

Tipco Asphalt Public Company Limited and its subsidiaries  
Report and interim consolidated financial statements  
For the three-month period ended 31 March 2015

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

To the Shareholders of Tipco Asphalt Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of Tipco Asphalt Public Company Limited and its subsidiaries as at 31 March 2015, the related consolidated statements of 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 Tipco Asphalt 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*.



Supachai Phanyawattano

Certified Public Accountant (Thailand) No. 3930

EY Office Limited  
Bangkok: 8 May 2015

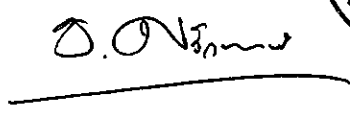


Tipco Asphalt Public Company Limited and its subsidiaries

Statement of financial position

(Unit: Thousand Baht)

		Consolidated financial statements		Separate financial statements	
	<u>Note</u>	<u>31 March 2015</u>	<u>31 December 2014</u>	<u>31 March 2015</u>	<u>31 December 2014</u>
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents		517,697	276,988	117,880	24,641
Trade and other receivables	3, 4	3,453,060	4,017,943	3,696,492	4,090,248
Short-term loan to related parties	4	-	-	5,574	5,644
Inventories	5	3,286,991	3,817,829	2,874,348	3,443,866
Forward exchange contracts	17, 19	364	1,520	364	1,517
Price hedging contracts	18, 19	49,301	199,321	49,301	199,321
Other current assets		181,308	95,865	48,026	39,002
<b>Total current assets</b>		<b>7,488,721</b>	<b>8,409,466</b>	<b>6,791,985</b>	<b>7,804,239</b>
<b>Non-current assets</b>					
Investments in subsidiaries	6	-	-	3,708,258	3,707,427
Investment in associate		141,965	124,002	18,404	18,404
Long-term loan to related party		-	-	16,204	-
Investment properties		199,433	199,433	99,971	100,106
Property, plant and equipment	7	5,638,864	5,652,536	471,690	460,266
Goodwill		146,294	146,294	-	-
Other intangible assets - Computer software		31,926	28,933	31,369	28,317
Leasehold rights		378,364	382,415	3,589	3,646
Deferred tax assets - net	12	145,015	192,922	81,420	144,107
Other non-current assets		10,227	9,117	5,552	4,085
<b>Total non-current assets</b>		<b>6,692,088</b>	<b>6,735,652</b>	<b>4,436,457</b>	<b>4,466,358</b>
<b>Total assets</b>		<b>14,180,809</b>	<b>15,145,118</b>	<b>11,228,442</b>	<b>12,270,597</b>

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

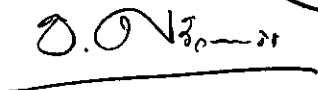


Tipco Asphalt Public Company Limited and its subsidiaries

Statement of financial position (continued)

(Unit: Thousand Baht)

		Consolidated financial statements		Separate financial statements	
	Note	31 March 2015	31 December 2014	31 March 2015	31 December 2014
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Short-term loans from financial institutions		1,643,693	4,094,131	1,549,179	3,900,734
Trade and other payables	4, 8	1,512,928	1,314,382	1,792,104	1,592,760
Current portion of liabilities under finance lease agreements		3,930	4,173	3,221	3,288
Current portion of long-term loans from financial institutions	9	743,488	783,842	305,000	352,500
Income tax payable		408,732	206,816	359,800	193,233
Forward exchange contracts	17, 19	402	1,110	350	1,108
Price hedging contracts	18, 19	194,240	242,628	194,240	242,628
Other current liabilities		51,266	36,348	29,552	14,517
<b>Total current liabilities</b>		<b>4,558,679</b>	<b>6,683,430</b>	<b>4,233,446</b>	<b>6,300,768</b>
<b>Non-current liabilities</b>					
Liabilities under finance lease agreements - net of current portion		2,966	4,020	1,793	2,601
Long-term loans from financial institutions - net of current portion	9	2,284,377	2,214,432	375,000	420,000
Long-term loan from related party	4	7,719	7,791	-	-
Interest rate swap contracts	10, 19	32,178	22,794	30,865	22,542
Provision for long-term employee benefits		89,882	87,635	74,634	72,800
<b>Total non-current liabilities</b>		<b>2,417,122</b>	<b>2,336,672</b>	<b>482,292</b>	<b>517,943</b>
<b>Total liabilities</b>		<b>6,975,801</b>	<b>9,020,102</b>	<b>4,715,738</b>	<b>6,818,711</b>

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

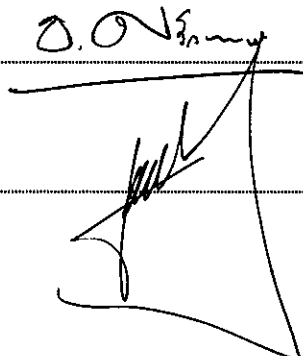
Tipco Asphalt Public Company Limited and its subsidiaries

Statement of financial position (continued)

(Unit: Thousand Baht)

		Consolidated financial statements		Separate financial statements	
	Note	31 March 2015	31 December 2014	31 March 2015	31 December 2014
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>Shareholders' equity</b>					
Share capital	14				
Registered					
172,123,329 ordinary shares of Baht 10 each		1,721,233	1,721,233	1,721,233	1,721,233
Issued and fully paid					
153,427,157 ordinary shares (31 December 2014:					
153,277,957 ordinary shares) of Baht 10 each		1,534,272	1,532,780	1,534,272	1,532,780
Premium on share capital		922,506	916,250	922,506	916,250
Share subscription	14	35,695	7,748	35,695	7,748
Non-controlling interests of subsidiary acquired					
by the Company at price lower than book value		6,238	6,238	-	-
Change in the Company's interest in subsidiaries					
which did not result in a loss of control		(308,455)	(308,455)	-	-
Capital reserve for share-based payment transactions		42,678	38,433	42,678	38,433
Retained earnings					
Appropriated - statutory reserve		172,123	172,123	172,123	172,123
Unappropriated		4,837,519	3,711,758	3,806,071	2,785,748
Other components of shareholders' equity		(168,343)	(121,554)	(641)	(1,196)
Equity attributable to owners of the Company		7,074,233	5,955,321	6,512,704	5,451,886
Non-controlling interests of the subsidiaries		130,775	169,695	-	-
<b>Total shareholders' equity</b>		<b>7,205,008</b>	<b>6,125,016</b>	<b>6,512,704</b>	<b>5,451,886</b>
<b>Total liabilities and shareholders' equity</b>		<b>14,180,809</b>	<b>15,145,118</b>	<b>11,228,442</b>	<b>12,270,597</b>

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



Directors



(Unaudited but reviewed)

## Tipco Asphalt Public Company Limited and its subsidiaries

## Statement of comprehensive income

For the three-month period ended 31 March 2015

(Unit: Thousand Baht except earnings per share expressed in Baht)

