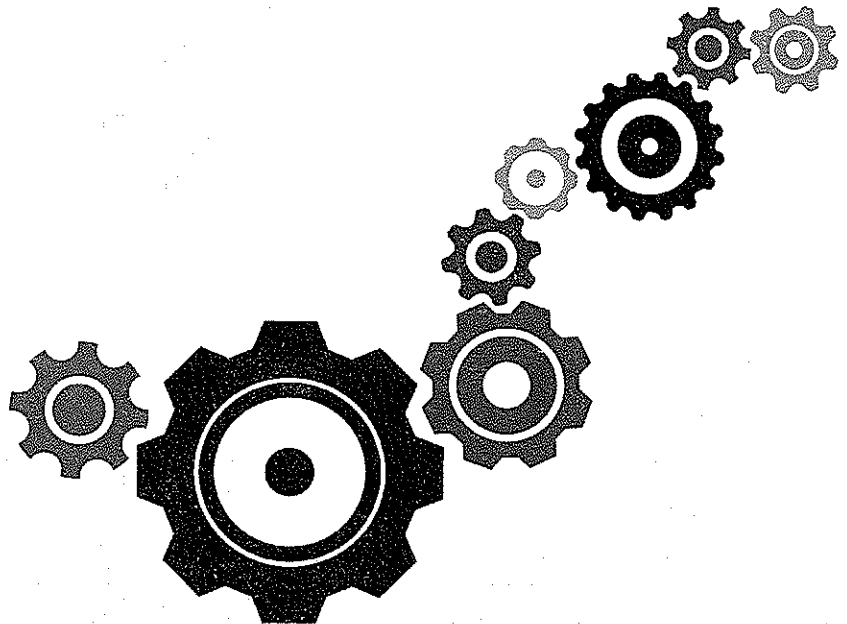




Auditor's Review Report and  
Consolidated Interim Financial Statements of

**N.D. Rubber Public Company Limited and its subsidiary**

For the Three - Month Period Ended 31 March 2016





Grant Thornton

**REVIEW REPORT OF INDEPENDENT AUDITOR**

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To the shareholders of N.D. Rubber Public Company Limited

I have reviewed the consolidated statement of financial position as at 31 March 2016, the related consolidated statement of profit or loss and other comprehensive income, changes in shareholders' equity and cash flows for the three-month period ended 31 March 2016, and condensed notes to the consolidated financial statements of N.D. Rubber Public Company Limited and its subsidiary. I have also reviewed the separate statement of financial position as at 31 March 2016, and the related separate statement of profit or loss and other comprehensive income, changes in shareholders' equity and cash flows for the three-month period ended 31 March 2016, and condensed notes to the financial statements of N.D. Rubber Public Company Limited. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard No. 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 Standard on Review Engagements Code 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity". A review of interim financial information consists of making enquiries, 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 on the interim financial information.

*Narin*

### **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 No. 34, "Interim financial reporting".

### **Other matters**

The consolidated statement of financial position of N.D. Rubber Public Company Limited and its subsidiary and the separate statement of financial position of N.D. Rubber Public Company Limited as at 31 December 2015, presented as comparative information, were audited by other auditor in the same office as mine, who expressed an unqualified opinion thereon under his report dated 17 February 2016.

The consolidated statements of profit or loss and other comprehensive income, changes in shareholders' equity and cash flows for the three-month period ended 31 March 2015 of N.D. Rubber Public Company Limited and its subsidiary and separate statements of profit or loss and other comprehensive income, changes in shareholders' equity and cash flows for the three-month period ended 31 March 2015 of N.D. Rubber Public Company Limited, presented as comparative information, were reviewed by other auditor in the same office as mine, who concluded nothing has come to his attention that causes him to believe that the interim financial information was not prepared, in all material respects, in accordance with Thai Accounting Standard No. 34 "Interim financial reporting" thereon under his report dated 13 May 2015.

*Narin Churamongkol*

**Mr. Narin Churamongkol**

Certified Public Accountant

Registration No. 8593

Bangkok, Thailand

11 May 2016

N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY  
STATEMENTS OF FINANCIAL POSITION

(Unit : Baht)

