

TRC Construction Public Company Limited  
and its subsidiaries  
Review report and interim financial statements  
For the three-month period ended 31 March 2017



## **Independent Auditor's Report on Review of Interim Financial Information**

To the Shareholders of TRC Construction Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of TRC Construction Public Company Limited and its subsidiaries as at 31 March 2017, and the related consolidated statements of income, comprehensive income, changes in shareholders' equity, and cash flows for the three-month period then ended, as well as the condensed notes to the consolidated financial statements. I have also reviewed the separate financial information of TRC Construction Public Company Limited for the same period. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

### **Scope of review**

I conducted my review in accordance with Thai Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.



## Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*.



Pimjai Manitkajohnkit

Certified Public Accountant (Thailand) No. 4521

EY Office Limited

Bangkok: 11 May 2017



TRC Construction Public Company Limited and its subsidiaries

Statement of financial position

As at 31 March 2017

(Unit: Thousand Baht)

	<u>Note</u>	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>31 March 2017</u>	<u>31 December 2016</u>	<u>31 March 2017</u>	<u>31 December 2016</u>
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	3	94,216	109,026	32,881	28,840
Current investments		361	361	361	361
Trade and other receivables	2, 4	240,028	410,822	267,267	371,286
Unbilled receivable	2	2,109,896	1,762,973	1,266,649	1,122,213
Accounts receivable - retention under construction contracts	2	96,982	87,471	53,779	46,090
Advances paid to subcontractors under construction contracts		96,263	437,016	31,917	57,273
Construction in progress		21,792	-	21,314	-
Construction supplies	5	-	7,122	-	7,122
Short-term loans to related parties	2	-	-	2,599	2,616
Withholding tax deducted at source		44,143	28,633	13,264	-
Other current assets		77,882	30,191	31,839	18,941
<b>Total current assets</b>		<b>2,781,563</b>	<b>2,873,615</b>	<b>1,721,870</b>	<b>1,654,742</b>
<b>Non-current assets</b>					
Restricted deposits at financial institutions	6	16,300	16,300	-	-
Long-term loans to related parties	2	-	-	1,306,517	1,306,517
Investments in subsidiaries	7	-	-	475,823	475,823
Investments in associate	8	1,318,087	1,328,333	-	-
Investments in joint ventures	9	2,376	2,376	2,376	2,376
Property, plant and equipment	10	731,780	726,614	703,774	695,545
Intangible assets		14,239	14,511	13,717	13,970
Deferred tax assets		37,763	33,650	8,617	9,053
Other non-current assets		7,419	7,761	7,304	7,641
<b>Total non-current assets</b>		<b>2,127,964</b>	<b>2,129,545</b>	<b>2,518,128</b>	<b>2,510,925</b>
<b>Total assets</b>		<b>4,909,527</b>	<b>5,003,160</b>	<b>4,239,998</b>	<b>4,165,667</b>

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





TRC Construction Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 March 2017

(Unit: Thousand Baht)

	<u>Note</u>	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>31 March 2017</u>	<u>31 December 2016</u>	<u>31 March 2017</u>	<u>31 December 2016</u>
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Short-term loans from financial institutions	11	342,817	104,255	128,224	104,255
Trade and other payables	2, 12	356,703	441,452	225,646	331,712
Unbilled payable		756,839	923,470	559,017	397,920
Accounts payable - retention under construction contracts		53,956	51,232	22,729	24,571
Advances received from customers under construction contracts	2	312,277	345,742	77,964	91,226
Short-term loan from related party	2	-	-	52,000	30,000
Provision for liabilities under construction projects	13	19,696	23,007	15,152	18,215
Current portion of debentures	14	300,000	100,000	300,000	100,000
Current portion of liabilities under finance lease agreements	15	12,956	12,806	9,099	8,997
Income tax payable		20,797	19,713	18,479	18,479
Other current liabilities		13,607	21,069	11,251	19,000
<b>Total current liabilities</b>		<b>2,189,648</b>	<b>2,042,746</b>	<b>1,419,561</b>	<b>1,144,375</b>
<b>Non-current liabilities</b>					
Debenture - net of current portion	14	-	200,000	-	200,000
Liabilities under finance lease agreements - net of current portion	15	13,918	17,214	4,919	7,233
Provision for long-term employee benefits		41,718	39,345	37,060	35,101
Provision for litigation	21.1	20,000	20,000	20,000	20,000
<b>Total non-current liabilities</b>		<b>75,636</b>	<b>276,559</b>	<b>61,979</b>	<b>262,334</b>
<b>Total liabilities</b>		<b>2,265,284</b>	<b>2,319,305</b>	<b>1,481,540</b>	<b>1,406,709</b>

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



TRC Construction Public Company Limited and its subsidiaries

Statement of financial position (continued)

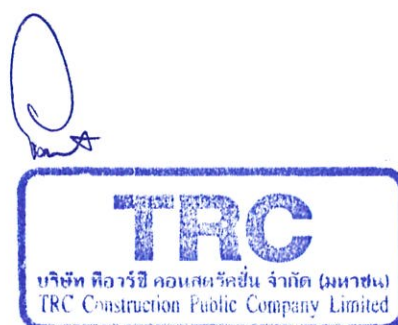
As at 31 March 2017

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2017	31 December 2016	31 March 2017	31 December 2016
	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>Shareholders' equity</b>				
Share capital				
Registered				
5,810,987,543 ordinary shares of Baht 0.125 each	726,373	726,373	726,373	726,373
Issued and paid-up				
5,135,985,760 ordinary shares of Baht 0.125 each	641,998	641,998	641,998	641,998
Share premium	1,041,740	1,041,740	1,041,740	1,041,740
Retained earnings				
Appropriated - statutory reserve				
The Company	72,637	72,637	72,637	72,637
Subsidiary	4,108	4,108	-	-
Unappropriated	901,056	941,491	1,002,083	1,002,583
Other components of shareholders' equity	10,612	10,587	-	-
Equity attributable to owners of the Company	2,672,151	2,712,561	2,758,458	2,758,958
Non-controlling interests of the subsidiaries	(27,908)	(28,706)	-	-
<b>Total shareholders' equity</b>	<b>2,644,243</b>	<b>2,683,855</b>	<b>2,758,458</b>	<b>2,758,958</b>
<b>Total liabilities and shareholders' equity</b>	<b>4,909,527</b>	<b>5,003,160</b>	<b>4,239,998</b>	<b>4,165,667</b>

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

Directors



(Unaudited but reviewed)

## TRC Construction Public Company Limited and its subsidiaries

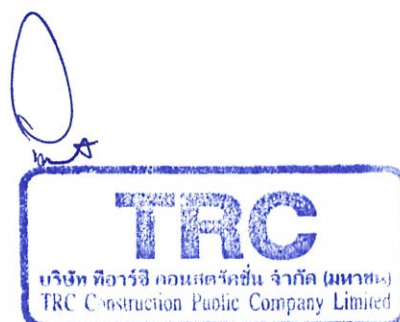
## Income statement

For the three-month period ended 31 March 2017

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2017	2016	2017	2016
<b>Revenues</b>					
Construction services income	2	952,135	1,104,340	565,044	896,813
Interest income	2	93	1,794	16,174	13,936
Other income	2	1,964	6,364	1,630	5,930
<b>Total revenues</b>		<u>954,192</u>	<u>1,112,498</u>	<u>582,848</u>	<u>916,679</u>
<b>Expenses</b>					
Cost of construction services	2	856,150	935,336	489,575	745,114
Administrative expenses		126,850	83,411	88,866	69,724
<b>Total expenses</b>		<u>983,000</u>	<u>1,018,747</u>	<u>578,441</u>	<u>814,838</u>
<b>Profit (loss) before share of loss from investments in associate, finance cost, and income tax expenses</b>					
		(28,808)	93,751	4,407	101,841
Share of loss from investments in associate	8.2	(10,246)	(4,952)	-	-
<b>Profit (loss) before finance cost and income tax expenses</b>		<u>(39,054)</u>	<u>88,799</u>	<u>4,407</u>	<u>101,841</u>
Finance cost		(3,682)	(2,522)	(3,656)	(2,158)
<b>Profit (loss) before income tax expenses</b>		<u>(42,736)</u>	<u>86,277</u>	<u>751</u>	<u>99,683</u>
Income tax income (expenses)	16	1,739	(23,027)	(1,251)	(20,311)
<b>Profit (loss) for the period</b>		<u>(40,997)</u>	<u>63,250</u>	<u>(500)</u>	<u>79,372</u>
<b>Profit (loss) attributable to:</b>					
Equity holders of the Company		(40,435)	66,086	(500)	79,372
Non-controlling interests of the subsidiaries		(562)	(2,836)		
		<u>(40,997)</u>	<u>63,250</u>		
(Unit: Baht)					
<b>Earnings per share</b>	17				
Basic earnings per share					
Profit (loss) attributable to equity holders of the Company		<u>(0.0069)</u>	<u>0.0113</u>	<u>(0.0001)</u>	<u>0.0136</u>
Diluted earnings per share					
Profit attributable to equity holders of the Company			<u>0.0113</u>		<u>0.0135</u>

