended December 31,	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
<u>Sales</u>				
- Subsidiaries	-	-	9,239,165	10,825,981
- Associates	55,484,146	65,250,756	38,856,667	36,723,111
- Related companies	1,527,028,328	1,504,895,517	1,369,039,129	1,334,200,651
Total	1,582,512,474	1,570,146,273	1,417,134,961	1,381,749,743
<u>Rental income</u>				
- Subsidiaries	-	-	455,675	475,250
- Associates	30,856,800	28,648,800	30,856,800	28,648,800
- Related companies	601,327	395,905	601,327	395,905
Total	31,458,127	29,044,705	31,913,802	29,519,955
<u>Other incomes</u>				
- Subsidiaries	-	-	6,632,604	7,920,775
- Associates	327,715	1,328,716	327,715	1,198,716
- Related companies	5,830,804	660,784	4,695,667	541,293
Total	6,158,519	1,989,500	11,655,986	9,660,784
<u>Purchase of goods and service</u>				
- Subsidiaries	-	-	516,081,797	479,784,455
- Associates	2,920,397	4,907,098	2,920,397	4,907,098
- Related companies	100,112,997	99,624,751	100,112,997	86,814,836
Total	103,033,394	104,531,849	619,115,191	571,506,389
<u>Rental expenses</u>				
- Related companies	8,886,053	8,193,264	8,886,053	8,193,264
<u>Other expenses</u>				
- Subsidiaries	-	-	7,164,413	8,675,170
- Associates	139,534	1,351,533	139,534	1,351,533
- Related companies	126,654,827	140,586,174	65,194,157	71,475,682
Total	126,794,361	141,937,707	72,498,104	81,502,385

Revenues from sales, purchase of goods and services, other income and expenses as shown in the statements of income are in accordance with general trading conditions under fixing price or at market price compensation. For the transactions with no reference of market price, the agreed prices according to the agreement are applied.

27. COMMITMENT AND CONTINGENT LIABILITIES

BAHT

PARTICULARS	December 31, 2016		
	CONSOLIDATED	THE SEPARATE FINANCIAL STATEMENTS	
1. Commitment under letters of guarantee issued by commercial banks	126,066,438	117,717,738	
2. Royalty fees are payable by calculating from percentage of sales at the rate as fixed in the agreement.			
3. The Company and subsidiaries have commitment to pay future monthly rental and services for lease and service contracts for the office, warehouse and advisory contract from January 1, 2017 as follows:			
	<u>CONTRACT PERIOD</u>	<u>CONSOLIDATED</u>	<u>THE SEPARATE FINANCIAL STATEMENTS</u>
	Current portion	76,166,434 Baht	68,312,445 Baht
	Over 1 year but not over 5 years	64,720,201 Baht	60,835,031 Baht

28. FINANCIAL INSTRUMENTS

The Company and subsidiaries have information relating to financial instruments both in and off statements of financial position, as follows:

28.1 Accounting policies and procedure

- See Note 4.

28.2 Risk from breach of contracts

- Due to the contracting party does not follow the requirement in the contract which caused damage to the Company and subsidiaries.
- The credit risk with respect to the concentration of trade accounts receivable, consists of
 - a) Portion of sales to customers that are related companies. (See Note 26)
 - b) Another portion of sales to other customers that are numerously.

- For the financial assets shown in the statements of financial position, the book value of such assets is net from various provisions to be estimated fair value. Such provisions are assumed to be the highest value of risk incurred from breach of contracts.

28.3 Risk relating to interest rate

Risk from the fluctuation of interest rate may have negative effect to the Company and subsidiaries for the current and the following years. The Company and subsidiaries expects that it can manage the contingent risk, due to it has set up a plan and follow up the situation closely.

28.4 Risk from exchange rate

The Company and subsidiaries have risk from the fluctuation of foreign exchange rates, due to some debtors and creditors arisen from the trading in foreign currencies. The Company will make the forward exchange contract, in case of Baht currency is highly fluctuated and it is appropriate for the situation.

28.5 Fair value of financial instruments

The Company and subsidiaries have used the following methods and assumptions to estimate the fair value of financial instruments:

- Financial assets shown at book value which are equal to the estimated fair value.
- Financial liabilities shown at book value which are equal to the estimated fair value, due to such liabilities will be matured in short term.

29. FINANCIAL STATEMENTS APPROVAL

These financial statements are duly approved by the Company's directors on February 21, 2017.