	Notes	Consolidated F/S		Separate F/S	
		31 March 2016	31 December 2015	31 March 2016	31 December 2015
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>ASSETS</b>					
<b>CURRENT ASSETS</b>					
Cash and cash equivalents		39,747,968	51,844,146	39,744,234	51,837,321
Temporary investments	6	16,127,141	2,871,820	16,127,141	2,871,820
Trade accounts receivable - general customers - net	7	90,684,725	82,842,043	80,069,003	73,401,906
- related parties	5, 7	1,117,711	1,180,608	1,135,200	1,183,074
Amount due from subsidiary company	5	-	-	295,320	945,880
Inventories - net	8	65,698,217	66,082,994	61,842,133	62,544,645
Refundable value added tax		2,470,920	4,543,037	2,470,920	4,543,037
Other current assets		2,093,945	3,633,959	2,050,608	3,467,731
<b>Total Current Assets</b>		<b>217,940,627</b>	<b>212,998,607</b>	<b>203,734,559</b>	<b>200,795,414</b>
<b>NON - CURRENT ASSETS</b>					
Restricted deposits with bank	9	-	5,350,000	-	5,350,000
Investment in subsidiary	10	-	-	5,597,800	5,597,800
Property, plant and equipment - net	11	447,807,420	448,008,239	440,183,783	439,716,710
Computer software - net	12	4,964,293	5,125,572	4,813,035	4,966,177
Deferred tax assets		125,155	74,349	-	-
Deposits		63,000	-	-	-
<b>Total Non - Current Assets</b>		<b>452,959,868</b>	<b>458,558,160</b>	<b>450,594,618</b>	<b>455,630,687</b>
<b>TOTAL ASSETS</b>		<b>670,900,495</b>	<b>671,556,767</b>	<b>654,329,177</b>	<b>656,426,101</b>

N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY  
STATEMENTS OF FINANCIAL POSITION

(Unit : Baht)

	Notes	Consolidated F/S		Separate F/S	
		31 March 2016	31 December 2015	31 March 2016	31 December 2015
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
<b>CURRENT LIABILITIES</b>					
Bank overdraft and short - term loans from banks	13	67,497,834	57,285,117	64,108,410	52,429,192
Trade accounts payable - general suppliers		88,926,746	106,143,437	83,616,063	101,607,007
- related parties	5	172,732	110,270	717,168	777,699
Amount due to subsidiary company	5	-	-	60,091	62,979
Accounts payable for purchases of fixed assets		2,606,520	1,971,543	2,606,520	1,971,543
Current portion of liabilities under finance lease agreements		-	230,361	-	230,361
Current portion of long - term loan	14	19,800,000	21,450,000	19,800,000	21,450,000
Accrued income tax		2,701,924	687,272	2,168,044	433,540
Accrued expenses	15, 16	22,839,696	7,674,197	21,712,821	7,089,098
Other current liabilities		5,667,081	1,796,642	5,414,122	1,530,297
<b>Total Current Liabilities</b>		<b>210,212,533</b>	<b>197,348,839</b>	<b>200,203,239</b>	<b>187,581,716</b>
<b>NON - CURRENT LIABILITIES</b>					
Deferred tax assets	14	67,000,000	71,950,000	67,000,000	71,950,000
Employee benefits obligation		3,294,653	3,170,883	2,949,603	2,842,234
Deferred tax liabilities		5,743,167	6,280,168	5,743,167	6,280,168
<b>Total Non - Current Liabilities</b>		<b>76,037,820</b>	<b>81,401,051</b>	<b>75,692,770</b>	<b>81,072,402</b>
<b>Total Liabilities</b>		<b>286,250,353</b>	<b>278,749,890</b>	<b>275,896,009</b>	<b>268,654,118</b>

The accompanying notes form an integral part of these interim financial statements.

**N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY**  
**STATEMENTS OF FINANCIAL POSITION**

(Unit : Baht)

	Consolidated F/S		Separate F/S	
	31 March 2016 (Unaudited but reviewed)	31 December 2015 (Audited)	31 March 2016 (Unaudited but reviewed)	31 December 2015 (Audited)
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (Continued)</b>				
<b>SHAREHOLDERS' EQUITY</b>				
Share capital - ordinary share, Baht 1 par value				
Authorized - 215,000,000 shares	215,000,000	215,000,000	215,000,000	215,000,000
Issued and fully paid - up - 215,000,000 shares	215,000,000	215,000,000	215,000,000	215,000,000
Premium on share capital	104,814,298	104,814,298	104,814,298	104,814,298
Retained earnings				
- Appropriated for legal reserve	7,958,461	7,958,461	7,958,461	7,958,461
- Unappropriated	55,028,333	63,282,353	50,660,409	59,999,224
Other component of shareholders' equity	876,694	876,694	-	-
<b>Total Equity of the Company's Shareholders</b>	<b>383,677,786</b>	<b>391,931,806</b>	<b>378,433,168</b>	<b>387,771,983</b>
Non - controlling interests	972,356	875,071	-	-
<b>Total Shareholders' Equity</b>	<b>384,650,142</b>	<b>392,806,877</b>	<b>378,433,168</b>	<b>387,771,983</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>670,900,495</b>	<b>671,556,767</b>	<b>654,329,177</b>	<b>656,426,101</b>

## STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE THREE - MONTH PERIODS ENDED 31 MARCH

(Unit : Baht)