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



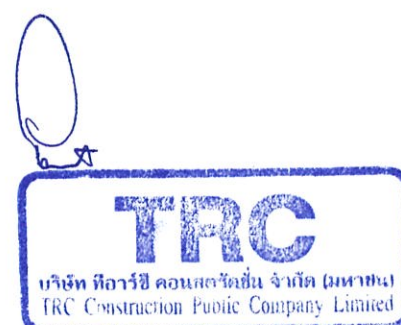
(Unaudited but reviewed)

TRC Construction Public Company Limited and its subsidiaries  
Statement of comprehensive income  
For the three-month period ended 31 March 2017

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Profit (loss) for the period	(40,997)	63,250	(500)	79,372
Other comprehensive income:				
Other comprehensive income to be reclassified to profit or loss in subsequent periods:				
Exchange differences on translation of financial statements in foreign currency - net of income tax	1,385	(2,175)	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net of income tax	1,385	(2,175)	-	-
Other comprehensive income for the period	1,385	(2,175)	-	-
Total comprehensive income for the period	(39,612)	61,075	(500)	79,372
Total comprehensive income attributable to:				
Equity holders of the Company	(40,410)	63,185	(500)	79,372
Non-controlling interests of the subsidiaries	798	(2,110)		
	(39,612)	61,075		

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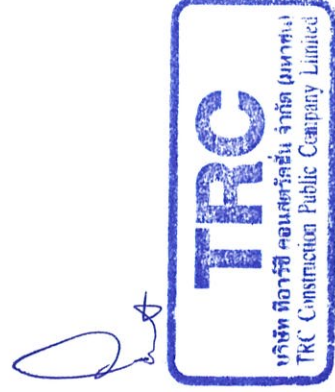
(Unaudited but reviewed)

(Unit: Thousand Baht)

Consolidated financial statements

Equity attributable to the parent's shareholders													
	Other components of equity												
	Issued and paid-up share capital	Share premium	Capital reserve for share-based payment transactions	Subscription received in advance from exercise of warrants	Retained earnings					Total other components of shareholders' equity	Total equity attributable to shareholders of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity
					Appropriated - Statutory reserve		Deficit on revaluation of investment in subsidiaries						
					The Company	Subsidiary	Unappropriated	on translation of financial statements in foreign currency	of investment in subsidiaries				
Balance as at 1 January 2016	565,346	1,010,976	10,461	7,310	56,535	4,108	778,266	13,799	(2,956)	10,843	2,443,845	(23,189)	2,420,656
Profit for the period	-	-	-	-	-	-	66,086	-	-	-	66,086	(2,836)	63,250
Other comprehensive income for the period	-	-	-	-	-	-	-	(2,901)	-	(2,901)	-	726	(2,175)
Total comprehensive income for the period	1,508	8,726	(2,924)	(7,310)	-	-	66,086	(2,901)	-	(2,901)	63,185	(2,110)	61,075
Increase in capital from exercise of warrants	-	-	-	17,376	-	-	-	-	-	-	17,376	-	17,376
Subscription received in advance from exercise of warrants	-	-	-	-	-	-	-	-	-	-	-	-	-
Share-based payment transactions	-	-	506	-	-	-	-	-	-	-	506	-	506
Adjusted from cancelled warrants that breach the condition	-	-	(644)	-	-	-	-	-	-	-	(644)	-	(644)
Balance as at 31 March 2016	566,854	1,019,702	7,399	17,376	56,535	4,108	844,352	10,898	(2,956)	7,942	2,524,268	(25,299)	2,498,969
Balance as at 1 January 2017	641,998	1,041,740	-	-	72,637	4,108	941,491	13,543	(2,956)	10,587	2,712,561	(28,706)	2,683,855
Loss for the period	-	-	-	-	-	-	(40,435)	-	-	-	(40,435)	(562)	(40,997)
Other comprehensive income for the period	-	-	-	-	-	-	-	25	-	25	25	1,360	1,385
Total comprehensive income for the period	-	-	-	-	-	-	(40,435)	25	-	25	(40,410)	798	(39,612)
Balance as at 31 March 2017	641,998	1,041,740	-	-	72,637	4,108	901,056	13,568	(2,956)	10,612	2,672,151	(27,908)	2,644,243

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



TRC Construction Public Company Limited and its subsidiaries  
Statement of changes in shareholders' equity  
For the three-month period ended 31 March 2017

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Separate financial statements					
	Issued and paid-up share capital	Share premium	Capital reserve for share-based transactions	Subscription received in advance from exercise of warrants	Retained earnings - Appropriated - Statutory reserve	Total shareholders' equity
<b>Balance as at 1 January 2016</b>	565,346	1,010,976	10,461	7,310	56,535	2,423,053
Profit for the period	-	-	-	-	-	79,372
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	-	-
Increase in capital from exercise of warrants	1,508	8,726	(2,924)	(7,310)	-	79,372
Subscription received in advance from exercise of warrants	-	-	-	17,376	-	17,376
Share-based payment transaction	-	-	506	-	-	506
Adjusted from cancelled warrants that breach the condition	-	-	(644)	-	-	(644)
<b>Balance as at 31 March 2016</b>	566,854	1,019,702	7,399	17,376	56,535	2,519,663
<b>Balance as at 1 January 2017</b>	641,998	1,041,740	-	-	72,637	2,758,958
Loss for the period	-	-	-	-	-	(500)
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	-	(500)
<b>Balance as at 31 March 2017</b>	641,998	1,041,740	-	-	72,637	2,758,458

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



(Unaudited but reviewed)

