

TIPCO FOODS PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
INTERIM FINANCIAL STATEMENTS
AND AUDITOR'S REVIEW REPORT
JANUARY 1, 2015 TO MARCH 31, 2015

Auditor's Report on Review of Interim Financial Information

To the Shareholders and Board of Directors of TIPCO FOODS PUBLIC COMPANY LIMITED

I have reviewed the accompanying consolidated statement of financial position of TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES as at March 31, 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, and have reviewed the accompanying separate statement of financial position of TIPCO FOODS PUBLIC COMPANY LIMITED as at March 31, 2015, the related separate 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 separate financial statements of TIPCO FOODS PUBLIC COMPANY LIMITED. 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".

/ Other matter

Other matter

The consolidated statement of financial position of TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES, and the separate statement of financial position of TIPCO FOODS PUBLIC COMPANY LIMITED as at December 31, 2014, which were presented herein for comparative information, were audited by another auditor of our firm who expressed an unqualified opinion on those statements in his report dated February 20, 2015. The consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the three-month period ended March 31, 2014, of TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES, and the separate financial statement of TIPCO FOODS PUBLIC COMPANY LIMITED for the same period, which were presented herein for comparative information and were also reviewed by the aforementioned auditor who concluded, in his report dated May 14, 2014, that nothing had come to his attention that caused him to believe that the interim financial information was not prepared, in all material respects, in accordance with Thai Accounting Standard 34 "Interim Financial Reporting".

(Mr. Pornchai Kittipanya-ngam)

Certified Public Accountant

Registration No. 2778

Bunchikij Co., Ltd.

Bangkok

May 14, 2015

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

As at March 31, 2015

Unit : Thousand Baht

	Note	Consolidated Financial Statements		Separate Financial Statements	
		Reviewed		Reviewed	
		Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
ASSETS					
CURRENT ASSETS					
Cash and cash equivalent		54,315	41,657	22,114	18,045
Current investment:		3,768	3,737	-	-
Trade and other receivable	4	532,223	485,733	209,401	144,716
Short - term loans to related partie	3, 5	-	-	36,500	33,500
Inventories	6	966,444	935,937	379,565	352,608
Accounts receivable to forward exchange contrac	23	840	-	945	-
Other current asset		16,092	13,178	4,386	3,771
Total current assets		1,573,682	1,480,242	652,911	552,640
NON-CURRENT ASSETS					
Investments in associated compan	8	1,693,537	1,431,925	644,930	647,110
Investments in subsidiary companies	8	-	-	465,337	465,337
Restricted deposit at bank		1,016	1,016	-	-
Investment propertie:	9	7,270	18,284	7,270	18,284
Property, plant and equipmen	10	2,376,333	2,418,613	934,068	962,650
Intangible asset:		43,060	39,320	33,982	33,058
Deposits and guarantee		12,130	11,939	2,513	2,329
Deferred tax assets, ne	21	113,502	115,572	60,651	62,473
Other non-current asset		6,725	4,553	5,809	3,790
Total non-current assets		4,253,573	4,041,222	2,154,560	2,195,031
Total assets		5,827,255	5,521,464	2,807,471	2,747,671