	Notes	Consolidated F/S		Separate F/S	
		2016	2015	2016	2015
Net sales	5, 17	200,994,703	174,938,791	187,346,175	161,323,968
Costs of sales	5, 17	(175,806,807)	(152,975,173)	(165,069,261)	(142,714,280)
<b>Gross profit</b>		<b>25,187,896</b>	<b>21,963,618</b>	<b>22,276,914</b>	<b>18,609,688</b>
Gain on exchange rate		-	2,237,186	-	2,237,186
Other income	5	899,501	1,375,675	1,388,888	1,411,964
<b>Profit before expenses</b>		<b>26,087,397</b>	<b>25,576,479</b>	<b>23,665,802</b>	<b>22,258,838</b>
Selling expenses		(3,633,970)	(3,558,606)	(3,552,638)	(3,493,839)
Administrative expenses	5	(12,460,694)	(13,257,553)	(11,570,285)	(12,427,139)
Loss on exchange rate		(1,813,814)	-	(1,813,814)	-
<b>Total expenses</b>		<b>(17,908,478)</b>	<b>(16,816,159)</b>	<b>(16,936,737)</b>	<b>(15,920,978)</b>
<b>Profit before financial costs and income tax</b>		<b>8,178,919</b>	<b>8,760,320</b>	<b>6,729,065</b>	<b>6,337,860</b>
Financial costs		(1,971,556)	(2,761,424)	(1,939,254)	(2,704,525)
<b>Profit before income tax</b>		<b>6,207,363</b>	<b>5,998,896</b>	<b>4,789,811</b>	<b>3,633,335</b>
Income tax		(1,464,290)	(1,228,179)	(1,228,818)	(741,996)
<b>Profit for the period</b>		<b>4,743,073</b>	<b>4,770,717</b>	<b>3,560,993</b>	<b>2,891,339</b>
Other comprehensive income for the period		-	-	-	-
<b>Total comprehensive income for the period</b>		<b>4,743,073</b>	<b>4,770,717</b>	<b>3,560,993</b>	<b>2,891,339</b>
<b>Profit for the period attributable to:</b>					
Equity holders of the Company		4,645,788	4,615,992	3,560,993	2,891,339
Non - controlling interests		97,285	154,725	-	-
		<b>4,743,073</b>	<b>4,770,717</b>	<b>3,560,993</b>	<b>2,891,339</b>
<b>Total comprehensive income for the period attributable to:</b>					
Equity holders of the Company		4,645,788	4,615,992	3,560,993	2,891,339
Non - controlling interests		97,285	154,725	-	-
		<b>4,743,073</b>	<b>4,770,717</b>	<b>3,560,993</b>	<b>2,891,339</b>
<b>Basic earnings per share</b>					
Profit (Baht per share)		0.02	0.02	0.02	0.01
Weighted average number of ordinary shares (share)		215,000,000	204,285,714	215,000,000	204,285,714

The accompanying notes form an integral part of these interim financial statements.

N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY  
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
FOR THE THREE - MONTH PERIODS ENDED 31 MARCH

(Unit : Baht)

	Equity attributable to the Company's shareholders											
	Note	Issued and paid-up share capital	Premium on share capital	Retained earnings			Other components of shareholders' equity			Total equity attributable to the Company's shareholders	Non-controlling Interests	Total
				Legal reserve	Unappropriated	Surplus on change in proportion of investment in subsidiary company	Surplus on change in proportion of investment in subsidiary company	Shareholders' equity				
<b>Consolidated F/S</b>												
Balance as at 1 January 2015		150,000,000	-	6,247,316	47,556,610	654,554				204,458,480	1,088,376	205,546,856
Increased share capital		65,000,000	103,728,731	-	-	-	-	-	-	168,728,731	-	168,728,731
Dividend paid		-	-	-	(17,200,000)	-	-	-	-	(17,200,000)	-	(17,200,000)
Total comprehensive income for the period		-	-	-	4,615,992	-	-	-	-	4,615,992	154,725	4,770,717
Balance as at 31 March 2015		215,000,000	103,728,731	6,247,316	34,972,602	654,554				360,603,203	1,243,101	361,846,304
Balance as at 1 January 2016		215,000,000	104,814,298	7,958,461	63,282,353	876,694				391,931,806	875,071	392,806,877
Dividend paid	16	-	-	-	(12,899,808)	-	-	-	-	(12,899,808)	-	(12,899,808)
Total comprehensive income for the period		-	-	-	4,645,788	-	-	-	-	4,645,788	97,285	4,743,073
Balance as at 31 March 2016		215,000,000	104,814,298	7,958,461	55,028,333	876,694				383,677,786	972,356	384,650,142



(Unaudited but reviewed)

N.J.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY  
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
FOR THE THREE - MONTH PERIODS ENDED 31 MARCH

(Unit : Baht)