TRC Construction Public Company Limited and its subsidiaries

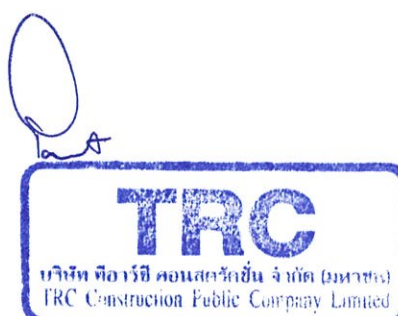
Cash flow statement

For the three-month period ended 31 March 2017

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
<b>Cash flows from operating activities</b>				
Profit (loss) before tax	(42,736)	86,277	751	99,683
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid from) operating activities				
Depreciation and amortisation	26,950	27,195	23,978	23,142
Allowance for doubtful debt	-	7,391	-	-
Unrealised loss on exchange rate	15,902	5,779	4,411	5,724
Gain on disposal of equipments and vehicle	(29)	(47)	-	(47)
Loss on write-off of furniture, tools and equipemnt	630	7	620	6
Share of loss from investments in associate	10,246	4,952	-	-
Expense for share - based payment transactions	-	506	-	380
Adjusted from cancelled warrants that breach the condition	-	(644)	-	(466)
Provision for long-term employee benefits	2,373	2,042	1,959	1,727
Interest income	(93)	(1,794)	(16,174)	(13,936)
Interest expenses	4,299	1,935	4,307	1,754
Profit from operating activities before changes in operating assets and liabilities	17,542	133,599	19,852	117,967
(Increase) decrease in operating assets				
Trade and other receivables	169,904	96,508	119,791	117,885
Unbilled receivables	(362,841)	(378,578)	(148,838)	(348,202)
Accounts receivable - retention	(9,511)	44,007	(7,689)	57,405
Advance paid to subcontractors under construction contracts	340,753	(292,837)	25,356	(12,014)
Construction in progress	(21,792)	13,830	(21,314)	(1,918)
Other current assets	(47,860)	(12,121)	(13,066)	(15,914)
Other non-current assets	342	(113)	337	(139)
Increase (decrease) in operating liabilities				
Trade and other payables	(81,731)	(20,228)	(103,105)	25,769
Unbilled payables	(166,631)	106,531	161,097	83,930
Accounts payable - retention	2,724	17,472	(1,842)	2,597
Advances received from customers under construction contracts	(33,465)	128,453	(13,262)	25,372
Provision for liabilities under construction projects	(3,311)	(1,536)	(3,063)	(480)
Other current liabilities	(7,462)	(16,559)	(7,749)	(14,560)
Cash flows from (used in) operating activities	(203,339)	(181,572)	6,505	37,698
Cash paid for income tax	(16,800)	(23,884)	(14,079)	(20,637)
<b>Net cash flows from (used in) operating activities</b>	<b>(220,139)</b>	<b>(205,456)</b>	<b>(7,574)</b>	<b>17,061</b>

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





(Unaudited but reviewed)

## TRC Construction Public Company Limited and its subsidiaries

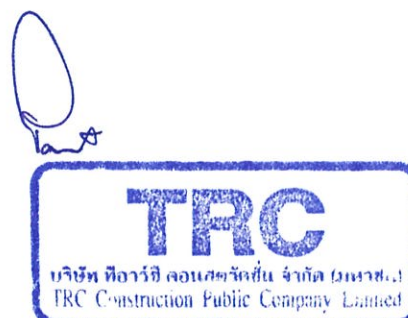
## Cash flow statement (continued)

For the three-month period ended 31 March 2017

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
<b>Cash flows from investing activities</b>				
Decrease in restricted deposits at financial institution	-	15,414	-	-
Increase in short-term loans to related party	-	-	-	(713,370)
Cash paid for purchase of investments in associate	-	(709,016)	-	-
Interest income	127	1,555	75	2,090
Cash received from disposal of equipment and vehicle	129	106	-	106
Cash paid for purchase of property, plant and equipments	(26,245)	(57,360)	(26,223)	(57,322)
Cash paid for purchase of intangible assets	(1,710)	-	(1,710)	-
<b>Net cash flows used in investing activities</b>	<b>(27,699)</b>	<b>(749,301)</b>	<b>(27,858)</b>	<b>(768,496)</b>
<b>Cash flows from financing activities</b>				
Increase in short-term loans from financial institutions	238,562	-	23,969	-
Cash received from short-term loans from related parties	-	-	118,000	-
Repayment of short-term loans from related parties	-	-	(96,000)	-
Cash received from issuance of debentures	-	200,000	-	200,000
Subscription received in advance from exercise of warrants	-	17,376	-	17,376
Interest expenses	(4,308)	(1,369)	(4,284)	(1,188)
Decrease in liabilities under finance lease agreements	(3,146)	(4,364)	(2,212)	(2,113)
<b>Net cash flows from financing activities</b>	<b>231,108</b>	<b>211,643</b>	<b>39,473</b>	<b>214,075</b>
<b>Increase (decrease) in translation adjustment</b>	<b>1,920</b>	<b>(3,227)</b>	<b>-</b>	<b>-</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(14,810)</b>	<b>(746,341)</b>	<b>4,041</b>	<b>(537,360)</b>
Cash and cash equivalents at beginning of the period	109,026	1,289,428	28,840	751,701
<b>Cash and cash equivalents at end of the period (Note 3)</b>	<b>94,216</b>	<b>543,087</b>	<b>32,881</b>	<b>214,341</b>
<b>Supplemental cash flows information</b>				
Non-cash items consist of				
Decrease in purchase of fixed assets and intangible assets that have yet to be paid	(2,503)	(482)	(2,481)	(444)
Transfer construction supplies to assets under construction	7,122	-	7,122	-
Interest expenses recorded as cost of project	752	264	752	264

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





**TRC Construction Public Company Limited and its subsidiaries**

**Notes to interim financial statements**

**For the three-month period ended 31 March 2017**

**1. General information**

**1.1 Corporate information**

TRC Construction Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in construction service and its registered address is No. 8, Soi Sukhapiban 5 Soi 32, Kwang Tha Raeng, Khet Bang Khen, Bangkok.

**1.2 Basis for the preparation of interim financial statements**

These interim financial statements are prepared in accordance with Thai Accounting Standard 34 (revised 2016) *Interim Financial Reporting*, with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, income, comprehensive income, changes in shareholders' equity, and cash flows in the same format as that used for the annual financial statements.

The interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

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

**1.3 Basis of consolidation**

These consolidated interim financial statements are prepared on the same basis as that applied for the preparation of the consolidated financial statements for the year ended 31 December 2016, with there being no changes in the structure of shareholding in subsidiaries during the current period.



#### **1.4 New financial reporting standards**

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

##### **TAS 27 (revised 2016) Separate Financial Statements**

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

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

#### **1.5 Significant accounting policies**

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2016.

#### **2. Related party transactions**

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





(Unaudited but reviewed)

(Unit: Million Baht)

	For the three-month periods ended 31 March				
	Consolidated		Separate		
	financial statements		financial statements		Transfer Pricing Policy
	2017	2016	2017	2016	
<u>Transactions with subsidiary companies</u>					
(eliminated from the consolidated financial statements)					
Cost of construction services	-	-	3	3	Cost plus margin
Interest income	-	-	16	14	At rate of 3.5% - 5.0% p.a.
<u>Transactions with associated companies</u>					
Construction service income	152	7	152	7	Cost plus margin
Rental income	1	1	1	1	Contract price
<u>Transactions with related parties</u>					
Construction service income	-	5	-	5	Cost plus margin

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

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31	31	31	31
	March	December	March	December
	2017	2016	2017	2016
<u>Trade and other receivables - related parties (Note 4)</u>				
Subsidiary companies	-	-	85,722	70,338
Associated company	99,413	16,086	99,413	16,086
Joint venture	79,386	61,380	79,386	61,380
Total	178,799	77,466	264,521	147,804
<u>Unbilled receivable - related parties</u>				
Associated company	155,400	135,947	155,400	135,947
Joint venture	137,608	235,657	137,608	235,657
Total	293,008	371,604	293,008	371,604
<u>Account receivable - retention under construction contracts - related parties</u>				
Associated company	7,514	2,894	7,514	2,894
Joint venture	46,265	43,196	46,265	43,196
Total	53,779	46,090	53,779	46,090
<u>Short-term loans to related parties</u>				
Subsidiary companies	-	-	2,599	2,616
Total	-	-	2,599	2,616
<u>Long-term loans to related parties</u>				
Subsidiary companies	-	-	1,306,517	1,306,517
Total	-	-	1,306,517	1,306,517



(Unaudited but reviewed)

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2017	31 December 2016	31 March 2017	31 December 2016
<b><u>Trade and other payables - related parties (Note 12)</u></b>				
Subsidiary companies	-	-	19,856	39,359
Total	-	-	19,856	39,359
<b><u>Advances received from customers under construction contracts - related parties</u></b>				
Associated company	54,948	68,211	54,948	68,211
Total	54,948	68,211	54,948	68,211
<b><u>Short-term loan from related party</u></b>				
Subsidiary company	-	-	52,000	30,000
Total	-	-	52,000	30,000

As at 31 March 2017 and 31 December 2016, the balance of short-term and long-term loans between the Company and related companies and the movements are as follows:

(Unit: Thousand Baht)

		Separate financial statements				
Loans	Related by	Balance as at 31 December 2016	Increase	Decrease	Exchange rate adjustment	Balance as at 31 March 2017
TRC Investment Limited	Subsidiary company	1,263,124	-	-	(17)	1,263,107
TRC International Limited	Subsidiary company	46,009	-	-	-	46,009
TRC Engineering LLC	Subsidiary company	56,623	-	-	-	56,623
Total		1,365,756	-	-	(17)	1,365,739
Less: Allowance for doubtful debts		(56,623)	-	-	-	(56,623)
Net		1,309,133	-	-	(17)	1,309,116

Short-term and long-term loans to related parties carried interest at rates of 3.5% - 7.0% per annum (31 December 2016: 3.5% - 7.0% per annum) and due for repayment on demand.