Management Discussion and Analysis (MD&A)

Financial Ratio Table

	Consolidated Financial Statement			
	2016	2015	2014	
LIQUIDITY RATIO				
Current Ratio	1.36	1.22	1.07	Times
Quick Ratio	0.76	0.59	0.56	Times
Current Cash Flow Ratio	0.37	0.31	0.29	Times
Receivable Turnover	5.62	5.50	5.45	Times
Average Collection Period	64	65	66	Days
Inventory Turnover	15.08	15.96	14.62	Times
Inventory Turnover Period	24	23	25	Days
Payable Turnover	11.77	10.78	10.60	Times
Payment Period	31	33	34	Days
Cash Cycle	57	55	57	Days
PROFITABILITY RATIO				
Gross Profit	24.08	22.16	20.79	%
Operating Profit	4.36	2.82	2.54	%
Operating Cash Flow Turnover	248.40	377.42	444.75	%
Net Profit	5.67	4.83	3.90	%
Return on Equity	8.51	7.27	6.55	%
EFFICIENCY RATIO				
Return on Total Asset	5.68	4.60	3.86	%
Return on Fixed Asset	35.39	31.50	28.02	%
Total Asset Turnover	1.00	0.95	0.99	Times
FINANCIAL POLICY RATIO				
Debt to Equity	0.47	0.53	0.63	Times
Interest Coverage	36.97	26.53	19.70	Times
Payout Ratio	49.12	47.39	53.20	%

Factors that could affect operating results and financial position in future

- Nil -

Overview of Business Operations

During 2016, many parts of the global economy were still in an economic recession. Additionally, a number of factors, including currency fluctuations, caused a slowdown in consumption. Similarly, in Thailand, where the average growth in the economy was around 3.2%. However, the beauty care industry still achieved ongoing growth with more intensity competition.

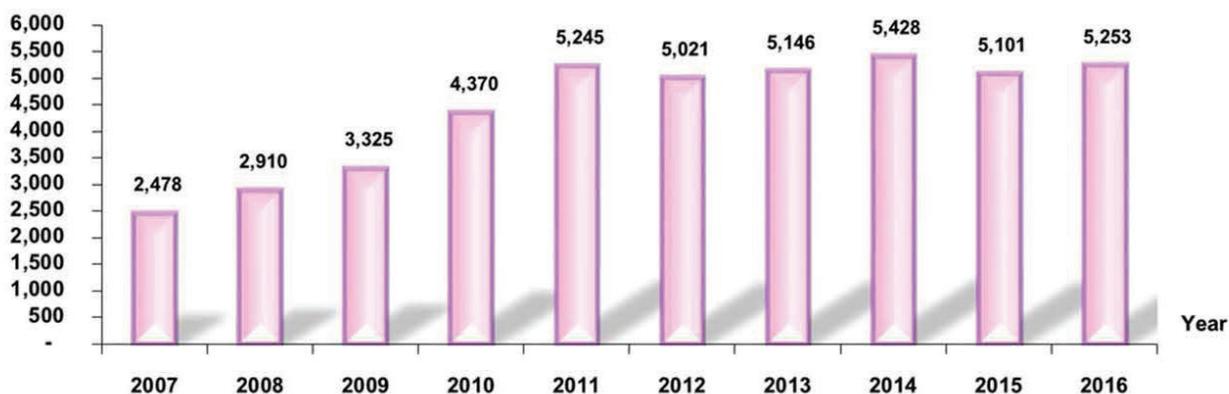
In 2016, the company and its subsidiaries produced various products with reasonable price together with innovative products from our research and development to meet both customer, and consumer needs, resulting increase in market shares as well as investing in assets in order to enhance their production and increase in sale opportunity and profit increase. This resulted in financial growth for 2016 of the company and its subsidiaries with revenue from sales of 5,252.77 million baht, increased from prior year of 2.59 %, profit before tax amounting to 364 million baht, increased from prior year of 26.86% and total assets amounting to 5,428.79 million baht, increased from prior year of 2.24%.

Financial performance and financial position

In 2016, the company and its subsidiaries had profit attributable to equity holders of the parent of 305.22 Million Baht, increased from prior year of 52.15 million baht or 20.60 % by material analysis as follows:

Revenue from sales

Amount (Unit : 1,000 Baht)



Revenue from sales

In 2016, the company and its subsidiaries had revenue from sales of 5,252.77 million baht, increased from prior year of 151.49 million baht or 3% due to increase in export sales of 256.93 million baht or 10.76% from product sales be able to increase in market share where as decrease in local sales due to sales decreased for indirect export of such local customers caused by more intensity competition. Meanwhile, the major customer still continuous growth with result to revenue increasing.

Cost of goods sold

In 2016, the company and its subsidiaries had cost of goods sold of 75.92 % of revenue from sales, decreased from prior year of 1.91% due to improve their efficiency in production including ability in procurement by sourcing quality raw materials and packaging with reasonable price and also increased in efficiency of inventory management to provide quality products with the satisfaction price by customers to compete in the market.

Selling and Administrative expenses

In 2016, the company and its subsidiaries had selling and administrative expenses of 1,036.07 million baht, increased from prior year 49.46 million baht or 5.01% due to increase in personel expenses. Meanwhile, controlling overall expenses properly.

Finance costs

In 2016, the company and its subsidiaries had finance costs of 17.36 million baht, decreased from previous year of 5.20 million baht due to decrease in short-term borrowing from financial institution and decrease in borrowing interest rate together with more liquidity from their financial performance coupled with follow up on payment of customers closely.