Notes to financial statements are an integral part of these statemen

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

As at March 31, 2015

Unit : Thousand Baht

	Note	Consolidated Financial Statements		Separate Financial Statements	
		Reviewed		Reviewed	
		Unaudited	Audited	Unaudited	Audited
		Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014
LIABILITIES AND SHAREHOLDERS' EQUITY					
CURRENT LIABILITIES					
Bank overdrafts and short-term loans from financial instituti	11	1,436,916	1,467,109	956,300	990,000
Trade and other payable	12	573,976	494,382	208,955	124,680
Current portion of long-term liability	13	151,938	182,352	80,379	80,923
Accrued income tax		12,055	8,251	-	-
Forward exchange contrac	23	-	203	-	156
Other current liability		18,415	17,653	6,156	3,867
Total current liabilities		2,193,300	2,169,950	1,251,790	1,199,626
NON-CURRENT LIABILITIES					
Long-term liabilities	13	513,105	551,932	51,999	71,932
Interest rate swap contrac	23	1,969	2,435	1,969	2,435
Provision for dismantling cos		2,710	2,391	-	-
Employee benefit obligation:	14	41,879	39,779	24,736	23,359
Total non-current liabilities		559,663	596,537	78,704	97,726
Total liabilities		2,752,963	2,766,487	1,330,494	1,297,352
SHAREHOLDERS' EQUITY					
Share capita					
Authorized share capita					
500,000,000 Ordinary shares of Baht 1 eac)	16	500,000	500,000	500,000	500,000
Issued and paid-up share capit					
482,579,640 Ordinary shares of Baht 1 eac)					
fully paid		482,580	482,580	482,580	482,580
Non-controlling interests in subsidiary of the associated compan					
acquired at price lower than book valu		1,503	1,510	-	-
Change in the interest in subsidiary of the associated compan					
which not resulted in loss of control of the associa		(74,362)	(74,686)	-	-
Capital reserve for share-based payment transactions of the associated compa		10,289	9,306	-	-
Retained earning					
Appropriated for legal reserv	16.1	50,000	50,000	50,000	50,000
Unappropriat		2,211,493	1,892,590	945,845	919,521
Other components of equity		(42,032)	(31,214)	(1,448)	(1,782)
Total equity holders of the parent		2,639,471	2,330,086	1,476,977	1,450,319
Non-controlling interest		434,821	424,891	-	-
Total shareholders' equity		3,074,292	2,754,977	1,476,977	1,450,319
Total liabilities and shareholders' equity		5,827,255	5,521,464	2,807,471	2,747,671

Notes to financial statements are an integral part of these statemen

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht except basic earnings per share expressed in Baht

	Note	Consolidated Financial Statements		Separate Financial Statements	
		Mar. 31, 2015	Mar. 31, 2014	Mar. 31, 2015	Mar. 31, 2014
Revenues from the sales of goods and the rendering of service	18	1,204,795	1,356,084	477,563	530,862
Cost of the sales of goods and the rendering of service		817,664	919,876	451,171	494,468
Gross profit		387,131	436,208	26,392	36,394
Other incomes	19	89,853	88,809	67,475	28,890
Profit before expenses		476,984	525,017	93,867	65,284
Selling expenses		(290,088)	(377,904)	(20,888)	(19,509)
Administrative expenses		(111,023)	(102,814)	(34,615)	(38,973)
Profit before Share of profit from investments in associated company		75,873	44,299	38,364	6,802
Share of profit from investments in associated compan	8	276,286	61,697	-	-
Profit before finance costs and income tax		352,159	105,996	38,364	6,802
Finance cost:	20	(17,535)	(22,018)	(10,302)	(13,752)
Profit before income tax		334,624	83,978	28,062	(6,950)
Income tax expense:	21	(5,791)	(5,996)	(1,738)	(2,543)
Profit for the period		328,833	77,982	26,324	(9,493)
Other comprehensive income (loss)					
Items that will not be reclassified to profit or loss :					
Change in fair value of interest rate swap contra		417	191	417	191
Share of comprehensive income (loss) in associated compan		11,118	(13,456)	-	-
Actuarial gain (losses)		-	(9,808)	-	(3,812)
Income tax effect		(117)	1,613	(83)	724
		11,418	(21,460)	334	(2,897)
Items that will be reclassified to profit or loss :					
Losses on revaluation available-for-sale investmen		-	(518)	-	(518)
Income tax effect		-	104	-	104
		-	(414)	-	(414)
Other comprehensive gain (loss) for the period, net of ta		11,418	(21,874)	334	(3,311)
Total comprehensive income for the period		340,251	56,108	26,658	(12,804)
Profit attributable to :					
Equity holders of the paren		318,903	58,870	26,324	(9,493)
Non-controlling interest		9,930	19,112	-	-
		328,833	77,982	26,324	(9,493)
Total comprehensive income attributable to :					
Equity holders of the paren		330,321	38,965	26,658	(12,804)
Non-controlling interest		9,930	17,143	-	-
		340,251	56,108	26,658	(12,804)
Basic earnings (loss) per share					
Profit (loss) of shareholders' equity-parent compar	(Baht)	0.6608	0.1220	0.0545	(0.0197)