		Consolidated financial statements		Separate financial statements	
	<u>Note</u>	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
<b>Revenues</b>					
Sales and service income		8,263,770	12,051,013	7,720,964	11,618,416
Other income					
Dividend income from subsidiary	6	-	-	105,000	120,000
Gain on exchange	17	74,917	180,348	79,622	183,611
Others		20,833	11,469	27,652	15,648
<b>Total revenues</b>		<b>8,359,520</b>	<b>12,242,830</b>	<b>7,933,238</b>	<b>11,937,674</b>
<b>Expenses</b>					
Cost of sales and services		7,052,065	11,520,042	6,960,387	11,324,498
(Gain) loss from price hedging contracts	18	5,864	(44,985)	5,864	(44,985)
Reduction of cost of inventories to net realisable value (reversal)	5	(366,087)	245,474	(425,336)	336,051
		6,691,842	11,720,531	6,540,915	11,615,564
Selling expenses		38,375	33,596	22,984	19,992
Administrative expenses		154,079	159,929	87,589	104,451
Other expenses					
Allowance for doubtful accounts (reversal)		99,928	3,200	153	(70)
<b>Total expenses</b>		<b>6,984,224</b>	<b>11,917,256</b>	<b>6,651,641</b>	<b>11,739,937</b>
<b>Profit before share of profit from investment in associate, finance cost and income tax expenses</b>					
		1,375,296	325,574	1,281,597	197,737
Share of profit from investment in associate		21,675	19,509	-	-
<b>Profit before finance cost and income tax expenses</b>		<b>1,396,971</b>	<b>345,083</b>	<b>1,281,597</b>	<b>197,737</b>
Finance cost		(53,953)	(55,050)	(31,791)	(38,128)
<b>Profit before income tax expenses</b>		<b>1,343,018</b>	<b>290,033</b>	<b>1,249,806</b>	<b>159,609</b>
Income tax expenses	12	(256,757)	(34,285)	(229,483)	(11,897)
<b>Profit for the period</b>		<b>1,086,261</b>	<b>255,748</b>	<b>1,020,323</b>	<b>147,712</b>
<b>Other comprehensive income:</b>					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>					
Change in fair value of interest rate swap contract - net of income tax		555	358	555	358
Exchange differences on translation of financial statements in foreign currencies		(46,764)	(63,555)	-	-
<b>Other comprehensive income for the period</b>		<b>(46,209)</b>	<b>(63,197)</b>	<b>555</b>	<b>358</b>
<b>Total comprehensive income for the period</b>		<b>1,040,052</b>	<b>192,551</b>	<b>1,020,878</b>	<b>148,070</b>

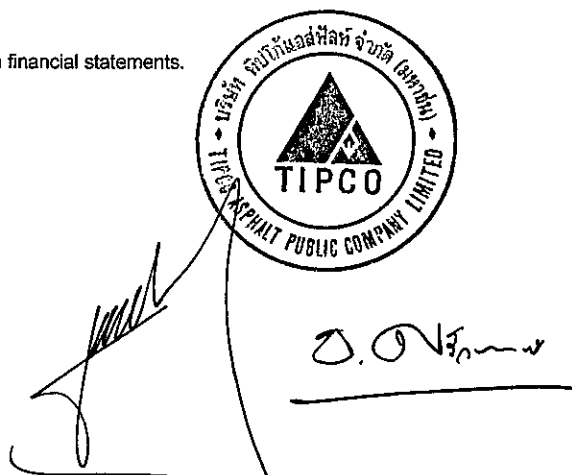


The accompanying notes are an integral part of the interim financial statements.

**Tipco Asphalt Public Company Limited and its subsidiaries**  
**Statement of comprehensive income (continued)**  
**For the three-month period ended 31 March 2015**

	Consolidated financial statements		Separate financial statements	
Note	2015	2014	2015	2014
	1,125,761	253,649	1,020,323	147,712
	(39,500)	2,099		
	<u>1,086,261</u>	<u>255,748</u>		
	1,078,972	198,239	1,020,878	148,070
	(38,920)	(5,688)		
	<u>1,040,052</u>	<u>192,551</u>		
	0.73	0.17	0.66	0.10
	<u>0.73</u>	<u>0.17</u>	<u>0.66</u>	<u>0.10</u>

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



(Unaudited but reviewed)

**Tipco Asphalt Public Company Limited and its subsidiaries**  
**Statement of changes in shareholders' equity**  
**For the three-month period ended 31 March 2015**

(Unit: Thousand Baht)

	Consolidated financial statements													
	Equity attributable to owners of the Company										Equity attributable to non-controlling interests of the subsidiaries			
	Non-controlling interests of subsidiary acquired by the Company	Change in the Company's interest in subsidiaries which did not result in a loss of control	Capital reserve for share-based payment transactions	Retained earnings - Appropriated - statutory reserve	Unappropriated	Fair value of interest rate swap contract	Exchange differences on translation of financial statements in foreign currencies	Total other components of shareholders' equity	Total equity attributable to shareholders of the Company					
Issued and paid-up share capital	Premium on share capital	Share subscription									Total			
Balance as at 1 January 2014	1,525,809	887,824	-	6,238	12,904	23,255	162,053	2,682,129	(3,649)	(54,856)	(58,505)	5,241,707	649,230	5,890,937
Profit for the period	-	-	-	-	-	-	-	253,649	-	-	-	253,649	2,089	255,748
Other comprehensive income for the period	-	-	-	-	-	-	-	-	358	(55,768)	(55,410)	(55,410)	(7,787)	(63,197)
Total comprehensive income for the period	-	-	-	-	-	-	-	253,649	358	(55,768)	(55,410)	198,239	(5,698)	192,551
Change in the Company's interest in subsidiaries which did not result in a loss of control	-	-	-	-	(321,359)	-	-	-	-	-	-	(321,359)	(405,706)	(727,065)
Share-based payment transactions	-	-	-	-	-	3,236	-	-	-	-	-	3,236	-	3,236
Balance as at 31 March 2014	1,525,809	887,824	-	6,238	(308,455)	28,491	162,053	2,935,778	(3,291)	(110,624)	(113,915)	5,121,823	237,836	5,359,659
Balance as at 1 January 2015	1,532,780	916,250	7,748	6,238	(308,455)	38,433	172,123	3,711,758	(1,196)	(120,358)	(121,554)	5,955,321	169,695	6,125,016
Profit for the period	-	-	-	-	-	-	-	1,125,761	-	-	-	1,125,761	(39,500)	1,086,261
Other comprehensive income for the period	-	-	-	-	-	-	-	-	555	(47,344)	(46,789)	(46,789)	580	(46,209)
Total comprehensive income for the period	-	-	-	-	-	-	-	1,125,761	555	(47,344)	(46,789)	1,078,972	(38,920)	1,040,052
Increase in share capital (Note 14)	1,492	6,256	(7,748)	-	-	-	-	-	-	-	-	-	-	-
Cash receipts from share subscription (Note 14)	-	-	35,695	-	-	-	-	-	-	-	-	35,695	-	35,695
Share-based payment transactions	-	-	-	-	-	4,245	-	-	-	-	-	4,245	-	4,245
Balance as at 31 March 2015	1,534,272	922,506	35,695	6,238	(308,455)	42,678	172,123	4,837,519	(641)	(167,702)	(168,343)	7,074,233	130,775	7,205,008

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



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(Unaudited but reviewed)

**Tipco Asphalt Public Company Limited and its subsidiaries**

**Statement of changes in shareholders' equity (continued)**

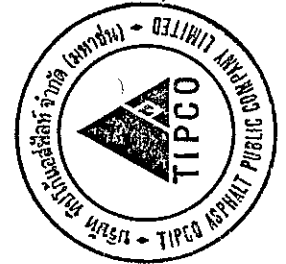
**For the three-month period ended 31 March 2015**

(Unit: Thousand Baht)