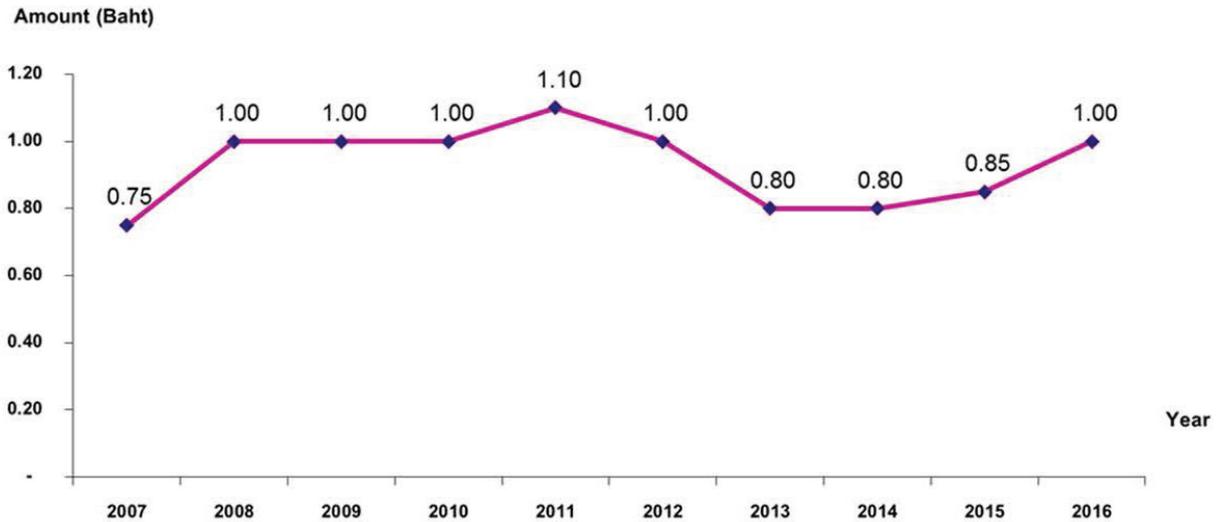
Profit for the year



Profit attributable to equity holders of the parent

The consolidated financial statements of year 2016 showed net profit attributable to equity holders of the parent of 305.22 million baht, increased from prior year of 52.15 million baht or 20.60 % due to increase in revenues from sales together with increase in gross profit from controlling cost of production, selling and administrative expenses as well as finance cost per above forementioned.

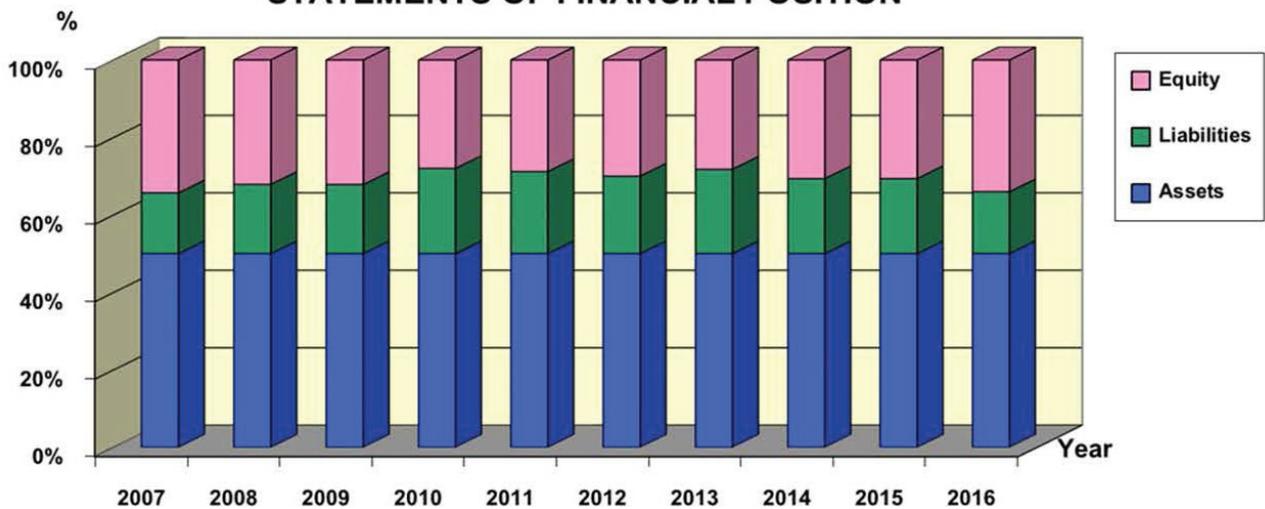
Dividend per share



Return on Equity

In the consolidated financial statements of year 2016, The company and its subsidiaries achieved a return on equity of 8.51% , which increased from prior year, due to profit increased. The company has a policy to pay dividend to shareholders at 20-80 percent of profit for the year of the company’s separate financial statement (under the cost method). However, this rate principally depends on economic conditions and operational results of the company. In 2016, the company had a profit for the year of 315.84 million baht. The company had the resolution of the Board of Directors’ Meeting No.1/2017 held on February 22, 2017 which will be proposed at the shareholders’ ordinary meeting for their approval on April 24, 2017 to pay dividend at the rate of 1.20 baht per share from the 2016 financial performance, totally 179.96 million baht. The proposed dividend payment is equal to 59.96 % of profit for the year of the separate financial statement and will be paid on May 23, 2017.