Notes to financial statements are an integral part of these statemen

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONSOLIDATED FINANCIAL STATEMENTS)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht

	<i>Equity holders of the parent</i>												
	<i>Change in the interest</i>					<i>Other components of equity</i>							
	<i>Non-controlling interest</i>		<i>in subsidiary of the</i>			<i>Other comprehensive income</i>							
	<i>Issued and</i>	<i>associated company</i>	<i>which not resulted</i>	<i>share-based payment</i>	<i>Retained earnings</i>		<i>Fair value of</i>	<i>Share of</i>		<i>Total other</i>	<i>Total</i>		
<i>paid-up</i>	<i>acquired at price lower</i>	<i>in loss of control</i>	<i>transactions of</i>	<i>Appropriated</i>	<i>Unappropriated</i>	<i>interest rate</i>	<i>Available-for-sale</i>	<i>comprehensive income</i>	<i>components of</i>	<i>equity holders</i>	<i>Non-controlling</i>	<i>Total</i>	
<i>share capital</i>	<i>then book value</i>	<i>of the associate</i>	<i>the associate</i>	<i>Legal reserve</i>		<i>swap contract</i>	<i>investments</i>	<i>in associate</i>	<i>equity</i>	<i>of the parent</i>	<i>Interest</i>	<i>Total</i>	
<i>Balance as at January 1, 2014</i>	482,580	1,517	3,140	5,656	50,000	1,821,063	(2,793)	414	(14,231)	(16,610)	2,347,346	460,630	2,807,976
<i>Change in the interest in subsidiary of the associated company</i>													
<i> which not resulted in loss of control of the associate</i>	-	-	(78,167)	-	-	-	-	-	-	-	(78,167)	-	(78,167)
<i>Share-based payment transactions of the associated company</i>	-	-	-	787	-	-	-	-	-	-	787	-	787
<i>Dividend paid</i>	-	-	-	-	-	-	-	-	-	-	(9,804)	-	(9,804)
<i>Total comprehensive income for the three-month period ended</i>													
<i> March 31, 2014</i>	-	-	-	-	-	58,869	153	(414)	(13,477)	(13,738)	45,131	19,112	64,243
<i>Actuarial gain (losses)</i>	-	-	-	-	-	(6,165)	-	-	-	-	(6,165)	(1,969)	(8,134)
<i>Balance as at March 31, 2014</i>	482,580	1,517	(75,027)	6,443	50,000	1,873,767	(2,640)	-	(27,708)	(30,348)	2,308,932	467,969	2,776,901
<i>Balance as at January 1, 2015</i>	482,580	1,510	(74,686)	9,306	50,000	1,892,590	(1,782)	-	(29,432)	(31,214)	2,330,086	424,891	2,754,977
<i>Share-based payment transactions of the associated company</i>	-	(7)	324	983	-	-	-	-	-	-	1,300	-	1,300
<i>Total comprehensive income for the three-month period ended</i>													
<i> March 31, 2015</i>	-	-	-	-	-	318,903	334	-	(11,152)	(10,818)	308,085	9,930	318,015
<i>Balance as at March 31, 2015</i>	482,580	1,503	(74,362)	10,289	50,000	2,211,493	(1,448)	-	(40,584)	(42,032)	2,639,471	434,821	3,074,292

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (SEPARATE FINANCIAL STATEMENTS)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht

	<i>Issued and paid-up share capital</i>	<i>Retained earnings</i>		<i>Other components of equity</i>			<i>Total</i>
		<i>Appropriated Legal reserve</i>	<i>Unappropriated</i>	<i>Othe comprehensive income</i>		<i>Total other components of equity</i>	
				<i>Fair value of interest rate swap contract</i>	<i>Available-for-sale investments</i>		
<i>Balance as at January 1, 2014</i>	482,580	50,000	1,055,584	(2,793)	414	(2,379)	1,585,785
<i>Total comprehensive income for the three-month period ended</i>							
<i>March 31, 2014</i>	-	-	(9,493)	153	(414)	(261)	(9,754)
<i>Actuarial gain (losses)</i>	-	-	(3,050)	-	-	-	(3,050)
<i>Balance as at March 31, 2014</i>	482,580	50,000	1,043,041	(2,640)	-	(2,640)	1,572,981
<i>Balance as at January 1, 2015</i>	482,580	50,000	919,521	(1,782)	-	(1,782)	1,450,319
<i>Total comprehensive income for the three-month period ended</i>							
<i>March 31, 2015</i>	-	-	26,324	334	-	334	26,658
<i>Balance as at March 31, 2015</i>	482,580	50,000	945,845	(1,448)	-	(1,448)	1,476,977

Notes to financial statements are an integral part of these statements

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht

	Note	Consolidated Financial Statements		Separate Financial Statements	
		Mar. 31, 2015	Mar. 31, 2014	Mar. 31, 2015	Mar. 31, 2014
<i>Cash flows from operating activities :</i>					
Profit (loss) before income tax		334,624	83,978	28,062	(6,950)
<i>Adjustments to reconcile profit before income tax to net cash provided by operating activities</i>					
Depreciation and amortization		59,355	59,679	32,881	31,762
Doubtful account		388	-	-	-
Loss on expired goods (reversal)		(7,166)	(7,293)	(7,211)	(8,300)
Loss on decline in value of inventories		(546)	-	(546)	-
(Gain) loss on exchange rate		(767)	235	(891)	150
Gain on sales of available-for-sale investments		-	(4,770)	-	(4,770)
(Gain) loss on sales of Investments in associated companies		(7,671)	-	(10,314)	-
(Gain) loss on sales of fixed assets and writing off		(1,069)	1,264	(6)	(55)
(Gain) loss on sales of Investments properties		(37,720)	-	(37,720)	-
Employee benefit expenses	14	2,200	2,072	1,377	1,321
Dividend income	8	-	-	-	(9,804)
Share of profit from investments in associated companies		(276,286)	(61,697)	-	-
Change in fair value of forward exchange contracts		-	(10,798)	-	(5,660)
Interest income		(31)	(40)	(284)	(418)
Interest expenses		17,535	22,018	10,302	13,707
		<u>82,846</u>	<u>84,648</u>	<u>15,650</u>	<u>10,983</u>
<i>Change in operating assets and liabilities</i>					
<i>(Increase) decrease in asset</i>					
2 Trade and other receivable		(7,164)	107,931	(24,927)	(14,835)
Inventories		(23,153)	(47,471)	(19,558)	8,871
Other current asset		229	(17,178)	3,390	2,656
Deposits and guarantee		(191)	(1,994)	(185)	(200)
Other non-current asset		(19)	(1,663)	67	67
<i>Increase (decrease) in liability</i>					
Trade and other payable		24,786	(70,091)	82,199	(24,197)
Other current liability		45,325	17,450	2,129	8
Employee benefit obligation		(99)	-	-	-
Cash generated from operation		<u>122,560</u>	<u>71,632</u>	<u>58,765</u>	<u>(16,647)</u>
Interest paid		(18,775)	(22,715)	(10,822)	(13,806)
Income taxes paid		-	(638)	(1,086)	(575)
Net cash provided by (used in) operating activities		<u>103,785</u>	<u>48,279</u>	<u>46,857</u>	<u>(31,028)</u>

Notes to financial statements are an integral part of these statements

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONTINUED)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht

Note	Consolidated Financial Statements		Separate Financial Statements	
	Mar. 31, 2015	Mar. 31, 2014	Mar. 31, 2015	Mar. 31, 2014
<i>Cash flows from investing activities :</i>				
<i>Increase in current investmen</i>	(31)	(39)	-	-
<i>Increase in short-term loans to related partie</i>	-	-	(3,000)	(3,000)
<i>Sales of Available-for-sale investment:</i>	-	5,490	-	4,973
<i>Sales of Investments in associated compan</i>	12,494	-	12,494	-
<i>Sales of fixed assets</i>	5,022	1,290	3,751	1,187
<i>Purchases of fixed asset.</i>	(7,219)	(103,822)	(2,122)	(78,070)
<i>Payment for intangible asset</i>	(55)	-	-	-
<i>Dividend received</i>	8	-	-	9,804
<i>Interest receivea</i>	31	40	284	418
<i>Net cash provided by (used in) investing activities</i>	<u>10,242</u>	<u>(97,041)</u>	<u>11,407</u>	<u>(64,688)</u>
<i>Cash flows from financing activities :</i>				
<i>Increase (decrease) in bank overdraft</i>	(1,493)	(3,036)	-	(3,273)
<i>Increase (decrease) in loans from financial institutio</i>	(28,700)	140,000	(33,700)	125,000
<i>Repayment for long - term machinery payabl</i>	-	(2,315)	-	-
<i>Repayment for liabilities under finance leas</i>	(1,253)	(1,492)	(977)	(1,206)
<i>Repayment for long - term loan.</i>	(69,884)	(69,885)	(19,500)	(19,500)
<i>Dividends paid to non-controlling interes</i>	-	(9,804)	-	-
<i>Net cash provided by (used in) financing activities</i>	<u>(101,330)</u>	<u>53,468</u>	<u>(54,177)</u>	<u>101,021</u>
<i>Effect from exchange rate in cash and cash equivalen</i>	(39)	(11)	(18)	(12)
<i>Increase (decrease) in cash and cash equivalents, net</i>	12,658	4,695	4,069	5,293
<i>Cash and cash equivalents as at January 1,</i>	41,657	36,914	18,045	15,496
<i>Cash and cash equivalents as at March 31,</i>	<u>54,315</u>	<u>41,609</u>	<u>22,114</u>	<u>20,789</u>

Notes to financial statements are an integral part of these statemen

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

1. General information

1.1 The Company was incorporated in Thailand on March 22, 1976 and has been listed in the Stock Exchange of Thailand since 1989. The operations of the Company and its subsidiaries are manufacturer and distributor of conned pineapple in syrup, concentrated pineapple juice, mixed fruit juice and natural mineral water for domestic and exporting sales.

1.2 The address of the company and its subsidiaries are 118/1 Rama 6 Rd., Samsen Nai, Bangkok 10400 and the factories are as follow:

- 212 Phetkasem Rd., Moo 16, Aownoi, Amphur Muang, Prachaubkhirikhan 77210
- 504 Phetkasem Rd., Prachaubkhirikhan, Amphur Muang, Prachaubkhirikhan 77000
- 205/1 Moo 2, Pongyaeng, Amphur Mae-Rim, Chiang Mai 50180
- 90/1 Moo 7, Phaholyothin Rd., Sanubtueb, Amphur Wangnoi, Ayuthaya 13170

1.3 The major shareholders of the Company is Supsakorn family.

2. Basis for the preparation and presentation of interim financial statements

2.1 The interim financial statements are prepared in accordance with Thai Accounting Standard No. 34 (revised 2014) "Interim Financial Reporting", the Company and its subsidiaries have chosen to prepare condensed financial statements and to present the statements of financial position, comprehensive income, changes in shareholder's equity, and cash flows as same as the annual financial statements, and prepared in accordance with the Thai Generally Accepted Accounting Standards which are issued under the Accounting Professions Act B.E. 2547, and according to the requirements and the regulation of the Securities and Exchange Commission.