	Note	Issued and paid-up share capital	Premium on share capital	Retained earnings		Total
				Legal reserve	Unappropriated	
<b>Balance as at 1 January 2015</b>		150,000,000	-	6,247,316	44,371,999	200,619,315
Increased share capital		65,000,000	103,728,731	-	-	168,728,731
Dividend paid		-	-	-	(17,200,000)	(17,200,000)
Total comprehensive income for the period		-	-	-	2,891,339	2,891,339
<b>Balance as at 31 March 2015</b>		<b>215,000,000</b>	<b>103,728,731</b>	<b>6,247,316</b>	<b>30,063,338</b>	<b>355,039,385</b>
<b>Balance as at 1 January 2016</b>		215,000,000	104,814,298	7,958,461	59,999,224	387,771,983
Dividend paid	15	-	-	-	(12,899,808)	(12,899,808)
Total comprehensive income for the period		-	-	-	3,560,993	3,560,993
<b>Balance as at 31 March 2016</b>		<b>215,000,000</b>	<b>104,814,298</b>	<b>7,958,461</b>	<b>50,660,409</b>	<b>378,433,168</b>

Separate F/S

**N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE THREE - MONTH PERIODS ENDED 31 MARCH**

(Unaudited but reviewed)

(Unit : Baht)

	Consolidated F/S		Separate F/S	
	2016	2015	2016	2015
<b>Cash Flows from Operating Activities</b>				
Profit before income tax	6,207,363	5,998,896	4,789,811	3,633,335
<b>Adjustments to reconcile profit before income tax to net cash provided from (used in) operating activities:</b>				
Depreciation and amortization	7,956,672	5,827,299	7,216,128	4,825,954
Reversal of allowance for doubtful accounts	-	(5,000)	-	(5,000)
Reversal of allowance for obsolete and devaluation value of inventories	(74,253)	(432,662)	(68,337)	(432,662)
Unrealized loss (gain) on exchange rate	3,110,881	(651,324)	3,110,881	(651,324)
Unrealized gain on change in temporary investment	(23,375)	-	(23,375)	-
Loss on written off assets	882,290	220,366	882,214	220,366
Profit from disposal of fixed assets	(4,091)	-	-	-
Employee benefits obligation expenses	100,083	119,546	86,312	106,742
Interest income	(35,060)	-	(35,060)	-
Interest expense	1,971,556	2,761,424	1,939,254	2,704,525
<b>Cash provided from operations before changes in operating assets and liabilities</b>	<b>20,092,066</b>	<b>13,838,545</b>	<b>17,897,828</b>	<b>10,401,936</b>
<b>Decrease (increase) in operating assets:</b>				
Trade accounts receivable - general customers	(7,146,349)	(794,556)	(5,970,764)	131,008
Trade accounts receivable - related companies	63,197	(133,514)	47,874	(88,143)
Amount due from subsidiary company	-	-	650,560	-
Inventories	459,029	(3,113,620)	770,849	(801,958)
Refundable value added tax	2,072,117	10,500,702	2,072,117	10,500,702
Other current assets	(2,475,373)	962,987	(2,598,265)	964,332
Deposits	(63,000)	9,650	-	9,650
<b>Increase (decrease) in Operating Liabilities:</b>				
Trade accounts payable - general suppliers	(17,008,516)	(175,407)	(17,782,769)	(1,337,047)
Trade accounts payable - related companies	62,162	92,558	(60,531)	(451,119)
Amount due to subsidiary company	-	-	(2,888)	-
Accrued expenses	2,323,304	(1,119,375)	1,781,528	(1,504,342)
Other current liabilities	3,870,440	324,291	3,883,825	291,995
<b>Cash provided from operations</b>	<b>2,249,077</b>	<b>20,392,261</b>	<b>689,364</b>	<b>18,117,014</b>

The accompanying notes form an integral part of these interim financial statements.

N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY  
 STATEMENTS OF CASH FLOWS (CONTINUED)  
 FOR THE THREE - MONTH PERIODS ENDED 31 MARCH

(Unaudited but reviewed)