STATEMENTS OF FINANCIAL POSITION



Financial position

Total Assets : In 2016, the company and its subsidiaries had total assets amounting to 5,428.80 million baht, increased from prior year of 119.04 million baht or 2.24 % due to material changes as follows:

1. Increase in net trade accounts receivable of 168.12 million baht from prior year due to increase in revenue from sales as well as follow-up on payment of customers closely including analysis of financial position and customers quality assesment to provide credit facility with result to non-overdued receivables and overdue within 3 months equal to 97.84 % of total accounts receivable.
2. Decrease in inventories of 89.13 million baht from prior year due to increase in revenues from sales whereas inventory turnover period was similar to prior year.
3. Increase in investment available-for-sale securities of 78.99 million baht from prior year due to increase in fair value of the investments.
4. Decrease in other current assets of 27.85 million baht due to refund value added tax.

Total Liabilities : In 2016, the company and its subsidiaries had total liabilities amounting to 1,736.44 million baht, decreased from prior year of 91.99 million baht or 5.03 % due to material changes in liabilities as follows:

1. Decrease in bank overdraft and short-term borrowing from financial institutions of 169.25 million baht from prior year due to increase in liquidity of the company and its subsidiaries resulted of shot term borrowings decreased.
2. Increase in accrued bonus of 52.24 million baht.

Shareholders' Equity : In 2016, the company and its subsidiaries had shareholders' equity amounting to 3,692.36 million baht, increased from prior year of 211.03 million baht or 6.06 % due to material changes in shareholders' equity as follows:

1. Increase in other components of shareholders' equity of 37.05 million baht due to gain from the remeasuring of investments available for sale securities (net of tax) of 41.20 million baht, exchange rates translation differences of 4.15 million baht and gain from employee benefit plan (net of tax) of 9.44 million baht.
2. Increase in unappropriated retained earnings of 163.69 million baht due to profit attributable to equity holders of the parent of 305.22 million baht and dividend payment of 149.93 million baht .
3. Decrease in non-controlling interest of 10.28 million baht.

Liquidity

1. Cash flows in 2016, the company and its subsidiaries had net increase in cash and cash equivalent of 27.69 million baht by separated activities as follows:

(Unit : Million Baht)

	2016	2015	2014
Cash Flows from Operating Activities	568.31	543.61	612.04
Cash Flows from Investing Activities	(221.43)	(125.74)	(127.90)
Cash Flows from Financing Activities	(319.18)	(405.46)	(432.84)
Net Increase (Decrease) in Cash and Cash Equivalent	27.69	12.41	51.30

The material changes in cash flows in 2016 are as follows:

- Increase in cash flows provided from operating activities of 24.70 million baht due to increase in net cash provided from sales.
- Increase in cash flows used in investing activities of 95.69 million baht due to improve of factory building and invest in machineries for effectiveness in production.
- Decrease in cash flows provided from financing activities of 86.28 million baht due to decrease in short-term borrowings from financial institution from more liquidity

2. Sufficiency of liquidity

	2016	2015	2014	
Current Ratio	1.36	1.22	1.07	Times
Current Ratio	0.76	0.59	0.56	Times
Current Cash Flow Ratio	0.37	0.31	0.29	Times
Debt to Equity ratio	0.47	0.53	0.63	Times

In 2016, the company and its subsidiaries had more liquidity reflecting from the above current ratio of 1.36 times and increase in quick ratio from prior year which were a result of current business operations compare to prior year. The company and its subsidiaries has efficiency of debt collection system together with most customers are good and made their payment on time. Whereas, debt to equity ratio of 0.47 times, decreased from prior year reflecting their stability and the overall adequacy of business liquidity.