2.2 The interim financial statements are prepared to provide an update on the financial statements for the year ended December 31, 2014. Accordingly, they focus on new activities, events and circumstances to avoid repetition of information previously reported. These interim financial statements should be read in conjunction with the financial statements of the Company for the year ended December 31, 2014.

2.3 The interim financial statements are presented for Thai currency reporting purposed and prepared in Thai language. This English translation of financial statements has been prepared for the convenience of the readers who were not conversant with Thai language. All financial information presented are rounded to the nearest thousand baht.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

2. Basis for the preparation and presentation of interim financial statements (Continued)

2.4 Basis of preparation of the interim consolidated financial statements

The interim consolidated financial statements included the accounts of the company and the subsidiaries as follows:

Name	Unit : Thousand Baht		% of investments	
	Paid – up share capital		Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014		
SUBSIDIARIES				
Tipco Biotech Co., Ltd.	50,000	50,000	99.9988	99.9988
Tipco F&B Co., Ltd.	600,000	600,000	50.00	50.00
Tipco Retail Co., Ltd.	50,000	50,000	75.50	75.50
INDIRECT SUBSIDIARIES				
TFB Distribution Co., Ltd. (Indirect portion by Tipco F&B Co., Ltd.)	1,000	1,000	50	50

Outstanding intragroup balances, significant intragroup transactions, and the investment of the Company in subsidiary companies and shareholders' equity of the subsidiaries have been eliminated in this consolidation.

The interim financial statements of the subsidiaries are prepared by using the same significant accounting policies as applied to the Company.

2.5 Accounting policies

2.5.1 The Financial Reporting Standards that became effective in the current accounting period

The interim financial statements are prepared by using the significant accounting policies and computation methods as those as using in the financial statements for the year ended December 31, 2014 except that the Company and subsidiaries have adopted all the new and revised TFRS that are effective for annual periods beginning on or after January, 1 2015 as disclosed in the notes to financial statements for the year ended December, 31 2014.

The adoption of these new and revised TFRS did not have any material effect on the accounting policies, methods of computation, financial performance or position of the Company and subsidiaries.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

2. Basis for preparation and presentation of interim financial statements (Continued)

2.5 Accounting policies (Continued)

2.5.2 The Financial Reporting Standards that will become effective in the future.

TFRS which are effective for accounting periods beginning on or after January 1, 2016 are as follows;

Financial Reporting Standard.

TFRS 4 (revised 2014) Insurance Contracts

The Company and its subsidiaries' management have assessed the effect of this financial reporting standard and believe that it is not relevant to the business of the Company and its subsidiaries.

2.6 Preparation of financial statements in conformity with the Generally Accepted Accounting Principles, which requires management to make estimates and assumptions that affect the reported amounts of these interim financial statements. The actual results may differ from such estimates.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

3. Related party transactions

3.1 The relationship of person or related parties

Person or related parties	The relationship
Tipco F&B Co., Ltd.	Holding and co-directors
Tipco Biotech Co., Ltd.	Holding and co-directors
Tipco Retail Co., Ltd.	Holding and co-directors
Suntory Beverage & Food Asia Pte., Ltd. in Singapore	Holding and co-directors
Tipco Asphalt PCL.	Holding and co-directors
Thanomwongse Service Co., Ltd.	Holding and co-directors
Ruamsapsin Co., Ltd.	Holding and co-directors
Raycol Asphalt Co., Ltd.	Indirect portion
Thai Slurry Seal Co., Ltd.	Holding by associates' directors
Ekachaicontainer Terminal Co., Ltd.	Co-directors
Thai Crushing Co., Ltd.	Co-directors
Rattanajit Co., Ltd.	Co-directors
Siamcontainer Transport Co., Ltd.	Holding by directors
Suratt Bittumen Co., Ltd.	Co-directors
Bitumen Marine Co., Ltd.	Co-directors
Thai Bitumen Co., Ltd.	Co-directors
Tasco Shipping Co., Ltd.	Co-directors
Vital Well Co., Ltd.	Co-directors
Tipco Maritime Co., Ltd.	Co-directors
Alpah Maritime Co., Ltd.	Co-directors