	(Unit : Baht)			
	Consolidated F/S		Separate F/S	
	2016	2015	2016	2015
<b>Cash provided from operations (continued)</b>	2,249,077	20,392,261	689,364	18,117,014
Interest received	35,060	-	35,060	-
Interest paid	(1,987,483)	(2,720,851)	(1,957,810)	(2,668,222)
Income tax paid	(37,446)	(36,053)	(31,316)	(33,267)
<b>Net cash provided from (used in) operating activities</b>	<b>259,208</b>	<b>17,635,357</b>	<b>(1,264,702)</b>	<b>15,415,525</b>
<b>Cash Flows from Investing Activities:</b>				
Increase in temporary investment units	(13,231,946)	-	(13,231,946)	-
Decrease in restricted deposits with bank	5,350,000	-	5,350,000	-
Purchase of fixed assets and computer software	(7,841,896)	(6,617,276)	(7,777,296)	(5,346,629)
Proceeds from disposal of fixed assets	4,100	-	-	-
<b>Net cash used in investing activities</b>	<b>(15,719,742)</b>	<b>(6,617,276)</b>	<b>(15,659,242)</b>	<b>(5,346,629)</b>
<b>Cash Flows from Financing Activities</b>				
Increase (decrease) in bank overdraft and short - term loans from bank	10,212,717	(130,613,158)	11,679,218	(129,663,973)
Repayment of long-term loan	(6,600,000)	-	(6,600,000)	-
Repayment of liabilities under finance lease agreements	(230,361)	(758,828)	(230,361)	(758,828)
Dividend paid	(18,000)	-	(18,000)	-
Proceeds from share increment	-	170,072,165	-	170,072,165
<b>Net cash provided from financing activities</b>	<b>3,364,356</b>	<b>38,700,179</b>	<b>4,830,857</b>	<b>39,649,364</b>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(12,096,178)</b>	<b>49,718,260</b>	<b>(12,093,087)</b>	<b>49,718,260</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD</b>	<b>51,844,146</b>	<b>7,867,090</b>	<b>51,837,321</b>	<b>7,837,090</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>	<b>39,747,968</b>	<b>57,585,350</b>	<b>39,744,234</b>	<b>57,555,350</b>
<b>Supplemental disclosures for cash flows information</b>				
<b>Non - cash items</b>				
Prepaid expenses	-	1,343,434	-	1,343,434
Accounts payable for purchases of fixed assets	2,606,520	10,019,968	2,606,520	10,019,968

The accompanying notes form an integral part of these interim financial statements.

**N.D. RUBBER PUBLIC COMPANY LIMITED AND SUBSIDIARY**  
**CONDENSED NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**AS AT 31 MARCH 2016 (Unaudited but reviewed)**  
(With comparative information as at 31 December 2015 (Audited))

1. NATURE OF OPERATIONS

N.D. Rubber Public Company Limited was incorporated as a public company in Thailand, and has been listed in the Stock Exchange of Thailand. The Company and subsidiary are engaged in manufacturing and distributing motorcycle tires, tubes, and distribute battery for motorcycle and automobile, including to other providing related services, and manufacturing and distributing rubber and synthetic products for motorcycle and automobile.

2. BASIS OF INTERIM FINANCIAL STATEMENT PREPARATION AND CONSOLIDATION

2.1 Basis for interim financial statements preparation

These interim financial statements are prepared in accordance with Accounting Standards Pronouncement No. 34: "Interim financial reporting", whereby the Company chooses to present condensed interim financial statements. However, additional line items are presented in the financial statements to bring them into the full format similar to the annual financial statements.

The interim financial statements are prepared to provide information in addition to those included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances to avoid repetition of information previously reported. These interim financial statements should, therefore, be read in conjunction with the financial statements for the year ended 31 December 2015.

The interim financial statements are officially prepared in Thai language. The translation of these statutory financial statements to other language must conform to the Thai financial report.

These interim financial statements have been approved by the Company's Board of Directors on 11 May 2016.

2.2 Principles of consolidation

The consolidated financial statements include the financial statements of N.D. Rubber Public Company Limited and its subsidiary which are under its control with more than 50 percent voting rights as follows :

Subsidiary Company	Percentage of holding (%)		Nature of business
	31 March 2016	31 December 2015	
N.D. Interparts Co., Ltd.	91.77	91.77	Manufacturing and distributing rubber and synthetic products for motorcycle and automobile

Significant transactions with subsidiary have been eliminated in the consolidated financial statements.

The consolidated financial statements have been prepared with the same accounting policies for the separate financial statements for the same accounting transactions or accounting events.

The total assets of subsidiary as at 31 March 2016 and 31 December 2015 and total revenues for the three-month periods ended 31 March 2016 and 2015, as included in the consolidated financial statements presented in term of percentages as follow :

	Percentage of subsidiary's total assets to consolidated total assets		Percentage of subsidiary's total revenues to consolidated total revenues	
			For the three-month periods ended	
	31 March 2016	31 December 2015	31 March	
			2016	2015
<u>Subsidiary company</u>				
N.D. Interparts Co., Ltd.	3.45	3.34	7.23	6.61

### 3. SIGNIFICANT ACCOUNTING POLICIES

The interim financial statements have been prepared in accordance with the accounting policies and computation adopted in the financial statements for the year ended 31 December 2015.

The Federation of Accounting Professions announced the application of revised Accounting Standards and Financial Reporting Standards and the Interpretations of Accounting Standards and Reporting Standards, which are effective for the preparation of the financial statements with accounting periods beginning on or after 1 January 2016. The Company has adopted those standards in the financial statements which have no material impact on the financial statements.

### 4. ESTIMATES

When preparing the interim financial statements, management undertake judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management.