**Separate financial statements**

	Issued and paid-up share capital	Premium on share capital	Share subscription	Capital reserve for share-based payment transactions	Retained earnings			Other component of equity		Total
					Appropriated - statutory reserve	Unappropriated	Fair value of interest rate swap contracts	component of shareholders' equity	shareholders' equity	
<b>Balance as at 1 January 2014</b>	1,525,809	887,824	-	23,255	162,053	2,289,092	(3,649)	(3,649)	4,884,384	
Profit for the period	-	-	-	-	-	147,712	-	-	147,712	
Other comprehensive income for the period	-	-	-	-	-	-	358	358	358	
Total comprehensive income for the period	-	-	-	-	-	-	358	358	148,070	
Share-based payment transactions	-	-	-	3,236	-	-	-	-	3,236	
<b>Balance as at 31 March 2014</b>	1,525,809	887,824	-	26,491	162,053	2,436,804	(3,291)	(3,291)	5,035,690	
<b>Balance as at 1 January 2015</b>	1,532,780	916,250	7,748	38,433	172,123	2,785,748	(1,196)	(1,196)	5,451,886	
Profit for the period	-	-	-	-	-	1,020,323	-	-	1,020,323	
Other comprehensive income for the period	-	-	-	-	-	-	555	555	555	
Total comprehensive income for the period	-	-	-	-	-	-	555	555	1,020,878	
Increase in share capital (Note 14)	1,492	6,256	(7,748)	-	-	-	-	-	-	
Cash receipts from share subscription (Note 14)	-	-	35,695	-	-	-	-	-	35,695	
Share-based payment transactions	-	-	-	4,245	-	-	-	-	4,245	
<b>Balance as at 31 March 2015</b>	1,534,272	922,506	35,695	42,678	172,123	3,806,071	(641)	(641)	6,512,704	

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



*D. Onnaw*

(Unaudited but reviewed)

## Tipco Asphalt Public Company Limited and its subsidiaries

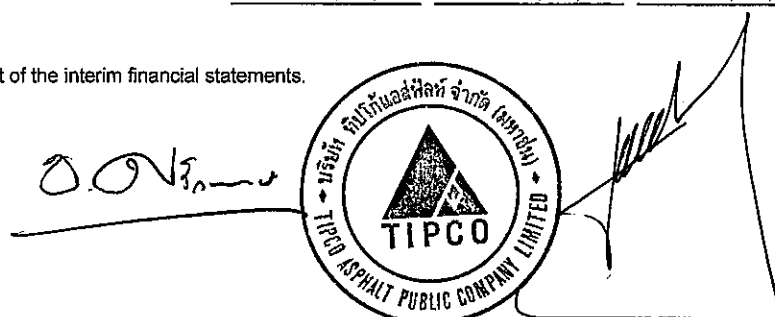
## Cash flow statement

For the three-month period ended 31 March 2015

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
<b>Cash flows from operating activities:</b>				
Profit before income tax expenses	1,343,018	290,033	1,249,806	159,609
Adjustments to reconcile profit before income tax expenses to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	127,255	114,953	19,145	17,816
Withholding tax written-off	34	88	-	-
Allowance for doubtful accounts (reversal)	99,928	3,200	153	(70)
Reduction of cost of inventories to net realisable value (reversal)	(366,087)	245,474	(425,336)	336,051
Dividend income from subsidiary	-	-	(105,000)	(120,000)
Unrealised gain on exchange	(7,745)	(20,323)	(3,589)	(27,714)
Gain on sales of equipment	(110)	(56)	(93)	-
Share of profit from investment in associate	(21,675)	(19,509)	-	-
Share-based payment transactions	4,245	3,236	3,414	2,576
Provision for long-term employee benefits	2,247	3,495	1,834	2,986
Change in fair value of forward exchange contracts	449	(7,225)	395	(6,122)
Change in fair value of price hedging contracts	101,632	(4,468)	101,632	(4,469)
Change in fair value of interest rate swap contract recognised in statement of comprehensive income	11,737	(205)	10,662	351
Interest expenses	51,028	52,012	19,509	35,967
Profit from operating activities before changes in operating assets and liabilities	1,345,956	660,705	872,532	396,981
(Increase) decrease in operating assets				
Trade and other receivables	466,609	938,297	394,064	550,963
Inventories	897,009	(1,122,325)	994,855	(993,840)
Other current assets	(97,096)	70,474	(31,056)	(8,192)
Other non-current assets	(1,228)	502	16,012	2,568
Increase (decrease) in operating liabilities				
Trade and other payables	187,846	1,752,141	297,811	1,943,771
Other current liabilities	14,947	(171,749)	13,396	21,043
<b>Cash flows from operating activities</b>	<b>2,814,043</b>	<b>2,128,045</b>	<b>2,557,614</b>	<b>1,913,294</b>
Cash paid for interest expenses	(37,211)	(60,715)	(10,657)	(39,289)
Cash paid for corporate income tax	(6,659)	(6,817)	(368)	(592)
<b>Net cash flows from operating activities</b>	<b>2,770,173</b>	<b>2,060,513</b>	<b>2,546,589</b>	<b>1,873,413</b>

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



(Unaudited but reviewed)

## Tipco Asphalt Public Company Limited and its subsidiaries

## Cash flow statement (continued)

For the three-month period ended 31 March 2015

(Unit: Thousand Baht)



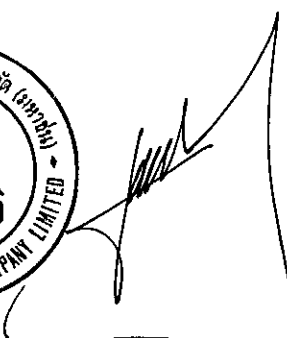
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
<b>Cash flows from investing activities:</b>				
Increase in short-term loans to related parties	-	-	-	(270,000)
Increase in long-term loan to related party	-	-	(16,290)	-
Cash paid for acquisition of equipment	(155,253)	(209,125)	(25,566)	(14,858)
Cash paid for acquisition of computer software	(3,384)	-	(3,384)	-
Cash paid for acquisition of leasehold rights	(1,962)	-	-	-
Proceeds from sales of equipment	216	301	94	-
<b>Net cash flows used in investing activities</b>	<b>(160,383)</b>	<b>(208,824)</b>	<b>(45,146)</b>	<b>(284,858)</b>
<b>Cash flows from financing activities:</b>				
Cash paid to acquisition of non-controlling interests of subsidiaries	-	(727,065)	-	-
Decrease in short-term loans from banks	(2,448,463)	(1,108,220)	(2,350,463)	(1,508,074)
Cash paid under finance lease agreements	(1,214)	(1,947)	(803)	(1,377)
Cash receipts from long-term loans	238,954	99,098	-	-
Repayment of long-term loans	(193,331)	(187,615)	(92,500)	(105,000)
Cash receipts from share subscription	35,695	-	35,695	-
Dividend paid to shareholders	(133)	-	(133)	-
<b>Net cash flows used in financing activities</b>	<b>(2,368,492)</b>	<b>(1,925,749)</b>	<b>(2,408,204)</b>	<b>(1,614,451)</b>
<b>Translation adjustments</b>	<b>(589)</b>	<b>(39,484)</b>	<b>-</b>	<b>-</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>240,709</b>	<b>(113,544)</b>	<b>93,239</b>	<b>(25,896)</b>
Cash and cash equivalents at beginning of period	276,988	495,435	24,641	89,696
<b>Cash and cash equivalents at end of period</b>	<b>517,697</b>	<b>381,891</b>	<b>117,880</b>	<b>63,800</b>

## Supplemental cash flows information

## Non-cash transactions:

Purchase of equipment for which cash has not been paid	-	72,663	-	-
Settlement of dividend received from subsidiary with account payable (Note 6)	-	-	105,000	120,000

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

**Tipco Asphalt Public Company Limited and its subsidiaries**  
**Notes to interim consolidated financial statements**  
**For the three-month periods ended 31 March 2015**

**1. General information**

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


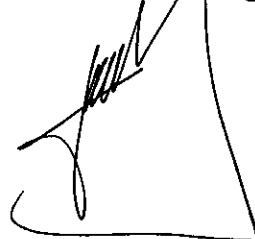
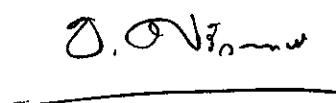
These interim financial statements are prepared in accordance with Thai Accounting Standard No. 34 (revised 2014) "Interim Financial Reporting", with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, comprehensive 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.