3.2 The company and its subsidiaries's policy about the price charge to the related parties are as follows:

Type of transactions	Policies of price setting
Transactions between the company and its subsidiaries	
- Sales and services to the subsidiary companies	Cost plus contribution margin
- Sales and services from the subsidiary companies	Cost plus contribution margin
Transactions related to the company, its subsidiaries with the related parties	Market price

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

3. Related party transactions (Continued)

The financial statements included related party transactions by considering the following: intercompany shareholding or the same group of shareholders, directors or management team. Besides, the related parties are considered when one of parties has the ability to control the other party or can exercise significant influence over the other party in making financial and operating decisions. Some part of the Company's assets, liabilities, revenues and expenses arose from transaction with the persons and related parties. The effects of these transactions are reflected in the accompanying financial statements on the basis determined by the normal business.

Related party transactions consisted of:-

Unit : Thousand Baht

	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
	Balance at the end periods			
Trade receivables				
- Subsidiary company				
Tipco F&B Co., Ltd.	-	-	26,904	26,533
Tipco Retail Co., Ltd.	-	-	1,191	1,002
Tipco Biotech Co., Ltd.	-	-	76	31
- Related companies				
Tipco Asphalt PCL.	78	940	-	-
Thai Slurry Seal Co., Ltd.	-	39	-	-
Thanomwongse Service Co., Ltd.	77	1,015	-	-
Rattanajit Co., Ltd.	16	100	-	-
Siamcontainer Transport Co., Ltd.	-	143	-	-
Raycol Asphalt Co., Ltd.	-	94	-	-
Tipco Maritime Co., Ltd.	-	45	-	-
Thai Bitumen Co., Ltd.	-	131	-	-

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

3. Related party transactions (Continued)

Unit : Thousand Baht

	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Audited	Reviewed/ Unaudited	Audited
	Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014
Balance at the end periods (Continued)				
Fixed Assets				
- Related companies				
Thanomwongse Service Co., Ltd.	-	5,356	-	5,356
Trade accounts payable				
- Subsidiary company				
Tipco F&B Co., Ltd.	-	-	313	3,023
Tipco Biotech Co., Ltd.	-	-	248	110
- Related companies				
Tipco Asphalt PCL.	-	666	-	268
Thanomwongse Service Co., Ltd.	578	609	287	304
Siamcontainer Transport Co., Ltd.	108	96	87	64
Ruamsapsin Co., Ltd.	319	306	-	-
Other payables				
- Related parties				
Tipco Asphalt PCL.	231	202	231	201
Thanomwongse Service Co., Ltd.	143	541	44	260
Ruamsapsin Co., Ltd.	149	172	-	-
Suntory Beverage & Food Limited in Japan	-	377	-	-

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

3. Related party transactions (Continued)

Unit : Thousand Baht

	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014
Revenues and expenses for the periods				
Sales				
- Subsidiary companies	-	-	74,806	53,875
- Related companies	502	369	-	-
Rental income				
- Subsidiary companies	-	-	752	430
Interest income				
- Subsidiary companies	-	-	284	418
Other income				
- Subsidiary companies	-	-	3,226	16,507
- Related companies	-	72,091	105	-
Purchase				
- Subsidiary companies	-	-	8,913	6,114
Rental and services expenses				
- Related companies	9,752	10,377	3,991	3,194
Key management personnel				
- Short-term employee benefits	11,255	10,580	8,107	6,869
- Post-employment benefits	264	373	226	338
Total key management personnel benefit expenses	11,519	10,953	8,333	7,207

The Group paid the director and administrative remunerations which are comprised of salaries, bonus, defined contribution, other benefits meeting peridium and post-employee benefits etc.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