The judgments, estimates and assumptions applied in the interim financial statements, including the key sources of estimation uncertainty were the same as those applied in the annual financial statements for the year ended 31 December 2015.

## 5. TRANSACTIONS WITH RELATED PARTIES

The Company has transactions with parties that are related to it through common shareholding and/or directorship. Thus, the financial statements reflect the effects of those transactions on the basis agreed upon between the Company and its related parties, which basis might be different from the basis used for transactions with unrelated parties.

Transactions with related parties for the three-month periods ended 31 March 2016 and 2015 as follow:

		(Unit : Baht)			
		Consolidated F/S		Separate F/S	
		For the three-month periods ended 31 March			
Pricing Policy		2016	2015	2016	2015
Sales of goods					
- Subsidiary company	Agreed price	-	-	17,870	7,291
- Related companies	Agreed price	2,570,458	3,280,561	2,570,458	3,219,561
Total		<u>2,570,458</u>	<u>3,280,561</u>	<u>2,588,328</u>	<u>3,226,852</u>
Purchase of raw materials					
- Subsidiary company	Agreed price	-	-	875,349	148,678
- Related companies	Agreed price	723,125	264,300	643,619	224,158
Total		<u>723,125</u>	<u>264,300</u>	<u>1,518,968</u>	<u>372,836</u>
Rental and other service income					
- Subsidiary company	Agreed price	-	-	497,304	90,000
Rental expense					
- Director	Agreed price	27,000	27,000	27,000	27,000
<u>Key directors and management personnel compensation</u>					
Short - term directors and management benefits		1,385,982	1,046,469	1,199,332	998,469
Provision for post - employment benefit		13,771	13,158	86,312	12,592
Total		<u>1,399,753</u>	<u>1,059,627</u>	<u>1,285,644</u>	<u>1,011,061</u>

As at 31 March 2016 and 31 December 2015, the outstanding balances with related parties are as follows :

		(Unit : Baht)			
		Consolidated F/S		Separate F/S	
Relationship		31 March 2016	31 December 2015	31 March 2016	31 December 2015
<u>Trade accounts receivable - related parties</u>					
N.D. Interparts Co., Ltd.	Subsidiary	-	-	17,489	2,466
T.Thai Charoen Service Co., Ltd.	Co-director	6,620	35,800	6,620	35,800
T.Thai Charoen Rubber Co., Ltd.	Co-director	-	18,370	-	18,370
Thai Saengareon Interpart Co., Ltd.	Co-director	503,990	634,000	503,900	634,000
S.M.K. Industry Co., Ltd.	Co-director	607,191	489,938	607,191	489,938
Siam Plast Wood Co., Ltd.	Co-director	-	2,500	-	2,500
<b>Total</b>		<b>1,117,411</b>	<b>1,180,608</b>	<b>1,135,200</b>	<b>1,183,074</b>
<u>Amount due from subsidiary company</u>					
N.D. Interparts Co., Ltd.	Subsidiary	-	-	295,320	945,880
<u>Trade accounts payable - related parties</u>					
N.D. Interparts Co., Ltd.	Subsidiary	-	-	617,095	678,471
Siam San Sin Co., Ltd.	Co-director	28,248	-	28,248	-
Thai Charoen Yang Service Co., Ltd.	Co-director	300	300	300	300
Thai Toyo Rubber Co., Ltd.	Family member of director	14,038	11,042	-	-
White House Plastic Limited Partnership	Family member of director	114,246	73,670	55,625	73,670
T.Thai Chareon Rubber Co., Ltd.	Co-director	15,900	25,258	15,900	25,258
<b>Total</b>		<b>172,732</b>	<b>110,270</b>	<b>717,168</b>	<b>777,699</b>
<u>Amount due to subsidiary company</u>					
N.D. Interparts Co., Ltd.	Subsidiary	-	-	60,091	62,979
<u>Key management personnel compensation</u>					
Employee benefits obligation		299,315	239,452	275,478	220,382

6. TEMPORARY INVESTMENTS

	(Unit : Baht)	
	Consolidated and Separate F/S	
	31 March 2016	31 December 2015
Temporary investments		
Mutual Fund	16,103,766	2,869,146
Unrealize gain from changing in value of investment	23,375	2,674
Total	<u>16,127,141</u>	<u>2,871,820</u>

During the three-month period ended 31 March 2016, movements of temporary investments are as follows :

	(Unit : Baht)
	Consolidated and Separate F/S
Fair value as at 1 January 2016	2,871,820
Purchases	72,970,000
Disposals	(59,738,054)
Fair value adjustment	23,375
Fair value as at 31 March 2016	<u>16,127,141</u>



7. TRADE ACCOUNTS RECEIVABLE – NET

As at 31 March 2016 and 31 December 2015, the aged trade accounts receivable are as follows :