**1.2 Basis of consolidation**

The consolidated interim financial statements include the financial statements of Tipco Asphalt Public Company Limited and its subsidiaries and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2014.

### 1.3 New financial reporting standards

During the period, the Company and its subsidiaries adopted the revised and new financial reporting standards issued by the Federation of Accounting Professions which became effective for fiscal years beginning on or after 1 January 2015. 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 management of the Company and its subsidiaries found that in most cases they have not resulted in changes in key principles. However, some of these financial reporting standards involve changes to key principles, as follows:

Accounting Standards:

TAS 19 (revised 2014) Employee Benefits

Financial Reporting Standards:

TFRS 10 Consolidated Financial Statements

TFRS 11 Joint Arrangements

TFRS 12 Disclosure of Interests in Other Entities

TFRS 13 Fair Value Measurement

The management of the Company and its subsidiaries found that these financial reporting standards did not have any significant impact on the Company and its subsidiaries' financial statements, except for the following financial reporting standard.

#### **TFRS 13 Fair Value Measurement**

This standard provides guidance on how to measure fair value and stipulates disclosures related to fair value measurements. Entities are to apply the guidance under this standard if they are required by other financial reporting standards to measure their assets or liabilities at fair value. The effect of the change from the adoption of this standard is to be recognised prospectively.

### 2. 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 2014, except for the changes in accounting policies as a result of the adoption of new and revised standards, as discussed in note 1.3 to the financial statements.

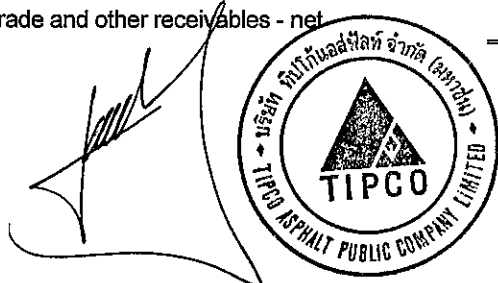
A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "บริษัท อุตสาหกรรมยางมะตอย จำกัด (มหาชน)" at the top, "TIPCO" in the center, and "TIPCO ASPHALT PUBLIC COMPANY LIMITED" at the bottom. To the right of the stamp is another handwritten signature.

(Unaudited but reviewed)

## 3. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March	31 December	31 March	31 December
	2015	2014	2015	2014
		(Audited)		(Audited)
<b><u>Trade receivables - related parties</u></b> (Note 4)				
Aged on the basis of due dates				
Not yet due	312,423	457,926	1,089,025	1,016,952
Past due				
Up to 3 months	4	16,687	189,259	662,153
3 - 6 months	-	-	259,376	93,888
6 - 9 months	-	-	59,924	814
9 - 12 months	-	-	-	271,034
Over 12 months	217	217	116,332	6,511
Total trade receivables - related parties	312,644	474,830	1,713,916	2,051,352
<b><u>Trade receivables - unrelated parties</u></b>				
Aged on the basis of due dates				
Not yet due	2,625,829	2,795,863	1,806,201	1,922,316
Past due				
Up to 3 months	216,198	433,670	52,872	71,757
3 - 6 months	107,618	48,641	4,403	8,126
6 - 9 months	21,753	72,463	6,293	335
9 - 12 months	69,343	193,491	335	-
Over 12 months	366,566	247,769	78,035	78,695
Total	3,407,307	3,791,897	1,948,139	2,081,229
Less: Allowance for doubtful accounts	(380,496)	(282,978)	(73,705)	(73,552)
Total trade receivables - unrelated parties, net	3,026,811	3,508,919	1,874,434	2,007,677
Total trade receivables - net	3,339,455	3,983,749	3,588,350	4,059,029
<b><u>Other receivables</u></b>				
Amounts due from related parties (Note 4)	8,159	9,568	33,022	29,021
Accounts receivable from price				
hedging contracts	72,917	-	72,917	-
Other receivables	32,529	24,626	2,203	2,198
Total other receivables	113,605	34,194	108,142	31,219
Trade and other receivables - net	3,453,060	4,017,943	3,696,492	4,090,248



(Unaudited but reviewed)

**4. 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 among the Company, its subsidiaries and those related parties.

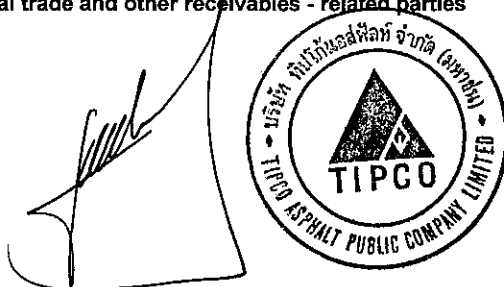
(Unit: Million Baht)

	Consolidated		Separate		Pricing policy
	financial statements		financial statements		
	2015	2014	2015	2014	
<b><u>Transactions with subsidiaries</u></b>					
(eliminated from the consolidated financial statements)					
Sales and services	-	-	1,236	1,093	Cost plus certain margin
Rental and service income	-	-	13	7	Contract price
Technical assistance fee income	-	-	3	3	Contract price
Interest income	-	-	-	1	2.8 percent per annum
Dividend income	-	-	105	120	
Purchases of goods	-	-	1	4	Cost plus certain margin
Rental and service expenses	-	-	511	431	Contract price
<b><u>Transactions with related companies</u></b>					
Sales and services	937	788	897	742	Market price/Contract price
Rental and service income	1	-	1	-	Contract price
Rental and service expenses	8	8	7	7	Contract price
Technical assistance fee expenses	14	11	9	6	Contract price

The balances of the accounts as at 31 March 2015 and 31 December 2014 between the Company and its subsidiaries and those related parties are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2015	31 December 2014	31 March 2015	31 December 2014
	(Audited)		(Audited)	
<b><u>Trade and other receivables - related parties</u></b> (Note 3)				
Subsidiaries	-	-	1,460,170	1,613,750
Related companies (common shareholders and directors)	320,803	484,398	286,768	466,623
<b>Total trade and other receivables - related parties</b>	<b>320,803</b>	<b>484,398</b>	<b>1,746,938</b>	<b>2,080,373</b>



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(Unit: Thousand Baht)

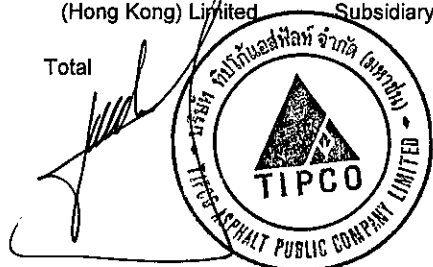
	Consolidated financial statements		Separate financial statements	
	31 March 2015	31 December 2014 (Audited)	31 March 2015	31 December 2014 (Audited)
<b><u>Short-term loans to related party</u></b>				
Subsidiary	-	-	5,574	5,644
<b>Total short-term loans to related party</b>	<b>-</b>	<b>-</b>	<b>5,574</b>	<b>5,644</b>
<b><u>Long-term loans to related party</u></b>				
Subsidiary	-	-	16,204	-
<b>Total long-term loans to related party</b>	<b>-</b>	<b>-</b>	<b>16,204</b>	<b>-</b>
<b><u>Trade and other payables - related parties</u> (Note 8)</b>				
Subsidiaries	-	-	603,223	665,081
Related companies (common shareholders and directors)	19,846	52,168	13,583	42,292
<b>Total trade and other payables - related parties</b>	<b>19,846</b>	<b>52,168</b>	<b>616,806</b>	<b>707,373</b>
<b><u>Long-term loan from related party</u></b>				
Related company (shareholder of subsidiary)	7,719	7,791	-	-
<b>Total long-term loan from related party</b>	<b>7,719</b>	<b>7,791</b>	<b>-</b>	<b>-</b>