Personal Information of Company Directors and Management Members

Name / Position Date of appointment	Age (years)	Highest Educational Level and Training Course	% Share holding*	Working Experiences
1. Mr.Boonkiet Chokwatana <ul style="list-style-type: none"> Chairman Chairman of the Nominating Committee Chairman of the Remuneration Committee April 22, 1980 	69	<ul style="list-style-type: none"> Honorary Doctorate Degree in Business Faculty of Management and Information Sciences, Naresuan University. Honorary Doctorate Degree in Business Administration (Management), Sripatum University Honorary Doctorate Degree in Business Administration College of Commerce, Burapha University B.S.Engineering - Worcester Polyteching Institute, Massachusetts, U.S.A. Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 3/2003 Director Certification Program (DCP) 41/2004 	7.88%	Other Listed Company : 5 companies <ul style="list-style-type: none"> President and Executive Chairman : I.C.C. International PCL. Chairman : People's Garment PCL. PAN Asia Footwear PCL Director : Sahacogen (Chonburi) Public Co.,Ltd. Saha Pathana Inter Holding PCL Other Non-Listed Company : 62 companies
2. Mrs.Tipaporn Chokwatana <ul style="list-style-type: none"> Vice Chairman Nominating Director April 22, 1980 	70	<ul style="list-style-type: none"> BA.- Ramakhamhaeng University Secretary - Pitman London Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 3/2003 Director Certification Program (DCP) 68/2005 	7.88%	Other Listed Company : 1 company <ul style="list-style-type: none"> Director : O.C.C. PCL. Other Non-Listed Company : 25 companies
3. Mr.Thirasak Vikitset <ul style="list-style-type: none"> Managing Director Chairman of the Executive Board Nominating Director Remuneration Director April 30, 1985 	65	<ul style="list-style-type: none"> MBA, Clark University Worcester, Massachusetts, U.S.A. B.D. Engineering, Worcester Polytechnic Institute, Massachusetts, U.S.A. Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 3/2003 Director Certification Program (DCP) 68/2005 	1.76%	Other Listed Company : 1 company <ul style="list-style-type: none"> Director : Sahacogen (Chonburi) PCL. Other Non-Listed Company : 19 companies
4. Dr.Atthakorn Glankwamdee <ul style="list-style-type: none"> Deputy Managing Director Chairman of the Risk Management Executive Director Nominating Director April 22, 1991 	68	<ul style="list-style-type: none"> Ph.D. University of Illinois@Urbaha U.S.A. Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 3/2003 Director Certification Program (DCP) 68/2005 	0.31%	Other Listed Company : 1 company <ul style="list-style-type: none"> Director : Sahacogen (Chonburi) PCL. Other Non-Listed Company : 13 companies
5. Admiral Apichart Pengsitong <ul style="list-style-type: none"> Independent Directors CSR Director November 12, 2009 	67	<ul style="list-style-type: none"> The State Private & Political Sectors Course, National Defense College (Class of 15th) Bachelor of Engineering in Electrical Engineering, Royal Thai Naval Academy Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 82/2010 	0.06%	Other Listed Company : 3 companies <ul style="list-style-type: none"> Chairman and Independent Director : JKN Global Media Pcl. T.A.C. Consumer Pcl. Muangthai Leasing Pcl. Other Non-Listed Company : -None-
6. Mrs.Kaewta Ongsaranakom <ul style="list-style-type: none"> Director Executive Director Nominating Director Remuneration Director Corporate Governance Director June 22, 1987 	60	<ul style="list-style-type: none"> Bachelor of Political science From Thammasat University Thai Institute of Directors Association (IOD) Director Certification Program (DCP) 27/2003 Role of the Compensation Committee (RCC) 10/2010 	0.65%	Other Listed Company : -None- Other Non-Listed Company : 10 companies

Name / Position Date of appointment	Age (years)	Highest Educational Level and Training Course	% Share holding*	Working Experiences
7. Prof.Dr.Malyn Ungsurungsie <ul style="list-style-type: none"> • Director • Executive Director • Chairman of CSR Committee April 26, 2004	66	<ul style="list-style-type: none"> - Doctor of Philosophy (Microbiology) From Mahidol University - B.Sc. In Pharm From Chulalongkorn University - Certificate in Management of Higher Education from Galilee College, Israel and Harvard University Extension School, USA. Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 17/2004 	0.12%	Other Listed Company : -None- Other Non-Listed Company : 6 companies
8. Mrs.Chitraporn Vikitset <ul style="list-style-type: none"> • Director • Executive Director April 23, 2007	65	<ul style="list-style-type: none"> - Master Degree of Early Childhood Education From Worcester College, U.S.A. Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 66/2007 	1.76%	Other Listed Company : -None- Other Non-Listed Company : 6 companies
9. Mrs.Teerada Ambhanwong Director April 26, 1998	46	<ul style="list-style-type: none"> - MBA. From Sasin Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 3/2003 - Director Certification Program (DCP) 51/2004 	0.58%	Other Listed Company : 2 companies - Managing Director : O.C.C. PCL. Other Non-Listed Company : 19 companies
10.Mrs.Pismai Chandrubeksa <ul style="list-style-type: none"> • Independent Directors • Remuneration Director April 28, 2009	68	<ul style="list-style-type: none"> - Cambridgeshire College of Arts & Technology, Catering Diploma England Cambrideg, Hotel & Restaurant Management Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 82/2010 	0.06%	Other Listed Company : -None- Other Non-Listed Company : -None-
11.Mr.Suthep Dansiriviroj <ul style="list-style-type: none"> • Director April 22, 2014	68	<ul style="list-style-type: none"> - Bachelor of Accountancy (Honors) of Thammasat University Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Risk Management Committee Program (RMP) 5/2014 - Director Accreditation Program (DAP) 32/2005 - Director Certification Program (DCP) 60/2005 	None	Other Listed Company : 1 company - Director, Executive Director and Chair of the Risk Management : Sahacogen (Chonburi) PCL. Other Non-Listed Company : 3 companies
12.Mr.Khachornsakdi Vanaratseath <ul style="list-style-type: none"> • Independent Directors • Chairman of Audit Committee April 26, 1993	69	<ul style="list-style-type: none"> - Master Degree of Accountancy, Western Illinois University, U.S.A. - Graduate Diploma in Auditing, Chulalongkorn University - B.Sc.Accountancy, Chulalongkorn University Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 3/2003 	0.10%	Other Listed Company : 2 companies - Independent Director & Chairman of Audit Committee : Far East DDB Public Co.,Ltd. Sahapattanapiboon Public Co.,Ltd. Other Non-Listed Company : 1 company
13.Mrs.Pradiitha Chongwattana <ul style="list-style-type: none"> • Independent Directors • Audit Committee Director April 22, 2002	67	<ul style="list-style-type: none"> - Faculty of Law, Thammasat University - MINI MBA, Thammasat University - Management Construction (6 months), Chulalongkorn University Thai Institute of Directors Association (IOD) <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 5/2001 	0.11%	Other Listed Company : -None- Other Non-Listed Company : 2 companies