(Unaudited but reviewed)

(Unit: Thousand Baht)

Loans	Related by	Separate financial statements			
		Balance as at		Balance as at	
		31 December		31 March	
		2016	Increase	Decrease	2017
Sahakarn Wisavakorn Company Limited	Subsidiary company	30,000	6,000	(36,000)	-
Hydrotek Sahakarn Joint Venture	Subsidiary company	-	112,000	(60,000)	52,000
Total		30,000	118,000	(96,000)	52,000

Short-term loans from related party carried interest at rate of 2.5% per annum (31 December 2016: 2.5% per annum) and due for repayment on demand.

#### Directors and management's benefits

During the three-month periods ended 31 March 2017 and 2016, the Company and its subsidiaries had employee benefit expenses of their directors and management as below.

	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Short-term employee benefits	9	7	9	7
Post-employment benefits	1	1	1	1
Total	10	8	10	8

#### Guarantee obligations with related parties

The Company has outstanding guarantee obligations with its related parties, as described in Note 20.6.

### 3. Cash and cash equivalents

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2017	2016	2017	2016
Cash	1,386	1,522	580	714
Deposits at financial institutions	59,616	67,941	32,301	28,126
Investment in mutual fund	33,214	39,563	-	-
Total	94,216	109,026	32,881	28,840



(Unaudited but reviewed)

## 4. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2017	31 December 2016	31 March 2017	31 December 2016
<b><u>Trade accounts receivable - related parties</u></b>				
Aged on the basis of due dates				
Not yet due	106,679	71,001	106,679	71,001
Past due				
Up to 3 months	68,720	3,132	68,720	3,132
<b>Total trade accounts receivable - related parties, net</b>	<b>175,399</b>	<b>74,133</b>	<b>175,399</b>	<b>74,133</b>
<b><u>Trade accounts receivable - unrelated parties</u></b>				
Aged on the basis of due dates				
Not yet due	58,419	293,351	-	183,934
Past due				
Up to 3 months	-	36,871	-	36,871
Over 12 months	13,369	13,904	-	-
<b>Total trade accounts receivable - unrelated parties</b>	<b>71,788</b>	<b>344,126</b>	<b>-</b>	<b>220,805</b>
Less: Allowance for doubtful debt	(11,928)	(11,928)	-	-
Translation adjustment	(1,441)	(1,976)	-	-
<b>Total trade accounts receivable - unrelated parties, net</b>	<b>58,419</b>	<b>330,222</b>	<b>-</b>	<b>220,805</b>
<b>Total trade accounts receivable - net</b>	<b>233,818</b>	<b>404,355</b>	<b>175,399</b>	<b>294,938</b>
<b><u>Other receivables</u></b>				
Advance to related parties	3,400	3,333	10,405	11,087
Interest receivable from related parties	-	-	89,057	72,011
Others	2,937	3,261	2,746	2,677
<b>Total other receivables</b>	<b>6,337</b>	<b>6,594</b>	<b>102,208</b>	<b>85,775</b>
Less: Allowance for doubtful debt	(127)	(127)	(10,340)	(9,427)
<b>Total other receivables - net</b>	<b>6,210</b>	<b>6,467</b>	<b>91,868</b>	<b>76,348</b>
<b>Total trade and other receivables - net</b>	<b>240,028</b>	<b>410,822</b>	<b>267,267</b>	<b>371,286</b>



(Unaudited but reviewed)

The Company and the subsidiary transferred rights to receive payment under construction contracts to secure the credit facilities with financial institutions. Pledged trade accounts receivable amounting to Baht 135 million included in the trade accounts receivable balance as at 31 March 2017 (the Company only: Baht 76 million) (31 December 2016: Baht 390 million, the Company only: Baht 281 million).

## 5. Construction supplies

(Unit: Thousand Baht)

Consolidated / Separate financial statements					
	Cost		Reduce cost to net realisable value		Construction supplies - net
	31 March 2017	31 December 2016	31 March 2017	31 December 2016	31 March 2017 31 December 2016
Construction supplies	-	10,194	-	(3,072)	- 7,122
Total	-	10,194	-	(3,072)	- 7,122

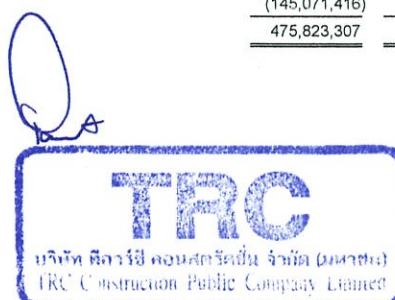
## 6. Restricted deposits at financial institutions

These represent saving deposit and fixed deposits pledged with financial institutions to secure credit facilities and bank guarantee facilities issued by the bank on behalf of subsidiaries, as described in Note 20.5.

## 7. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company's name	Nature of business	Country of incorporation	Paid-up capital		Shareholding percentage		Cost method	
			31 March 2017	31 December 2016	31 March 2017 (%)	31 December 2016 (%)	31 March 2017 (Baht)	31 December 2016 (Baht)
Sahakarn Wisavakorn Company Limited	Construction services - basic infrastructure	Thailand	500,000,000 Baht	500,000,000 Baht	99.99	99.99	620,894,691	620,894,691
TRC Investment Limited*	Holding company	The Republic of Mauritius	1 USD	1 USD	100.00	100.00	32	32
Total							620,894,723	620,894,723
Less: Allowance for loss on impairment of investment							(145,071,416)	(145,071,416)
Total investments in subsidiaries - net							475,823,307	475,823,307





(Unaudited but reviewed)

Details of investments in subsidiaries which are held by the Company's subsidiaries are as follows:

Company's name	Nature of business	Country of incorporation	Paid-up capital		Shareholding percentage		Cost method	
			31 March 2017	31 December 2016	31 March 2017	31 December 2016	31 March 2017	31 December 2016
					(%)	(%)	(Baht)	(Baht)
<u>Held by Sahakarn Wisavakorn Company Limited</u>								
Hydrotek Sahakarn Joint Venture	Construction services	Thailand	1,000,000 Baht	1,000,000 Baht	49.00	49.00	490,000	490,000
<u>Held by TRC Investment Limited</u>								
TRC International Limited*	Investor	Hong Kong	10 HKD	10 HKD	100.00	100.00	33	33
<u>Held by TRC International Limited</u>								
TRC Middle East LLC*	Construction services	Sultanate of Oman	150,000 Omani Rial	150,000 Omani Rial	70.00	70.00	12,322,330	12,322,330
TRC Engineering LLC*	Construction services	Sultanate of Oman	250,000 Omani Rial	250,000 Omani Rial	70.00	70.00	13,654,506	13,654,506
Total							26,466,869	26,466,869
Less: Allowance for loss on impairment of investment							(25,976,836)	(25,976,836)
Total investments in subsidiaries which are held by the Company's subsidiaries - net							490,033	490,033

\* The financial statements of the subsidiary was prepared by the management of the subsidiary and not reviewed by other auditors.

Sahakarn Wisavakorn Company Limited, which is the Company's subsidiary, and Hydrotek Public Company Limited agree that the subsidiary will be responsible for project execution of Hydrotek Sahakarn Joint Venture whereas Hydrotek Public Company Limited will not share any gain and loss as well as damage maybe arisen from this project.