**Loans to related parties and loans from related parties**

As at 31 March 2015 and 31 December 2014, the balances of loans between the Company and those related companies and the movements were as follows:

(Unit: Thousand Baht)

		Separate financial statements			
		Balance as at 31 December 2014 (Audited)	Increase during the year	Unrealise loss on exchange	Balance as at 31 March 2015
<b>Loans to related parties</b>	<b>Related by</b>				
<b><u>Short-term loan</u></b>					
Kemaman Oil Corporation					
Sdn Bhd	Subsidiary	5,644	-	(70)	5,574
<b>Total</b>		<b>5,644</b>	<b>-</b>	<b>(70)</b>	<b>5,574</b>
<b><u>Long-term loan</u></b>					
Tasco International					
(Hong Kong) Limited	Subsidiary	-	16,290	(86)	16,204
<b>Total</b>		<b>-</b>	<b>16,290</b>	<b>(86)</b>	<b>16,204</b>



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(Unaudited but reviewed)

(Unit: Thousand Baht)

		Consolidated financial statements		
		Exchange differences on translation of		
Long-term loan from related party	Related by	Balance as at 31 December 2014 (Audited)	financial statements in foreign currency	Balance as at 31 March 2015
Zhenjiang Highway Materials Company	Shareholder of subsidiary	7,791	(72)	7,719

Directors and management's benefits

For the three-month periods ended 31 March 2015 and 2014, the Company and its subsidiaries had employee benefit expenses of their directors and management as detailed below.

		(Unit: Million Baht)			
		Consolidated financial statements		Separate financial statements	
		2015	2014	2015	2014
Short-term employee benefits		32	28	27	23
Post-employment benefits		1	1	1	1
Share-based payment transactions		2	2	2	2
Total		35	31	30	26

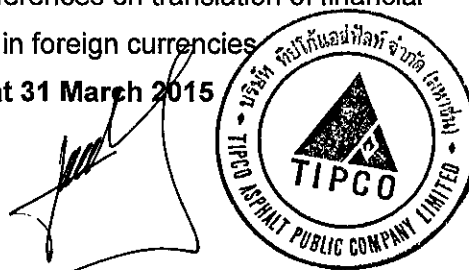
Guarantee obligations with related parties

The Company and its subsidiaries have outstanding guarantee obligations with its related parties, as described in Note 11 to the interim financial statements.

**5. Inventories**

Movements in the reduction of cost to net realisable value of inventories account during the three-month period ended 31 March 2015 are summarised below.

		(Unit: Thousand Baht)	
		Consolidated financial statements	Separate financial statements
<b>Balance as at 1 January 2015</b>		369,107	427,577
Reversal of reduce cost to net realisable value of inventories account during the period		(366,087)	(425,336)
Exchange differences on translation of financial statements in foreign currencies		(84)	-
<b>Balance as at 31 March 2015</b>		2,936	2,241



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## 6. Investments in subsidiaries

In the first quarter of 2015, the Company recorded cost of share-based payment transactions, under warrants to purchase new ordinary shares of the Company issued to the subsidiaries' employees amounted to Baht 0.8 million (2014: Baht 0.7 million), as a cost of investments in subsidiaries.

In the first quarter of 2015, Bitumen Marine Co., Ltd. declared the payment of dividend of Baht 105 million (2014: Baht 120 million). When making dividend payment, Bitumen Marine Co., Ltd. offset the dividend against the amount due to the Company.

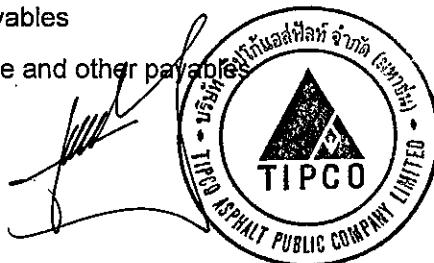
## 7. Property, plant and equipment

Movements of the property, plant and equipment account during the three-month period ended 31 March 2015 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
<b>Net book value as at 1 January 2015</b>	5,652,536	460,266
Acquisitions during period - at cost	154,773	25,566
Disposals/write-off during period - net book value at disposal/write-off date	(105)	(1)
Depreciation for the period	(115,273)	(14,141)
Exchange differences on translation of financial statements in foreign currencies	(53,067)	-
<b>Net book value as at 31 March 2015</b>	<u>5,638,864</u>	<u>471,690</u>

## 8. Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	31 March 2015	31 December 2014	31 March 2015	31 December 2014
	(Audited)		(Audited)	
Trade payables - related parties (Note 4)	1,036	5,303	603,343	658,224
Trade payables - unrelated parties	1,028,814	905,926	872,634	739,265
Amounts due to related parties (Note 4)	18,810	46,865	13,463	49,149
Accounts payable from price hedging contracts	226,634	-	226,634	-
Accrued expenses	154,061	272,999	45,712	120,526
Other payables	83,573	83,289	30,318	25,596
<b>Total trade and other payables</b>	<u>1,512,928</u>	<u>1,314,382</u>	<u>1,792,104</u>	<u>1,592,760</u>



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## 9. Long-term loans

Movements in the long-term loan account during the three-month period ended 31 March 2015 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
<b>Balance as at 1 January 2015</b>	2,998,274	772,500
Additions	238,954	-
Repayments	(193,331)	(92,500)
Unrealised gain on exchange	(4,974)	-
Exchange differences on translation of financial statements in foreign currencies	(11,058)	-
<b>Balance as at 31 March 2015</b>	3,027,865	680,000
Less: Current portion	(743,488)	(305,000)
<b>Long-term loans - net of current portion</b>	<u>2,284,377</u>	<u>375,000</u>

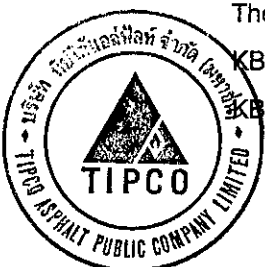
### Loan covenants

The loan agreements of the Company and its subsidiaries contain certain restrictive covenants as were disclosed for the financial statements for the year ended 31 December 2014.

## 10. Interest rate swap contracts

The Company and Kemaman Bitumen Sdn Bhd ("KBC") have entered into interest rate swap contracts to change interest rate from a floating rate to a fixed rate. Details are as follows:

Counterparty	Agreements start	Fixed interest rate as per agreement (%)	Agreements expire	Notional amount balance	
				31 March 2015	31 December 2014
					(Audited)
<u>For short-term loans</u>					
The Company	September 2014	1.20 to 1.26	December 2017	USD 25 million	USD 25 million
The Company	October 2014	1.15 to 1.26	December 2017	USD 25 million	USD 25 million
<u>For long-term loans</u>					
The Company	May 2009	4.365	November 2015	Baht 170 million	Baht 240 million
The Company	May 2012	5.21	March 2018	Baht 510 million	Baht 533 million
KBC	December 2013	0.54	August 2016	USD 5 million	USD 6 million
KBC	December 2013	0.93	April 2018	USD 14 million	USD 15 million



**11. Credit facilities**

The credit facilities of the Company and its subsidiaries granted by financial institutions are secured by the following collaterals:

- a) The guarantees of the Company, its subsidiaries and a shareholder of a subsidiary;
- b) The pledges/mortgages of the assets of subsidiaries of which the net book value as at 31 March 2015 and 31 December 2014 are summarised below.