Name / Position Date of appointment	Age (years)	Highest Educational Level and Training Course	% Share holding*	Working Experiences
14.Mr.Surong Ongkosit <ul style="list-style-type: none"> Independent Directors Audit Committee Director April 22, 2008 	65	<ul style="list-style-type: none"> Master Degree (Mechanical) Lamar University, Beaumont, Texas, U.S. Bachelor Degree (Mechanical) Chulalongkorn University Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 12/2004 Director Certification Program (DCP) 68/2005 	None	Other Listed Company : -None- Other Non-Listed Company : -None-
15.Pol.Gen.Somchai Prabhasabhakdi <ul style="list-style-type: none"> Independent Directors Audit Committee Director Chairman of Corporate Governance committee April 28, 2015 	74	<ul style="list-style-type: none"> Master of Public Administration (M.P.A.), National Institution of Development Administration. Branches of public administration, Royal Police Cadet Academy. Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) 25/2004 Director Certification Program (DCP) 51/2004 Role of the Chairman Program (RCP) 12/2005 Audit Committee Program (ACP) 2/2004 	None	Other Listed Company : 1 company - Independent Director & Audit Committee Director : Sahacogen (Chonburi) PCL. Other Non-Listed Company : -None-
16.Mr.Simon Rhoderick Knight <ul style="list-style-type: none"> Executive Director Overseas Business Department Manager 	62	<ul style="list-style-type: none"> Bachelor Degree of Economics & Mathematics Sheffield University 	0.08%	Other Listed Company : -None- Other Non-Listed Company : 4 companies
17.Miss Sumeth Surachartchairit <ul style="list-style-type: none"> Executive Director Risk Management Director Factory Department Manager 	61	<ul style="list-style-type: none"> Bachelor Degree (Chemical Engineering), King Mongkut's University of Technology Thonburi 	0.14%	Other Listed Company : -None- Other Non-Listed Company : 3 companies
18. Mr.Varith Tritrapun <ul style="list-style-type: none"> Office Assistant Department Manager (Accounting & Financial) 	72	<ul style="list-style-type: none"> Master degree (Managerial Economic) University of Wisconsin, USA. 	0.16%	Other Listed Company : -None- Other Non-Listed Company : 3 companies
19.Mrs.Thongsuk Upathambhakul <ul style="list-style-type: none"> Executive Director CSR Director Domestic Business Assistant Department Manager 	57	<ul style="list-style-type: none"> Bachelor Degree (Economics) Thammasat University 	0.09%	Other Listed Company : -None- Other Non-Listed Company : 2 companies
20.Mrs.Patchara Pongwichan <ul style="list-style-type: none"> Executive Director Corporate Governance Director Human Resource Division Deputy Assistant Manager 	57	<ul style="list-style-type: none"> Bachelor Degree (Liberal Arts) Thammasat University 	0.08%	Other Listed Company : -None- Other Non-Listed Company : 1 company

Remark : * Including shareholding by spouse and underage children

Offence record of the companies directors, the management, and the controlling parties

During the past 5 years, there were no offence record committed by the company's directors or other management members, in violation of the provisions under The Securities and Exchange Act B.E. 2535, and The Derivatives Act B.E. 2546.