On 10 March 2016, the Meeting No. 3/2016 of the Company's Board of Directors passed a resolution to approve the closure of TRC Middle East LLC and TRC Engineering LLC. On 31 March 2017, these subsidiaries have been in the liquidation process.

## 8. Investments in associate

### 8.1 Details of associate

Company's name	Nature of business	Country of incorporation	Consolidated financial statements					
			Shareholding percentage		Cost		Carrying amounts based on equity method	
			31 March 2017	31 December 2016	31 March 2017	31 December 2016	31 March 2017	31 December 2016
			(%)	(%)	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
<u>Held by TRC Investment Limited</u>								
ASEAN Potash Chaiphaphum Public Company Limited	Mining Industries	Thailand	22.46	23.43	1,261,274	1,261,274	1,222,770	1,231,926
<u>Held by TRC International Limited</u>								
ASEAN Potash Chaiphaphum Public Company Limited	Mining Industries	Thailand	2.67	2.79	100,000	100,000	95,317	96,407
Total					1,361,274	1,361,274	1,318,087	1,328,333





(Unaudited but reviewed)

On 6 January 2015, TRC International Limited (TRCI), which is the Company's subsidiary in Hong Kong, increased its investment in ASEAN Potash Chaiyaphum Public Company Limited (APOT) by purchasing additional 250,000 ordinary shares from its shareholders at Baht 200 per share, a total of Baht 50 million.

On 16 September 2015, the Meeting No. 9/2015 of the Company's Board of Directors approved TRC Investment Limited, a subsidiary in Mauritius, to acquire additional ordinary shares of ASEAN Potash Chaiyaphum Public Company Limited at the aggregate of not exceeding 6.3 million shares, at price of Baht 200 per share, total value of Baht 1,260 million from Thermal Trade and Investment Limited. Subsequently, on 15 October 2015, TRC Investment Limited make the first payment for APOT's shares totaling of Baht 355 million in accordance with terms of payment stipulated in Share Sale and Purchase Agreement ("SPA"). On 30 October 2015, APOT's share certificates of 1.8 million shares were transferred to TRC Investment Limited.

During January and May 2016, TRC Investment Limited made the second to the fourth payments for the 4.5 million share subscription totaling Baht 906 million. As a result, TRC Group's shareholding in APOT increased to 26.22%, consisting of 23.43% shareholding of TRC Investment Limited and 2.79% shareholding of TRC International Limited, with current paid-up capital as of 31 December 2016 of Baht 2,688 million and the subsidiary classifies this investment as investment in an associate.

On 24 March 2017, APOT received the proceeds of Baht 80.40 million for the payment of increased ordinary shares from one shareholder (the payment for 1,174,886 newly issued shares at the price of Baht 68.43 per share). On 29 March 2017, APOT registered the change of paid-up capital from Baht 2,688 million to Baht 2,806 million. As a result, TRC Group's shareholding in APOT decreased from 26.22% (as at the end of 2016) to be 25.13% (as at the end of the 1st quarter of 2017). (consist of 22.46% shareholding by TRC Investment Limited and 2.67% shareholding by TRC International Limited).

## 8.2 Share of loss

During the three-month period ended 31 March 2017 and 2016, the Company and its subsidiary has recognised its share of loss from investments in associate company in the consolidated financial statements as follows:



(Unaudited but reviewed)

(Unit: Thousand Baht)

Consolidated  
financial statementsShare of loss from  
investments in associate  
during the period

Associate	2017	2016
ASEAN Potash Chaiyaphum Public Company Limited	10,246	4,952
Total	10,246	4,952

## 9. Investments in joint ventures

Details of investments in joint ventures are as follows:

(Unit: Thousand Baht)

		Consolidated / Separate financial statements							
Jointly controlled entity	Nature of business	Shareholding percentage		Cost		Carrying amounts based on equity method		Share of gain from investments in joint venture	
		31 March	31 December	31 March	31 December	31 March	31 December	During the three-month periods ended 31 March	
		2017	2016	2017	2016	2017	2016	2017	2016
		(%)	(%)						
<u>Held by the Company</u>									
Sinopec-TRC Joint Venture	Construction	30	30	2,376	2,376	2,376	2,376	-	
Total				2,376	2,376	2,376	2,376	-	

The consolidated financial statements for the three-month period ended 31 March 2017 and 2016 do not include share of gain on investment in Sinopec-TRC Joint Venture because, during the period, the Company subcontracts a part of the operation from which the operating income is included in the consolidated financial statements.

## 10. Property, plant and equipment

Movements of the property, plant and equipment account during the three-month period ended 31 March 2017 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements
Net book value as at 1 January 2017	726,614	695,545
Acquisitions during period - at cost	32,293	32,293
Disposal during period - net book value at disposals date	(100)	-
Write - off during period - net book value at write - off date	(630)	(620)
Depreciation for the period	(26,397)	(23,444)
Net book value as at 31 March 2017	731,780	703,774





(Unaudited but reviewed)

As at 31 March 2017 and 31 December 2016, the Company has mortgaged land which has book value amounting to Baht 100 million with banks to be collateral against credit facilities received from the banks.

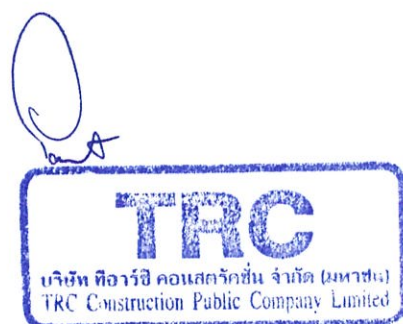
# 11. Short-term loans from financial institutions

		(Unit: Thousand Baht)			
		Consolidated		Separate	
		financial statements		financial statements	
	Interest rate	31 March	31 December	31 March	31 December
	(% per annum)	2017	2016	2017	2016
Promissory note	3.30%	10,000	30,000	10,000	30,000
Trust receipt	3.36% - 3.98%	332,817	74,255	118,224	74,255
Total		342,817	104,255	128,224	104,255

Short-term loans from financial institutions have been secured by the transfer of right to receive from accounts receivable, as described in Note 4.

# 12. Trade and other payables

		(Unit: Thousand Baht)			
		Consolidated		Separate	
		financial statements		financial statements	
		31 March	31 December	31 March	31 December
		2017	2016	2017	2016
Trade accounts payable -					
unrelated parties		284,467	319,886	139,920	181,645
Advances from related parties		-	-	19,820	39,356
Fixed assets and intangible					
assets payable		869	3,541	869	3,518
Accrued interest expense -					
related parties		-	-	36	3
Accrued expenses		71,367	118,025	65,001	107,190
Total trade and other payables		356,703	441,452	225,646	331,712





(Unaudited but reviewed)

### 13. Provision for liabilities under construction projects

(Unit: Thousand Baht)

	Consolidated financial statements		
	Warranties	Loss on construction	Total
As at 1 January 2017	22,809	198	23,007
Decrease from occurrence of actual expense	(3,113)	(198)	(3,311)
As at 31 March 2017	19,696	-	19,696

(Unit: Thousand Baht)

	Separate financial statements		
	Warranties	Loss on construction	Total
As at 1 January 2017	18,215	-	18,215
Decrease from occurrence of actual expense	(3,063)	-	(3,063)
As at 31 March 2017	15,152	-	15,152

### 14. Debentures

The Company has issued unsubordinated and unsecured debentures without a debentureholders' representative in the name-registered, as detailed below.