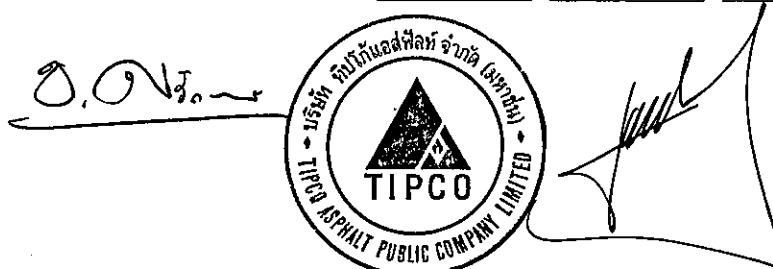
	(Unit: Million Baht)	
	Consolidated financial statements	
	31 March 2015	31 December 2014
		(Audited)
Leasehold rights - net	178	352
Property, plant and equipment - net	4,461	4,414

- c) The prohibition from creating lien over assets of the Company and its subsidiaries;
- d) Financial support letters provided by the Company and its subsidiaries to banks;
- e) The Company allows its subsidiaries to use its facilities obtained from banks, with the Company responsible to the banks for the amounts drawn down by the subsidiaries.

**12. Income tax**

Income tax expenses for the three-month periods ended 31 March 2015 and 2014 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
<b>Current income tax:</b>				
Current income tax charge	(208,989)	(84,796)	(166,935)	(78,229)
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	(47,768)	48,740	(62,548)	66,332
Utilisation of tax loss carried forward during the period	-	1,771	-	-
<b>Income tax expenses reported in the statement of comprehensive income</b>	<u>(256,757)</u>	<u>(34,285)</u>	<u>(229,483)</u>	<u>(11,897)</u>



(Unaudited but reviewed)

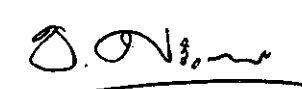


The amounts of income tax relating to each component of other comprehensive income for the three-month periods ended 31 March 2015 and 2014 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Deferred tax relating to change in fair value				
of interest rate swap contract	<u>(139)</u>	<u>(90)</u>	<u>(139)</u>	<u>(90)</u>

### 13. Earnings per share

Basic 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, after adjusting the number of ordinary shares held by outside shareholders in proportion to the change in the number of shares as a result of the change in par value from Baht 10 each to Baht 1 each as discussed in Note 20 to the interim financial statements. The number of ordinary shares is adjusted as if the share split had occurred 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 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 without consideration of exercising period and adjusts the number of ordinary shares held by outside shareholders plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares in proportion to the change in the number of shares as a result of the change in par value from Baht 10 each to Baht 1 each as discussed in Note 20 to the interim financial statements. The number of ordinary shares is adjusted as if the share split had occurred at the beginning of the earliest period reported. However, warrants to purchase new ordinary shares of the Company to executive directors and/or employees of the Company and subsidiaries ("ESOP") of which the exercise prices and the fair value of the service rendered to the Company and its subsidiaries in the future under such ESOP were higher than the average market price of the Company's shares for the periods were not included in the calculation of diluted earnings per share for the three-month periods ended 31 March 2015 and 2014.

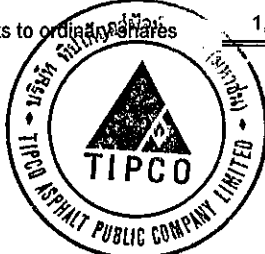
  
  


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The following tables set forth the computation of basic and diluted earnings per share:

Consolidated financial statements						
For the three-month period ended 31 March						
	Profit for the periods		Weighted average number of ordinary shares		Earnings per share	
	2015	2014	2015	2014	2015	2014
	(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
<b>Basic earnings per share</b>						
Profit attributable to equity holders of the Company	1,125,761	253,649	1,534,408	1,525,809	0.73	0.17
<b>Effect of dilutive potential ordinary shares</b>						
ESOP-W1	-	-	2,616	-		
ESOP-W2	-	-	1,247	-		
ESOP-W3	-	-	3,516	-		
ESOP-W4	-	-	3,827	-		
	-	-	11,206	-		
<b>Diluted earnings per share</b>						
Profit of ordinary shareholders assuming the conversion of warrants to ordinary shares	1,125,761	253,649	1,545,614	1,525,809	0.73	0.17

Separate financial statements						
For the three-month period ended 31 March						
	Profit for the periods		Weighted average number of ordinary shares		Earnings per share	
	2015	2014	2015	2014	2015	2014
	(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
<b>Basic earnings per share</b>						
Profit attributable to equity holders of the Company	1,020,323	147,712	1,534,408	1,525,809	0.66	0.10
<b>Effect of dilutive potential ordinary shares</b>						
ESOP-W1	-	-	2,616	-		
ESOP-W2	-	-	1,247	-		
ESOP-W3	-	-	3,516	-		
ESOP-W4	-	-	3,827	-		
	-	-	11,206	-		
<b>Diluted earnings per share</b>						
Profit of ordinary shareholders assuming the conversion of warrants to ordinary shares	1,020,323	147,712	1,545,614	1,525,809	0.66	0.10



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**14. Share capital**

Below is the summary of the exercise of ESOP-W1 and ESOP-W2 warrants during the period.

	ESOP-W1	ESOP-W2	Total
Number of warrants exercised (warrants)	32,000	117,200	149,200
Number of ordinary shares issued (shares)	32,000	117,200	149,200
Amount of cash received (Thousand Baht)	1,990	5,758	7,748

From the exercise of above ESOP, the Company's paid-up capital increased by Baht 1,492,000 from Baht 1,532,779,570 (153,277,957 ordinary shares of Baht 10 each) to Baht 1,534,271,570 (153,427,157 ordinary shares of Baht 10 each).

The Company registered the capital increase from exercise of such ESOP with the Ministry of Commerce on 12 January 2015.

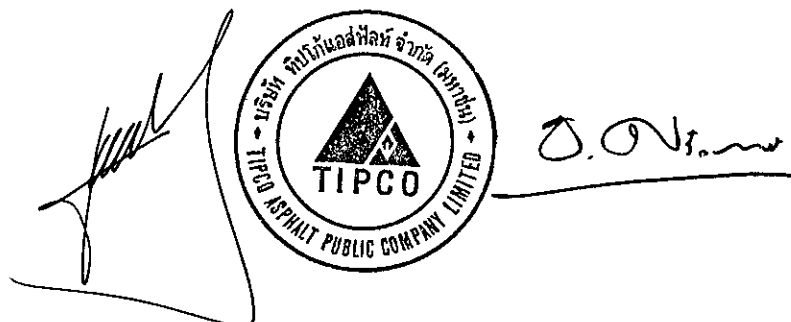
As at 31 March 2015, the Company received advance subscription from the exercise of ESOP-W1 and ESOP-W2 warrants as follows:

	ESOP-W1	ESOP-W2	Total
Number of warrants exercised (warrants)	428,600	184,000	612,600
Number of ordinary shares issued (shares)	428,600	184,000	612,600
Amount of cash received (Thousand Baht)	26,655	9,040	35,695

The Company registered the capital increase from exercise of such warrants with the Ministry of Commerce on 9 April 2015.