	Consolidated F/S		Separate F/S	
	31 March 2016	31 December 2015	31 March 2016	31 December 2015
(Unit : Baht)				
<u>Trade accounts receivable – general customers</u>				
Not yet due	73,635,864	65,839,718	63,022,175	56,429,033
Over due :				
Less than 3 months	14,647,849	11,544,616	14,645,816	11,515,164
3 - 6 months	236,275	4,260,586	236,275	4,260,586
6 - 12 months	1,953,192	1,124,962	1,953,192	1,124,962
Over 12 months	381,738	242,354	381,738	242,354
<b>Total</b>	<b>90,854,918</b>	<b>83,012,236</b>	<b>80,239,196</b>	<b>73,572,099</b>
<u>Less</u> Allowance for doubtful accounts	(170,193)	(170,193)	(170,193)	(170,193)
<b>Net</b>	<b>90,684,725</b>	<b>82,842,043</b>	<b>80,069,003</b>	<b>73,401,906</b>
<u>Trade accounts receivable – related companies</u>				
Not yet due	861,311	911,932	878,800	911,932
Over due :				
Less than 3 months	256,400	268,676	256,400	271,142
<b>Net</b>	<b>1,117,711</b>	<b>1,180,608</b>	<b>1,135,200</b>	<b>1,183,074</b>

8. INVENTORIES - NET

	(Unit : Baht)			
	Consolidated F/S		Separate F/S	
	31 March	31 December	31 March	31 December
	2016	2015	2016	2015
Raw materials	20,908,693	14,569,149	20,554,105	14,285,937
Work in process	13,634,953	16,031,724	12,065,719	14,590,944
Finished goods	22,868,741	25,980,096	21,036,306	24,220,364
Supply inventories	3,172,620	2,968,663	2,709,903	2,545,233
Fuel	692,479	408,099	692,479	408,099
Packaging	2,590,033	2,673,251	2,590,033	2,673,251
Goods in transit	2,193,587	3,889,154	2,193,588	3,889,154
<b>Total</b>	<b>66,061,106</b>	<b>66,520,136</b>	<b>61,842,133</b>	<b>62,612,982</b>
<u>Less Allowance for obsolete and devaluation</u> of inventories	(362,889)	(437,142)	-	(68,337)
<b>Inventories – net</b>	<b>65,698,217</b>	<b>66,082,994</b>	<b>61,842,133</b>	<b>62,544,645</b>

9. RESTRICTED DEPOSITS WITH BANK

During the period three-month ended 31 March 2016, the Company redeemed fixed deposit of Baht 5.35 million which pledged as collaterals for letters of guarantee issued by a bank for compliance with sale agreement.

10. INVESTMENT IN SUBSIDIARY

Company	Type of business	(Unit : Thousand Baht)					
		Paid - up		Percentage of		Separate F/S	
		Shares capital		Shareholding (%)		(Cost method)	
		31 Mar	31 Dec	31 Mar	31 Dec	31 Mar	31 Dec
		2016	2015	2016	2015	2016	2015
N.D. Interparts Co., Ltd.	Manufacturing and distributing rubber and synthetic products for motorcycle and automobile	6,100	6,100	91.77	91.77	5,598	5,598



13. BANK OVERDRAFT AND SHORT TERM LOANS FROM BANK

	(Unit : Baht)			
	Consolidated F/S		Separate F/S	
	31 March 2016	31 December 2015	31 March 2016	31 December 2015
Bank overdraft	5,442,055	4,855,925	2,052,631	-
Promissory note	46,000,000	46,000,000	46,000,000	46,000,000
Liabilities under trust receipts	16,055,779	6,429,192	16,055,779	6,429,192
<b>Total</b>	<b>67,497,834</b>	<b>57,285,117</b>	<b>64,108,410</b>	<b>52,429,192</b>

As at 31 March 2016 and 31 December 2015, the Company and its subsidiary have credit facilities in form of bank overdraft, promissory note, liabilities under trust receipt agreements, letter of credit, and others totalling Baht 300 million. These short - term loans bear interest rates ranging from 2.90% - 6.40% per annum and 3.65% - 3.80% per annum, respectively, and are collateralized by the mortgages of the Company's land and construction as mentioned in Note 11 and personal guaranteed by certain Company's directors.

14. LONG - TERM LOAN

As at 31 March 2016 and 31 December 2015, long - term loan from a local commercial bank are as follow :

	Interest rate per annum	Principal repayment conditions	(Unit : Baht)	
			Consolidated and Separate F/S 31 March 2016	31 December 2015
Credit line of Baht 100 million	Years 1 - 5 : MLR - 3.00% p.a.	Monthly instalments by Baht 1.65 million from August 2015 to June 2020, the remaining will final payment within July 2020.	86,800,000	93,400,000
<u>Less</u> Current portion			(19,800,000)	(21,450,000)
Long - term loan - net			<u>67,000,000</u>	<u>71,950,000</u>

Movements in the long - term loan for the three-month period ended 31 March 2016 is as follow :

	(Unit: Baht)
	Consolidated and Separate F/S
	<hr/>
Balance as at 1 January 2016	93,400,000
<u>Less Repayment</u>	<u>(6,600,000)</u>
Balance as at 31 March 2016	<hr/> <u>86,800,000</u> <hr/>

Long – term loan is collateralized by the mortgages of the Company’s land and construction as mentioned in Note 11.