(Unit: Thousand Baht)

Debentures	Interest rate	Terms	Due date	Consolidated / Separate financial statements	
				31 March 2017	31 December 2016
Debentures 1/2015	4.68%	2 years	8 July 2017	100,000	100,000
Debentures 1/2016	4.40%	2 years	10 March 2018	200,000	200,000
				300,000	300,000
Less: Current portion				(300,000)	(100,000)
Debentures - net of current portion				-	200,000



Details of the Company's debentures are as follows:

1. The Unsubordinated and unsecured Debentures of TRC Construction Public Company Limited No. 1/2015, due 2017.

Name of debentures	"Debentures of TRC Construction Public Company Limited No. 1/2015, due 2017"
Amount	Baht 100 million
Term	2 years, starting from date of issuance
Issued date	8 July 2015
Interest rate	interest rate at 4.68% per annum throughout the term of the Debenture
Interest payment schedule	Quarterly on 8 January, 8 April, 8 July and 8 October, starting from 8 October 2015
Principal repayment	On the redemption date of 8 July 2017

2. The Unsubordinated and unsecured Debentures of TRC Construction Public Company Limited No. 1/2016, due 2018.

Name of debentures	"Debentures of TRC Construction Public Company Limited No. 1/2016, due 2018"
Amount	Baht 200 million
Term	2 years, starting from date of issuance
Issued date	10 March 2016
Interest rate	interest rate at 4.40% per annum throughout the term of the Debenture
Interest payment schedule	Quarterly on 10 March, 10 June, 10 September and 10 December, starting from 10 June 2016
Principal repayment	On the redemption date of 10 March 2018

Under rights and responsibilities of debenture issuer, the Company has to comply with certain covenants and restrictions including maintenance of debt to equity ratio and debt-service coverage ratio at the rate prescribed in the agreements along with debentures periods (debts mean only interest bearing loans).



(Unaudited but reviewed)

**15. Liabilities under finance lease agreements**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2017	31 December 2016	31 March 2017	31 December 2016
Liabilities under finance lease agreements	28,463	31,953	14,532	16,919
Less: Deferred interest	(1,589)	(1,933)	(514)	(689)
Total	26,874	30,020	14,018	16,230
Less: Current portion	(12,956)	(12,806)	(9,099)	(8,997)
Liabilities under finance lease agreements - net of current portion	13,918	17,214	4,919	7,233

The Company and its subsidiary had entered into the finance lease agreements with leasing companies for rental of machine for use in its operation, whereby it is committed to pay rental on a monthly basis. The terms of the agreements are generally 3 - 5 years.

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

(Unit: Thousand Baht)

	As at 31 March 2017					
	Consolidated financial statements			Separate financial statements		
	Less than			Less than		
	1 year	1-5 years	Total	1 year	1-5 years	Total
Future minimum lease payments	13,961	14,502	28,463	9,545	4,987	14,532
Deferred interest expenses	(1,005)	(584)	(1,589)	(446)	(68)	(514)
Present value of future minimum lease payments	12,956	13,918	26,874	9,099	4,919	14,018

(Unit: Thousand Baht)

	As at 31 December 2016					
	Consolidated financial statements			Separate financial statements		
	Less than			Less than		
	1 year	1-5 years	Total	1 year	1-5 years	Total
Future minimum lease payments	13,961	17,992	31,953	9,545	7,374	16,919
Deferred interest expenses	(1,155)	(778)	(1,933)	(548)	(141)	(689)
Present value of future minimum lease payments	12,806	17,214	30,020	8,997	7,233	16,230





**16. Income tax**

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective tax rate for the year.

Income tax expenses for the three-month periods ended 31 March 2017 and 2016 are made up as follows:

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2017	2016	2017	2016
<b>Current income tax:</b>				
Interim corporate income tax charge	2,374	22,313	815	20,587
<b>Deferred tax:</b>				
Relating to origination and reversal				
of temporary differences	(4,113)	714	436	(276)
<b>Income tax (income) expense</b>				
<b>reported in the statement of</b>				
<b>income</b>	<u>(1,739)</u>	<u>23,027</u>	<u>1,251</u>	<u>20,311</u>

**17. Earnings per share**

Basic earnings per share is calculated by dividing profit (loss) for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period, after adjusting the number of ordinary shares in proportion to the change in the number of shares as a result of the distribution of the stock dividend in accordance with the resolutions of the Annual General Meeting of the Company's shareholders held on 28 April 2017, as discussed in Note 24. Since these changes in share capital incurred after the end of the reporting period but before the financial statements were authorised for issue, the number of ordinary shares of the prior period used for the calculation, as presented for comparative purposes, has been adjusted in proportion to the change in the number of shares, as if the shares comprising such stock dividends had been issued at the beginning of the earliest period reported.

Diluted earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the period or on the date the potential ordinary shares were issued.

(Unaudited but reviewed)

The following table sets forth the computation of basic and diluted earnings per share:

Consolidated financial statements					
For the three-month periods ended 31 March					
Profit (loss) for the period		Weighted average number		Earnings per share	
		of ordinary shares			
2017	2016	2017	2016	2017	2016
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
					(Restated)
			(Restated)		
<b>Basic earnings per share</b>					
Profit (loss) attributable to equity holders of the parent	(40,435)	66,086	5,869,698	5,831,983	(0.0069) 0.0113
<b>Effect of dilute potential ordinary shares</b>					
Warrants (ESOP-W2)		-	26,965		
<b>Diluted earnings per share</b>					
Profit of ordinary shareholders assuming the conversion of diluted potential ordinary shares		66,086	5,858,948		0.0113

Separate financial statements					
For the three-month periods ended 31 March					
Profit (loss) for the period		Weighted average number		Earnings per share	
		of ordinary shares			
2017	2016	2017	2016	2017	2016
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
					(Restated)
			(Restated)		
<b>Basic earnings per share</b>					
Profit (loss) attributable to equity holders of the parent	(500)	79,372	5,869,698	5,831,983	(0.0001) 0.0136
<b>Effect of dilute potential ordinary shares</b>					
Warrants (ESOP-W2)		-	26,965		
<b>Diluted earnings per share</b>					
Profit of ordinary shareholders assuming the conversion of diluted potential ordinary shares		79,372	5,858,948		0.0135

No calculation of diluted earnings per share for the three-month periods ended 31 March 2017 was required for warrant (ESOP-W2) since warrants were expired on 30 June 2016.



(Unaudited but reviewed)

## 18. Contracts in progress

As at 31 March 2017, the aggregate amount of construction cost incurred and recognised profits or losses to date for contracts in progress of the Company and its subsidiaries was approximately Baht 7,500 million (the Company only: Baht 5,503 million), gross amounts due from customers for contracts in progress were approximately Baht 2,132 million (the Company only: Baht 1,288 million), and gross amounts due to customers for contracts in progress were approximately Baht 312 million (the Company only: Baht 78 million).

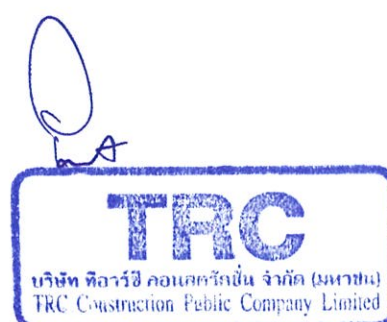
## 19. Segment information

The Company and its subsidiaries are organised into business units based on its products and services. During the current period, the Company and its subsidiaries have not changed the organisation of their reportable segments.

The following tables present revenue and profit information regarding the Company and its subsidiaries' operating segments in the consolidated financial statements for the three-month periods ended 31 March 2017 and 2016, respectively.

(Unit: Thousand Baht)

	For the three-month period ended 31 March 2017					
	Pipeline	Engineering		Total	Adjustments	
	system	system	Civil work	Segments	and	Consolidated
					eliminations	
Revenue from external customers	528,467	166,790	104,800	800,057	-	800,057
Revenue from associate	-	-	152,078	152,078	-	152,078
Depreciation	(17,135)	(2,034)	(7,588)	(26,757)	360	(26,397)
Administrative expenses	(60,851)	(20,712)	(35,297)	(116,860)	-	(116,860)
<b>Segment profit (loss)</b>	<b>5,295</b>	<b>(16,021)</b>	<b>(23,615)</b>	<b>(34,341)</b>	<b>3,476</b>	<b>(30,865)</b>
Other income						1,964
Interest revenue						93
Interest expense						(3,682)
Share of loss from investments in associate						(10,246)
<b>Loss before income tax expense</b>						<b>(42,736)</b>
Income tax income						1,739
<b>Loss for the period</b>						<b>(40,997)</b>





(Unaudited but reviewed)

(Unit: Thousand Baht)

For the three-month period ended 31 March 2016

	Pipeline	Engineering		Total	Adjustments	
	system	system	Civil work	Segments	and	Consolidated
					eliminations	
Revenue from external customers	708,114	267,939	116,233	1,092,286	-	1,092,286
Revenue from associate	-	-	7,170	7,170	-	7,170
Revenue from joint venture	4,884	-	-	4,884	-	4,884
Depreciation	(15,818)	(6,817)	(4,579)	(27,214)	363	(26,851)
Administrative expenses	(49,020)	(20,773)	(2,690)	(72,483)	-	(72,483)
<b>Segment profit</b>	<b>63,945</b>	<b>18,247</b>	<b>51</b>	<b>82,243</b>	<b>3,350</b>	<b>85,593</b>
Other income						6,364
Interest revenue						1,794
Interest expense						(2,522)
Share of loss from investments in associate						(4,952)
<b>Profit before income tax expense</b>						<b>86,277</b>
Income tax expense						(23,027)
<b>Profit for the period</b>						<b>63,250</b>

Transfer prices between business segments are as set out in Note 2.