The outstanding unexercised warrants as at 31 March 2015 are as follows:

	ESOP-W1	ESOP-W2	ESOP-W3	ESOP-W4
Number of warrants remaining	292,700	27,900	1,111,100	1,178,300

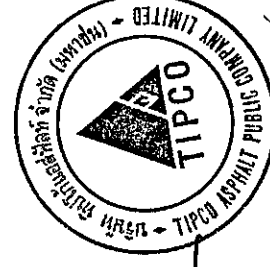


**15. Segment information**

The Company and its subsidiaries are engaged in single operating segment which is manufacturing and trading of asphalt and petroleum oil products. Whereas, the marine logistic business complements the manufacturing and trading of asphalt and petroleum oil products. The Board of Directors of the group is the chief operating decision makers of the Company and its subsidiaries. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment. Therefore, financial information by segment has been presented only by geographical area, as follows:

	Geographic segment located in Thailand		Geographic segment located in overseas		Elimination of inter-segment revenues		Consolidation	
	2015	2014	2015	2014	2015	2014	2015	2014
Revenue from external customers	7,495	11,142	769	909	-	-	8,264	12,051
Inter segment revenues	785	791	246	263	(1,031)	(1,054)	-	-
Total revenues	8,280	11,933	1,015	1,172	(1,031)	(1,054)	8,264	12,051
Segment operating income	1,079	160	49	92	(2)	2	1,126	254

Transfer prices between the segments are as set out in Note 4 to the interim financial statements.



*[Handwritten signature]*



## 16. Commitments and contingent liabilities

### 16.1 Capital commitments

The Company and its subsidiaries had outstanding capital commitments relating to the purchase of machinery, equipment, computer software and vessel as follows:

(Unit: Million)

Foreign currency	Consolidated financial statements		Separate financial statements	
	31 March 2015	31 December 2014 (Audited)	31 March 2015	31 December 2014 (Audited)
Baht	7	1	7	1
Ringgit	92	55	-	-
Yen	191	-	-	-

### 16.2 Operating lease commitments

The Company and its subsidiaries have entered into several agreements in respect of the lease of buildings, warehouses and motor vehicles, and other service agreements.

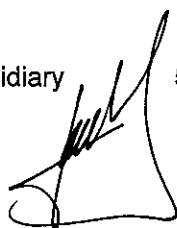
Future minimum rental and service fees payable under these agreements are as follows:

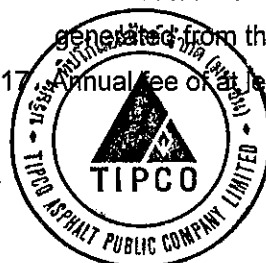
	Consolidated financial statements				Separate financial statements	
	Million Baht		Million Ringgit		Million Baht	
	31 March 2015	31 December 2014 (Audited)	31 March 2015	31 December 2014 (Audited)	31 March 2015	31 December 2014 (Audited)
Payable within:						
1 year	35	37	1	1	30	32
2 to 5 years	5	5	-	-	5	5

### 16.3 Long-term service commitments

Service agreements with Colas S.A. to receive management and marketing services and advice on methods and systems of management and technical assistance in the manufacture of Asphalt Emulsion and Modified Asphalt:

Counterparty	Agreement term	Expiry date	Fee
The Company	5 years	31 December 2017	Annual lump sum administrative fee of Euro 145,000 plus a technical assistance fee equivalent to 0.75 percent of the consolidated revenues of the Company generated from the stipulated products
A subsidiary	5 years	30 September 2017	Annual fee of at least Baht 8 million





#### 16.4 Crude oil purchase commitments

During the year 2014, the Company entered into an agreement with a company in Venezuela to purchase crude oil amounting to 44 million barrels. The term of the agreement is 4 years and ends in December 2017.

As at 31 March 2015, the Company had outstanding commitment in respect of the purchase of crude oil for such agreement approximately 32 million barrels.

#### 16.5 Bank guarantees

The outstanding bank guarantees issued by the banks on behalf of the Company and its subsidiaries in respect of certain performance bonds as required in the normal course of business which are summarised below.

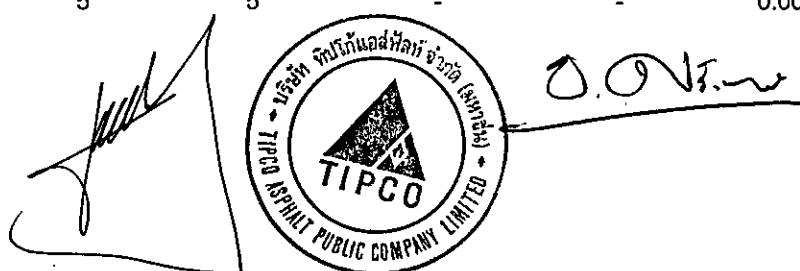
(Unit: Million)

Foreign currency	Consolidated financial statements		Separate financial statements	
	31 March 2015	31 December 2014 (Audited)	31 March 2015	31 December 2014 (Audited)
Baht	4	4	2	2
Ringgit	7	9	-	-
Renminbi	5	5	5	5

#### 17. Foreign currency risk

The balances of financial assets and liabilities of the Company and its subsidiaries denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements				Average exchange rate	
	Financial assets		Financial liabilities			
	31 March 2015	31 December 2014	31 March 2015	31 December 2014	31 March 2015	31 December 2014
	(Million)	(Million) (Audited)	(Million)	(Million) (Audited)	(Baht per 1 foreign currency unit)	
US Dollar	20	49	79	145	32.6	33.0
Yen	-	-	5	14	0.3	0.3
Ringgit	21	33	20	21	8.8	9.4
Vietnam Dong	13	13	-	-	0.0015	0.0016
Indonesia Rupiah	5	5	-	-	0.0025	0.0027



(Unaudited but reviewed)

Foreign currency	Separate financial statements					
	Financial assets		Financial liabilities		Average exchange rate	
	31 March	31 December	31 March	31 December	31 March	31 December
	2015	2014	2015	2014	2015	2014
	(Million)	(Million) (Audited)	(Million)	(Million) (Audited)	(Baht per 1 foreign currency unit)	
US Dollar	45	87	69	136	32.6	33.0
Ringgit	-	-	1	1	8.8	9.4
Renminbi	14	-	-	-	5.3	5.3

The Company and its subsidiaries had outstanding foreign exchange contracts which maturity date within one year are summarised below.

As at 31 March 2015

Foreign currency	Consolidated		Separate		Contractual exchange rate	
	financial statements		financial statements		Sold	Bought
	Sold	Bought	Sold	Bought		
	amount	amount	amount	amount		
	(Million)	(Million)	(Million)	(Million)		
US Dollar	3	2	3	2	32.6 - 33.0	32.7 - 33.0
					Baht per 1	Baht per 1
					US Dollar	US Dollar
Renminbi	14	-	14	-	6.3 Renminbi	-
					per 1 US Dollar	

As at 31 December 2014 (Audited)

Foreign currency	Consolidated		Separate		Contractual exchange rate	
	financial statements		financial statements		Sold	Bought
	Sold	Bought	Sold	Bought		
	amount	amount	amount	amount		
	(Million)	(Million)	(Million)	(Million)		
US Dollar	6	4	6	3	32.7 - 33.2	32.3 - 33.0
					Baht per 1	Baht per 1
					US Dollar	US Dollar

In addition, the Company and its subsidiaries are exposed to foreign exchange risk on their investments in overseas subsidiaries and associate and loans from financial institution. These investments and loans are currently not hedged by derivative financial instruments.