Report on the change in shareholding of the Directors and The Management as of December 31, 2016

	Name		Common share 2015	Increase (Decrease) During the year	Common share 2016	Shareholding ratio (%)	2016	
							Director	Spouse
1.	Mr.Boonkiet	Chokwatana	11,812,551	-	11,812,551	7.88	9,181,337	2,631,214
2.	Mrs.Tipaporn	Chokwatana	11,812,551	-	11,812,551	7.88	2,631,214	9,181,337
3.	Mr.Thirasak	Vikitset	2,596,174	50,000	2,646,174	1.76	1,686,051	960,123
4.	Dr.Atthakorn	Glankwamdee	470,774	-	470,774	0.31	470,774	-
5.	Admiral Apichart	Pengsritong	85,714	-	85,714	0.06	85,714	-
6.	Mrs.Kaewta	Ongsaranakom	974,642	5,000	979,642	0.65	746,082	233,560
7.	Prof.Dr.Malyn	Ungsurungsie	177,284	-	177,284	0.12	177,284	-
8.	Mrs.Chitraporn	Vikitset	2,596,174	50,000	2,646,174	1.76	960,123	1,686,051
9.	Mrs.Teerada	Ambhanwong	142,857	725,000	867,857	0.58	867,857	-
10.	Mrs.Pismai	Chandrubeksa	84,285	-	84,285	0.06	84,285	-
11.	Mr.Khachomsakd	Vanaratseath	142,857	-	142,857	0.10	142,857	-
12.	Mrs.Pradittha	Chongwattana	169,428	-	169,428	0.11	167,857	1,571
13.	Mr.Surong	Ongkosit	-	-	-	-	-	-
14.	Mr.Suthep	Dansiriviroj	-	-	-	-	-	-
15.	Pol.Gen.Somchai	Prabhasabhakdi	-	-	-	-	-	-
16.	Mr.Simon Rhoderick Knight		116,142	-	116,142	0.08	116,142	-
17.	Miss Sumeth	Surachartchairit	203,212	-	203,212	0.14	203,212	-
18.	Mr.Varith	Tritrapun	245,383	-	245,383	0.16	245,383	-
19.	Mrs.Thongsuk	Upathambhakul	136,178	-	136,178	0.09	136,178	-
20.	Mrs.Patchara	Pongwichan	120,178	-	120,178	0.08	120,178	-

Remark : The company has issued and paid-up share capital 149,930,828 stocks. The Board of Directors, which included the shares of spouse and children underage, were 12.18% number of shares issued and paid-up.

Position assignments for the directors and management members for the subsidiary, associate and related companies.

Name of Directors and Management		S&J International Enterprises Pcl.	Subsidiaries							
			Top Trend Manufacturing Co.,Ltd.	EF Co.,Ltd.	Wildlives (Thailand) Co.,Ltd.	S & J International (UK) Ltd.	Guangzhou S&J Cosmetics Ltd.	4WD Vision (HK) Ltd.	4WD Vision Co.,Ltd.	SAAS Co.,Ltd.
Mr.Boonkiet	Chokwatana	XXX	XXX	XXX	XXX	XXX			XXX	XXX
Mrs.Tipaporn	Chokwatana	XX				XX			/	
Mr.Thirasak	Vikitset	/	/	/	/	/	/	/	/	/
Dr.Atthakorn	Glankwamdee	/	/	/						
Admiral Apichart	Pengsritong	/								
Mrs.Pismai	Chandrubeksa	/								
Mrs.Kaewta	Ongsarakom	/		/	/					
Prof.Dr.Malyn	Ungsurungsie	/				/				/
Mrs.Chitraporn	Vikitset	/	/		/					
Mrs.Teerada	Ambhanwong	/								
Mr.Khachornsakdi	Vanaratseath	/								
Mrs.Pradittha	Chongwattana	/								
Mr.Surong	Ongkosit	/								
Mr.Suthep	Dansiriviroj	/								
Pol.Gen.Somchai	Prabhasabhakdi	/								
Mr.Simon Rhoderick Knight						/	/	/	/	
Miss Sumeth	Surachartchairit						/			
Mr.Varith	Tritrapun		/							
Mrs.Thongsuk	Upathambhakul		/							
Mrs.Patchara	Pongwichan		/							

XXX = Chairman XX = Vice Chairman / = Director

Name of Directors and Management		Associate				Related				
		Yamahatsu (Thailand) Co.,Ltd.	Operational Energy Group Limited.	Osoth Interlaboratories Co.,Ltd.	Artika Beauty Manufacturing Sdn.Bhd	General Glass Co.,Ltd.	H&B Ka binburi Co.,Ltd.	Thai Cubic Technology Co.,Ltd.	Train Time Test Co.,Ltd.	BKC International Marketing Co.,Ltd.
Mr.Boonkiet	Chokwatana			/		/	XXX	XXX	XXX	
Mrs.Tipaporn	Chokwatana						/		/	XXX
Mr.Thirasak	Vikitset	XX	/	XX	/	/				
Dr.Atthakorn	Glinkwamdee					XXX				
Admiral Apichart	Pengsritong									
Mrs.Pismai	Chandrubeksa									
Mrs.Kaewta	Ongsaranakom						/		/	/
Prof.Dr.Malyn	Ungsurungsie			/						
Mrs.Chitraporn	Vikitset	/								/
Mrs.Teerada	Ambhanwong								/	
Mr.Khachornsakdi	Vanaratseath									
Mrs.Pradittha	Chongwattana									/
Mr.Surong	Ongkosit									
Mr.Suthep	Dansiriviroj									
Pol.Gen.Somchai	Prabhasabhakdi									
Mr.Simon Rhoderick Knight										
Miss Sumeth	Surachartchairit	/		/	/					
Mr.Varith	Tritrapun									
Mrs.Thongsuk	Upathambhakul									
Mrs.Patchara	Pongwichan									