## 20. Commitments and contingent liabilities

### 20.1 Capital commitments

As at 31 March 2017, the Company had capital commitments of approximately Baht 3 million (2016: Baht 7 million), relating to the construction of Fabrication Shop.

### 20.2 Purchase construction materials and subcontracted work commitments

As at 31 March 2017, the Company and the subsidiary have outstanding commitments of Baht 842 million and Euro 6 million in respect of purchase construction materials and subcontracted work (the Company only: Baht 140 million and Euro 4 million) (31 December 2016: Baht 731 million and Euro 15 million, the Company only: Baht 168 million and Euro 8 million).

### 20.3 Operating lease commitments

The Company and its subsidiary have entered into lease agreements in respect of the lease of land, office building space, motor vehicles and equipment. The terms of the agreements are generally between 1 and 5 years.



(Unaudited but reviewed)

Future minimum lease payments required under these non-cancellable operating lease contracts were as follows.

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	31 March 2017	31 December 2016	31 March 2017	31 December 2016
Payable:				
In up to 1 year	19	17	18	17
In over 1 and up to 5 years	26	27	26	27

#### 20.4 Service agreement commitments

The Company and its subsidiary have entered into service agreements in respect of the consultant and security. The terms of the agreements are generally between 1 and 2 years.

Future minimum lease payments required under these non-cancellable operating leases contracts were as follows.

	(Unit: Million Baht)	
	Consolidated / Separate financial statements	
	31 March 2017	31 December 2016
Payable:		
In up to 1 year	6	4

#### 20.5 Bank guarantees

As at 31 March 2017 and 31 December 2016, bank guarantees issued by banks on behalf of the Company and the subsidiary in respect of certain performance bonds as required in the normal course of business were as follows.

	Consolidated financial statements		Separate financial statements	
	31 March 2017	31 December 2016	31 March 2017	31 December 2016
Guarantee of construction contract and bidding	Baht 1,574 million USD 1 million EUR 1 million	Baht 1,431 million USD 1 million EUR 1 million	Baht 1,231 million USD 1 million	Baht 1,173 million USD 1 million
Guarantee of advance payment bond and retention	Baht 378 million EUR 2 million	Baht 476 million EUR 2 million	Baht 115 million	Baht 176 million
Guarantee of others	Baht 3 million	Baht 2 million	Baht 3 million	Baht 2 million
Total	Baht 1,955 million USD 1 million EUR 3 million	Baht 1,909 million USD 1 million EUR 3 million	Baht 1,349 million USD 1 million	Baht 1,351 million USD 1 million



## 20.6 Guarantees

As at 31 March 2017, the Company has commitment from guarantee of liabilities under finance lease agreements of the subsidiaries totaling Baht 23 million. (31 December 2016: Baht 23 million).

## 21. Litigations

- 21.1 On 6 December 2011, a government agency sent a letter to a bank asking to hold the bank guarantee of Baht 20 million that the Company deposited as the mortgage since the said agency claimed that the Company failed to perform according to the contract.

On 29 December 2011, the Company filed the abovementioned agency and its parties (litigant) to the Central Administrative Court for the sentence of releasing the captioned bank guarantee with the compensation charge totally Baht 27.5 million plus the interest rate of 7.5% per annum including any related fee from the next day of filing date until completion of payment since the Company considered that such a claim was not caused by the Company's fault on the contrary, the Company could not perform according to the contract due to the law of restricted areas.

On 20 May 2015, the Central Administrative Court had rendered judgement and ordered the government agency to return the Company's Baht 20 million bank guarantee dated 31 August 2007 to the Company under the condition that both the Company and government agency jointly shared the responsibility to pay the total of Baht 10 million plus the interest rate of 7.5% per annum from the next day of filing date (December 29, 2011) until completion of payment or within 60 days starting from the date of final judgement whereas all remaining parts to be dismissed.

On 19 June 2015, the government agency made an appeal to the Central Administrative Court and later on 16 October 2015, the Company made an appeal clarification to the court and for ease of reference as of 31 March 2017 and 31 December 2016, the Company has already recorded the contingent liabilities of Baht 20 million maybe arisen in the financial statement.

- 21.2 On 24 May 2011, a private company (litigant) filed the case to the Commercial Court against the subsidiary claiming that the subsidiary defaulted the contract with recover damage of Baht 17.5 million plus the interest rate of 7.5% per annum starting from the filing date until completion of payment.



On 21 September 2011, the subsidiary submitted the clarification statement to the Commercial Court by refusing the accusation of the litigant and requested the court for dismissal and also to order the litigant to pay the completed work charge of Baht 10.9 million, according to the contract, to the subsidiary.

On 21 July 2014, the Commercial Court made a sentence to have the subsidiary to pay to the litigant the penalty charge of Baht 11.01 million plus the interest rate of 7.5% per annum starting from the filing date until the completion of payment and cost of execution of Baht 0.1 million for the litigant.

Due to having the fact for litigation, the subsidiary then submitted an appeal for the Civil Court's judgement to the court since both parties had made an agreement to terminate the contract in a form of compromise agreement causing an effect to both parties to be responsible for its own benefit and have no further claim against each other as a result of any breach of a statutory obligation. Therefore, this proved that the plaintiff had waived any objection and both parties can restrain the dispute.

On 8 July 2015, the subsidiary submitted a request to place the mortgage as per the Civil Court's judgement to waive the judgement execution and the court later ordered on 21 July 2015 that the subsidiary had placed the mortgage as per the report dated 8 July 2015 consisting of a deposit account book and confirmation letter of deposited amount of Baht 15.4 million at Kasikorn Bank Plc. and land title deeds and the certificate of utilization of land (Nor Sor 3) located at Nongkradorn Sub-district, Muang Nakhonsawan District, Nakhonsawan Province, totally 7 plots of 102 rai, 9 ngan and 289 square wah with the certificate of land appraisal issued by Nakhonsawan Land Office dated 3 July 2015, totally Baht 3.1 million. The court therefore restrained the judgement execution temporarily until the Appeal Court shall issue an order for the request to suspend the execution of the sentence.

On 20 October 2015, the Appeal Court sentenced to vacate judgement of the Civil Court to dispose of the case in order for both plaintiff and defendant to settle their dispute through institutional arbitration and the executing officer later issued the withdrawal order of sequestration on 28 October 2015.



(Unaudited but reviewed)

On 12 November 2015, the court ordered to return the mortgage and pay the appeal fee of Baht 0.2 million including the related fee of Baht 0.3 million to the subsidiary. On 19 November 2015, the litigant submitted a petition whereas on 28 January 2016, the subsidiary also submitted a petition to the Supreme Court, respectively. On 13 September 2016, the Supreme Court rendered judgement to dismiss the lawsuit since the Commercial Court had no authority to consider and also advised the plaintiff to proceed the dispute through institutional arbitration.

On 16 January 2017, the litigant, had submitted the requirement to the institutional arbitration for claiming that the subsidiary to compensate the breach of contract with recover damage of Baht 24.41 million.