**18. Raw materials and finished goods price risk**

The Company and its subsidiaries is exposed to risk from fluctuations in the price of raw materials and finished goods. To manage these risks, the Company and its subsidiaries has entered into forward contracts to purchase/sell of raw materials and finished goods, and option contract to purchase/sell of raw materials and finished goods to hedge the risk from fluctuation in such prices.

As at 31 March 2015 and 31 December 2014, the Company and its subsidiaries had outstanding price hedging contracts which are presented in the statements of financial position at fair value and were summarised below.

	(Unit: Million Baht)	
	Consolidated/Separate financial statements	
	31 March 2015	31 December 2014
		(Audited)
<u>Contracts presented as assets</u>		
Contracts to buy raw materials	9	-
Contracts to sell raw materials	40	199
Total price hedging contracts presented as assets	49	199
<u>Contracts presented as liabilities</u>		
Contracts to buy raw materials	19	-
Contracts to sell raw materials	33	-
Four-ways collar options to purchase raw materials	142	243
Total price hedging contracts presented as liabilities	194	243

**19. Fair value of financial instruments**

The Company and its subsidiaries use the market approach to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available.

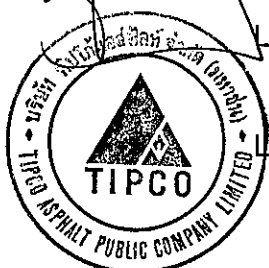
Fair value hierarchy

In applying the above-mentioned valuation techniques, the Company and its subsidiaries endeavor to use relevant observable inputs as much as possible. TFRS 13 *Fair Value Measurement* establishes a fair value hierarchy categorising such inputs into three levels as follows:

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

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

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



*D. On*

(Unaudited but reviewed)

As of 31 March 2015, the Company and its subsidiaries had the following assets and liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)

	Consolidated financial statements			
	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>				
Derivatives				
Forward exchange contracts	-	364	-	364
Price hedging contracts	-	49,301	-	49,301
<b>Financial liabilities measured at fair value</b>				
Derivatives				
Forward exchange contracts	-	402	-	402
Price hedging contracts	-	194,240	-	194,240
Interest rate swaps	-	32,178	-	32,178

(Unit: Thousand Baht)

	Separate financial statements			
	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>				
Derivatives				
Forward exchange contracts	-	364	-	364
Price hedging contracts	-	49,301	-	49,301
<b>Financial liabilities measured at fair value</b>				
Derivatives				
Forward exchange contracts	-	350	-	350
Price hedging contracts	-	194,240	-	194,240
Interest rate swaps	-	30,865	-	30,865

Valuation techniques and inputs to Level 2 and Level 3 valuations

The fair value of derivatives have been determined by using a discounted future cash flow model and a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as spot rates of foreign currencies, yield curves of the respective currencies, interest rate yield curves and commodity price yield curves.

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


## 20. Events after the reporting period

The Annual General Meeting of the shareholders held on 7 April 2015 approved the following resolutions.

### Approved dividend payment

To approve to pay a dividend for the year 2014 of Baht 1 per share, a total of Baht 153,277,957.

The Company paid such dividend on 29 April 2015.

### Change in par value of the Company's ordinary shares

To approve the change in the par value of the Company's ordinary shares from Baht 10 per share to Baht 1 per share, resulting in an increase in the number of ordinary shares from 172,123,329 shares to 1,721,233,290 shares.

The Company registered the change in the par value of the Company's ordinary shares with the Ministry of Commerce on 16 April 2015.

### Decrease in share capital

To decrease the Company's registered capital by Baht 154,497,720 from Baht 1,721,233,290 (1,721,233,290 ordinary shares of Baht 1 each) to Baht 1,566,735,570 (1,566,735,570 ordinary shares of Baht 1 each), by decreasing the ordinary shares reserved for the exercise of TASCO-W3, ESOP-W1, ESOP-W2 and ESOP-W3 of 154,497,720 shares at the par value of Baht 1 each.


The Company registered the capital decrease with the Ministry of Commerce on 17 April 2015.

### Warrants

To issue 12,000,000 units of warrants to purchase new ordinary shares of the Company without charge to the executive directors and/or employees of the Company and subsidiaries (ESOP-W5). Each ESOP-W5 warrant can be exercised to purchase 1 new ordinary share at an exercise price of Baht 8.57 per share.

The holders of ESOP-W5 are able to exercise their rights to purchase the Company's ordinary shares after the third year, commencing from the warrant issue date, and the holders of the warrants must still be executive directors and/or employees of the Company or its subsidiaries on the date the warrants are exercised. ESOP-W5 warrants have a term of 5 years.

The exercise prices are subject to change in accordance with the conditions of any rights adjustment.



A handwritten signature is written over a circular stamp. The stamp contains the text 'บริษัท ทีพีซีแอสฟัลท์ จำกัด (มหาชน)' at the top, 'TIPCO' in the center, and 'TIPCO ASPHALT PUBLIC COMPANY LIMITED' at the bottom.

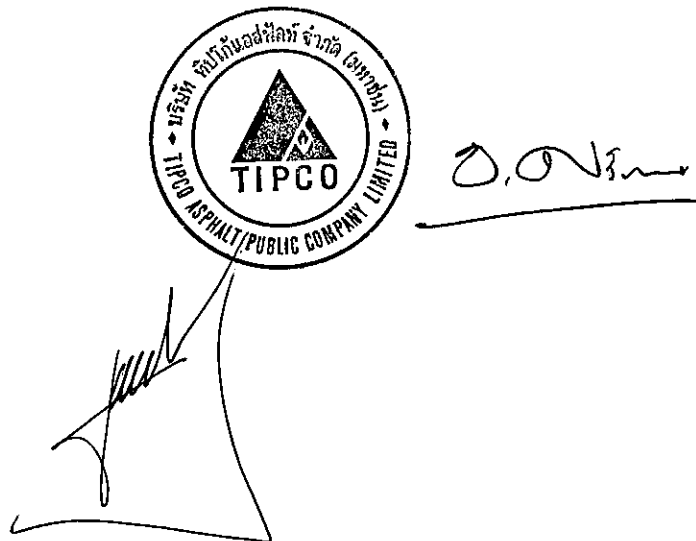
Increase of share capital

- 1) To increase the Company's registered capital by Baht 12,000,000 from Baht 1,566,735,570 (1,566,735,570 ordinary shares of Baht 1 each) to Baht 1,578,735,570 (1,578,735,570 ordinary shares of Baht 1 each), through the issue of 12,000,000 new ordinary shares of Baht 1 each.
- 2) To allocate and reserve the 12,000,000 new ordinary shares to support the exercise of the ESOP-W5 warrants.

The Company registered the capital increase with the Ministry of Commerce on 20 April 2015.

**21. Approval of interim financial statements**

These interim financial statements were authorised for issue by the Company's authorised directors on 8 May 2015.



The image shows a handwritten signature in black ink, which appears to be 'D. O. N.' followed by a horizontal line. To the left of the signature is a circular stamp. The stamp has a double border. The outer border contains the text 'บริษัท อีซีซี จำกัด (มหาชน)' at the top and 'TIPCO ASPHALT PUBLIC COMPANY LIMITED' at the bottom. In the center of the stamp is a logo consisting of a triangle with a stylized 'T' and 'P' inside, and the word 'TIPCO' below it.