Under the term of loan agreement, the Company requires to maintain covenants as specified in the agreement such as debt to equity and debt service coverage ratios, etc.

#### 15. ACCRUED EXPENSES

As at 31 March 2016 and 31 December 2015, accrued expenses are as follow :

	(Unit : Baht)			
	Consolidated F/S		Separate F/S	
	31 March	31 December	31 March	31 December
	2016	2015	2016	2015
	<hr/>	<hr/>	<hr/>	<hr/>
Accrued dividend	12,906,636	24,828	12,906,636	24,828
Accrued electricity expense	3,821,832	3,593,618	3,303,613	3,189,202
Accrued bonus	1,329,544	-	1,111,156	-
Other	4,781,684	4,055,751	4,391,416	3,875,068
Total	<hr/> <u>22,839,696</u> <hr/>	<hr/> <u>7,674,197</u> <hr/>	<hr/> <u>21,712,821</u> <hr/>	<hr/> <u>7,089,098</u> <hr/>

#### 16. DIVIDEND PAID

At the Annual General Meeting of Shareholders for the year 2016 held on 31 March 2016, the shareholders passed the resolution to pay dividend from the profit for the year ended 31 December 2015 at rate of Baht 0.06 per share for 215 million ordinary shares, totaling Baht 12.90 million. The dividend was paid on 28 April 2016.

As at 31 March 2016, the Company recognized the accrued dividend of Baht 12.90 million.

## 17. SEGMENT REPORTING

The Company's segment reporting classified by geographical nature, domestic and export, for the three-month periods ended 31 March 2016 and 2015 are presented as follow :

(Unit: Thousand Baht)

	Consolidated F/S							
	For the three-month periods ended 31 March							
	2016				2015			
	Sales		Eliminated	Total	Sales		Eliminated	Total
Domestic	Export	Domestic			Export			
Sales	107,529	94,359	(893)	200,995	110,186	64,905	(152)	174,939
Cost of sales				(175,807)				(152,975)
<b>Gross profit</b>				<u>25,188</u>				<u>21,964</u>
Interest expenses				(1,972)				(2,761)
Depreciation and amortization				(7,957)				(5,827)
Profit before income tax				6,207				5,999
Trade accounts receivable – general customers - net				90,685				85,678
Property plant and equipment - net				447,807				451,281
Other assets				132,408				143,721
<b>Total assets</b>				<u>670,900</u>				<u>680,680</u>

## 18. FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: unobservable inputs for the asset or liability.

As at 31 March 2016, Financial assets and financial liabilities measured at fair value are as follows :

(Unit : Thousand Baht)

31 March 2016

	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Fixed income fund	16,127	-	-	16,127
<b>Financial liabilities</b>				
Forward foreign exchange contracts	-	(4,724)	-	(4,724)

## 19. FORWARD FOREIGN EXCHANGE CONTRACTS

The Company does not have any policy to use derivative financial instrument for speculation or commercial use. Forward foreign exchange contracts are made to manage exposure for fluctuation in foreign currency exchange rates on specific transactions.

As at 31 March 2016, the Company has open forward contracts which settlement dates are ranged between 1 month and 6 months as follows :

	Foreign currencies	Contracts rates
SGD	6,000,000	25.20 - 25.84
USD	328,771	35.89 - 36.42

20. COMMITMENTS

20.1 As at 31 March 2016, the Company has commitments for construction factory building and machinery under installation of Baht 1.23 million.

20.2 The Company has entered into sales office rental. Under the terms of agreements, the Company is committed to pay as follows :

<u>Years</u>	<u>Baht</u>
Not later than 1 year	686,400
Over 1 year not later than 5 years	1,609,400
Total	<u>2,295,800</u>

20.3 The Company has commitment under letter of guarantee issued by bank of Baht 4.10 million for electricity usage and purchase of raw materials.

20.4 The Company has obligations under a domestic bank guarantees for performance bonds required in the normal course of businesses approximately of USD 10,000.

21. EVENT AFTER REPORTING PERIOD

At the Annual General Meeting of subsidiary's shareholders for the year 2016 held on 29 April 2016, the subsidiary company's shareholders passed the resolution to pay dividend from its profit after tax for the year ended 31 December 2015 at rate of Baht 39.48 per share for 61,000 shares, totaling amount of Baht 2.41 million. The dividend will be paid on 16 May 2016.





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Confidentiality statement