XXX = Chairman XX = Vice Chairman / = Director

Name of Directors and Management		Related								
		United Utility Co.,Ltd.	Better Way (Thailand) Co.,Ltd.	International Laboratories Crop.,Ltd.	Vitayasithi Co.,Ltd.	H&B Intertex Co.,Ltd.	Oriental Salon Business Co.,Ltd.	O.C.C. Pcl.	I.C.C. International Pcl.	Far East DDB Pcl.
Mr.Boonkiet	Chokwatana	XXX	XXX			XXX		/		
Mrs.Tipaporn	Chokwatana		/	XX	XXX	XX		/		
Mr.Thirasak	Vikitset									
Dr.Atthakorn	Glankwamdee									
Admiral Apichart	Pengsritong									
Mrs.Pismai	Chandrubeksa									
Mrs.Kaewta	Ongsaranakom			/		/				
Prof.Dr.Malyn	Ungsurungsie									
Mrs.Chitraporn	Vikitset									
Mrs.Teerada	Ambhanwong			/			/	/		
Mr.Khachomsakdi	Vanaratseath								/	
Mrs.Pradittha	Chongwattana									
Mr.Surong	Ongkosit									
Mr.Suthep	Dansiriviroj									
Pol.Gen.Somchai	Prabhasabhakdi									
Mr.Simon Rhoderick Knight										
Miss Sumeth	Surachartchairit									
Mr.Varith	Tritrapun									
Mrs.Thongsuk	Upathambhakul									
Mrs.Patchara	Pongwichan									

XXX = Chairman XX = Vice Chairman / = Director

Name of Directors and Management		Related								
		Sahacogen (Chonburi) Pcl.	People's Garment Pcl.	Saha Pathana Inter-Holding Pcl.	Saha Pathanapibul Pcl.	T-way Co.,Ltd.	K. Comercial & Construction Co.,Ltd.	Shop Global (Thailand) Co.,Ltd.	United Assets Development Co.,Ltd.	Make up Technique International Co.,Ltd.
Mr.Boonkiet	Chokwatana	/	XXX	/		/	XXX	/	/	XXX
Mrs.Tipaporn	Chokwatana					XXX	/		XXX	XX
Mr.Thirasak	Vikitset	/					/			
Dr.Atthakorn	Glinkwamdee	/								
Admiral Apichart	Pengsritong									
Mrs.Pismai	Chandrubeksa									
Mrs.Kaewta	Ongsaranakom					/				/
Prof.Dr.Malyn	Ungsurungsie									
Mrs.Chitraporn	Vikitset								/	
Mrs.Teerada	Ambhanwong		/							
Mr.Khachornsakdi	Vanaratseath				/					
Mrs.Pradittha	Chongwattana						/			
Mr.Surong	Ongkosit									
Mr.Suthep	Dansiriviroj	/								
Pol.Gen.Somchai	Prabhasabhakdi	/								
Mr.Simon Rhoderick Knight										
Miss Sumeth	Surachartchairit									
Mr.Varith	Tritrapun									/
Mrs.Thongsuk	Upathambhakul									
Mrs.Patchara	Pongwichan									

XXX = Chairman XX = Vice Chairman / = Director

Name of Directors and Management	Related									
	E.P.F Co.,Ltd.	AANC Co.,Ltd.	I.S.B.M. Co.,Ltd.	Shaldan (Thailand) Co.,Ltd.	Cake & Bakery Co.,Ltd.	Tipvarin Wattana Co.,Ltd.	Treasure Hill Co.,Ltd.	Thai Herbal Products Co.,Ltd.	Pan Land Co.,Ltd.	Advantage Footwear Co.,Ltd.
Mr.Boonkiet Chokwatana					/		/		/	XXX
Mrs.Tipaporn Chokwatana	XXX				/					
Mr.Thirasak Vikitset			/			/				
Dr.Atthakorn Glankwamdee		/		/						
Admiral Apichart Pengsritong										
Mrs.Pismai Chandrubeksa										
Mrs.Kaewta Ongsaranakom					/					
Prof.Dr.Malyn Ungsurungsie								/		
Mrs.Chitraporn Vikitset					/					
Mrs.Teerada Ambhanwong										
Mr.Khachornsakdi Vanaratseath										
Mrs.Pradittha Chongwattana										
Mr.Surong Ongkosit										
Mr.Suthep Dansiriviroj										
Pol.Gen.Somchai Prabhasabhakdi										
Mr.Simon Rhoderick Knight										
Miss Sumeth Surachartchairit										
Mr.Varith Tritrapun										
Mrs.Thongsuk Upathambhakul										
Mrs.Patchara Pongwichan										

XXX = Chairman XX = Vice Chairman / = Director

Annual

REPORT 2016

รายงานประจำปี 2559



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S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED

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