On 7 April 2017, the subsidiary filed an objection against the requirement of the litigant and later on 20 April 2017, the institutional arbitration accepted the subsidiary's objection and proceeds to submit the objection to the litigant.

Since the mentioned suit is not yet finalised. The subsidiary believed that the subsidiary's the fact and the matter of law can defend against the Party. Therefore, the subsidiary has not yet recognised provision for contingent liabilities in the financial statements.

- 21.3 On 4 December 2007, the subsidiary filed a suit to the Central Administrative Court against a government agency (litigant) in order for payment of a penalty charge of Baht 13.4 million for termination of construction contract by deducting the advance payment of Baht 7.7 million as per the contract and the total of penalty charge to be paid Baht 6.1 million plus the interest rate of 7.5% per annum starting from the filing date until the completion of payment. However, the litigant submitted its pleading to the court on 20 August 2008 claiming that the amount of the penalty charge was overrated and the third resolution of the Compensation Committee was made on 16 July 2008 to order the government agency to pay the compensation of Baht 0.8 million to the subsidiary whereas ordered the subsidiary to return the amount of Baht 6.8 million to the government agency, respectively.

After that, several amendments to the petition and pleadings of both parties were made.





(Unaudited but reviewed)

On 20 April 2010, the litigant submitted its latest amended pleadings to the Central Administrative Court about the fee of the advance payment bank guarantee of Baht 0.1 million and the litigant asked the court for dismissal and order the subsidiary to return the litigant the advance amount of Baht 7.7 million in order to proceed as per the construction contract.

The subsidiary submitted its latest amended pleadings to the court on 24 January 2012 requesting the court to render judgement ordering the litigant to bring the compensation amount of Baht 19.4 million to be deducted by the amount of Baht 7.7 million advanced to the subsidiary to proceed as per the construction contract as well as paying the penalty charge of Baht 12.5 million to the subsidiary plus the interest rate of 7.5% per annum starting from the filing date until the completion of payment.

The litigant submitted its refusal pleadings and asked the court for dismissal and returning of the aforementioned advance payment amount as well.

On 31 July 2012, the court rendered judgement ordering the subsidiary to receive Baht 3.3 million and also return Baht 4.4 million to the litigant. The subsidiary then submitted its appeal for the judgement to the Supreme Administrative Court on 29 August 2012.

Since this case remains under the consideration, the subsidiary has not yet been recorded in financial statements.

21.4 On 24 April 2008, a private company and its partner (litigant) filed suit to the Administrative Court of First Instance against the Company and its partner on violation against the contract and sued for damages of Baht 6 million plus the interest rate of 7.5% per annum starting from the filing date until completion of payment.

On 29 May 2012, the court rendered judgement of dismissal but later on 20 June 2013, the litigant appealed to the Supreme Administrative Court and on 9 August 2013, the Company submitted an amendment of appeal requesting for the dismissal.

Since this case remains under the consideration of the Supreme Administrative Court and since the Company's management has confidence that the Company will not gain any significant loss (if any) from this litigation, any provision of liabilities then have not yet been recorded in financial statements.





(Unaudited but reviewed)

21.5 On 14 September 2015, the plaintiff (the litigant) filed a lawsuit against a government agency and 8 co-defendants to the Administrative Court for compensation of damages from loss of income of Baht 87.49 million. The Company is sued as the fifth defendant. On 11 March 2016, the Company submitted an objection against the plaintiff's request to waive the court fee and then on 28 October 2016, the Company submitted its pleadings to the Administrative Court.

On 12 January 2017, the litigant has just submitted the statement of defence to the court and the court ordered the Company to submit the additional statement within 30 days.

During 7 February 2017 to 31 March 2017 the Company had requested to extend the submission of the additional clarification to the Administration Court and later on 4 April 2017, the Administrative Court had ordered to the Company to submit the additional clarification within 12 May 2017.

Since the Company's management has confidence that the Company will not gain any significant loss (if any) from this litigation, any provision of liabilities then have not yet been recorded in the financial statements.

## 22. Foreign currency assets and liabilities

The balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Consolidated financial statements						
Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	31	31	31	31	31	31
	March	December	March	December	March	December
	2017	2016	2017	2016	2017	2016
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	3	4	-	1	34.4501	35.8307
Euro	12	8	2	1	36.7904	37.7577

Separate financial statements						
Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	31	31	31	31	31	31
	March	December	March	December	March	December
	2017	2016	2017	2016	2017	2016
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	3	4	-	1	34.4501	35.8307
Euro	-	-	-	1	36.7904	37.7577



(Unaudited but reviewed)

As at 31 March 2017 and 31 December 2016, foreign exchange contracts outstanding are summarised below.

Consolidated financial statements					
As at 31 March 2017					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought	Sold	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
Euro	1	-	37.29 - 38.06	-	May 2017 - August 2017
Separate financial statements					
As at 31 March 2017					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought	Sold	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
Euro	1	-	37.29 - 38.06	-	May 2017 - August 2017
Consolidated financial statements					
As at 31 December 2016					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought	Sold	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
Euro	5	-	37.89 - 39.27	-	March 2017 - July 2017
Separate financial statements					
As at 31 December 2016					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought	Sold	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
Euro	4	-	37.89 - 39.27	-	March 2017 - July 2017

### 23. Fair value hierarchy

As at 31 March 2017 and 31 December 2016, the Company and its subsidiaries had the assets and liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

Consolidated financial statements				
As at 31 March 2017				
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Investment in mutual fund	-	33.2	-	33.2





(Unaudited but reviewed)

(Unit: Million Baht)

Consolidated Financial Statements				
As at 31 December 2016				
	Level 1	Level 2	Level 3	Total
<b>Assets measured at fair value</b>				
Investment in mutual fund	-	39.6	-	39.6
<b>Liabilities for which fair value are disclosed</b>				
Derivatives				
Foreign currency forward contracts	-	3.7	-	3.7

(Unit: Million Baht)

Separate Financial Statements				
As at 31 December 2016				
	Level 1	Level 2	Level 3	Total
<b>Liabilities for which fair value are disclosed</b>				
Derivatives				
Foreign currency forward contracts	-	3.0	-	3.0

## 24. Events after the reporting period

On 28 April 2017, the Annual General Meeting of the Company's shareholders passed the following significant resolutions:

24.1 Approved the following allocations of the Company's legal reserve and payment of dividend from the operating results of the year 2016:

- Allocate Baht 16.1 million or 4.50% of the profit for the year 2016 to legal reserve, consequently, the legal reserve as at the end of 2016 equaled to Baht 72.6 million or 10% of the registered capital.
- Pay a dividend of up to Baht 112.3 million or at a rate of not exceeding Baht 0.0218571 per share, in two parts as detailed below:

- 1) A stock dividend with a total value of up to 733.7 million ordinary shares with a par value of Baht 0.125 per share to be distributed at a rate of 1 dividend share for every 7 existing shares, equivalent to a dividend of Baht 0.0178571 per share.

If there is a fraction of share remaining due to insufficient number of share to be converted into shares, a cash dividend at Baht 0.0178571 per share will be paid instead.





(Unaudited but reviewed)

- 2) A cash dividend of Baht 0.0040000 per share or a total of up to Baht 20.5 million.

The payment of cash dividend and stock dividend is scheduled to be made on 26 May 2017.

- 24.2 Approved a decrease in the registered capital of the Company from Baht 726.4 million to Baht 642.0 million consisting of 5,136.0 million share with a par value of Baht 0.125 each, by cancelling the ordinary shares which had not yet been issued, which has been in process of registration the decrease of its registered capital at the Ministry of Commerce.
- 24.3 Approved an increase in the registered capital from Baht 642.0 million to Baht 733.7 million through the issuance of an additional 733.7 million ordinary shares with a par value of Baht 0.125 each, to be reserved for the distribution of the stock dividend, which has been in process of registration the increase in its registered capital with the Ministry of Commerce.

## **25. Approval of interim financial statements**

These interim financial statements were authorised for issue by the Company's Board of Directors on 11 May 2017.