4. Trade and other receivables

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
	Trade receivables			
- Domestic	291,342	291,084	11,017	11,397
- Foreign	138,272	108,746	111,610	94,802
- Related parties	171	2,507	28,171	27,566
	429,785	402,337	150,798	133,765
Less Allowance for doubtful accounts	(6,931)	(6,937)	(6,548)	(6,549)
Total trade receivables	422,854	395,400	144,250	127,216
Other receivables				
- Other receivables - others	18,720	50,861	2,886	1,980
- Other receivables – related parties	8,653	6,058	3,729	3,147
- Prepaid expenses	31,674	23,116	13,240	7,071
- Advance to employees	597	127	260	63
- Accrued income	49,725	10,171	45,036	5,239
Total other receivables	109,369	90,333	65,151	17,500
Total trade receivables and other receivables	532,223	485,733	209,401	144,716

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

4. Trade and other receivables (Continued)

Aging schedule as at March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht

	Consolidated Financial Statements	Separate Financial Statements
Within credit terms	382,915	117,755
Overdue 1-90 Days	39,579	26,495
Overdue 91-180 Days	3	-
Overdue 181-270 Days	-	-
Overdue 271-360 Days	442	-
Overdue 360 Days	6,846	6,548
Total	429,785	150,798

Aging schedule as at December 31, 2014 (Audited)

Unit : Thousand Baht

	Consolidated Financial Statements	Separate Financial Statements
Within credit terms	359,320	106,694
Overdue 1-90 Days	35,650	20,522
Overdue 91-180 Days	34	-
Overdue 181-270 Days	451	-
Overdue 271-360 Days	109	-
Overdue 360 Days	6,773	6,549
Total	402,337	133,765

5. Short - term loans to related parties (Separate Financial Statements)

As at March 31, 2015 and December 31, 2014 represent loans to Tipco Biotech Co., Ltd. in the form of promissory notes. The interest rate at 3.25% p.a. and 3.25% p.a. respectively.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

6. Inventories

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Audited	Reviewed/ Unaudited	Audited
	Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014
Finished goods	478,112	439,342	264,505	224,672
Work in process	112,274	103,666	16,492	19,367
Raw materials	369,480	402,983	116,008	139,557
Spare parts and factory supplies	51,521	50,627	29,567	28,782
	1,011,387	996,618	426,572	412,378
Less Allowance for declining in value of inventories	(217)	(763)	(216)	(763)
Allowance for obsolete stock	(56,392)	(63,559)	(54,293)	(61,504)
	954,778	932,296	372,063	350,111
Goods in transit	11,666	3,641	7,502	2,497
Total	966,444	935,937	379,565	352,608

7. Investment in available-for-sale (Consolidated and Separate financial statement)

Unit : Thousand Baht

Consist of :	Reviewed/ Unaudited	Audited
	Mar. 31, 2015	Dec. 31, 2014
Opening cost amount	-	720
Additions	-	-
Disposals	-	(720)
Closing cost amount	-	-
Changes in fair value	-	-
Closing net book amount	-	-

In the year 2011, the Company has received free warrants for purchasing new ordinary shares in totally 3,711,316 units, which the term is 3 years. The Company classified the investment as available-for-sale, which were accounted for at fair value.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

8. Investments in subsidiaries and associated companies

Investments in associated company in the Consolidated financial statements are accounted for by the equity method.

Unit : Thousand Baht

Name	Business	Relationship	Consolidated Financial Statements					
			Paid-up share capital		%		Investments (Equity method)	
			Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
Subsidiary companies								
TIPCO F&B COMPANY LIMITED	Manufacturer of Fruit Juice	Shareholder	600,000	600,000	50.00	50.00	417,459	407,260
TIPCO RETAIL COMPANY LIMITED	Retail of Foods and Beverage	Shareholder	50,000	50,000	75.50	75.50	15,893	17,669
TIPCO BIOTECH COMPANY LIMITED	Pharmaceutical ingredients	Shareholder	36,800	36,800	99.99	99.99	151,030	141,094
Total							584,382	566,023
Less Eliminated intragroup transactions							(584,382)	(566,023)
							-	-
Associated company								
TIPCO ASPHALT PUBLIC COMPANY LIMITED	Manufacturer of Asphalt	Shareholder	1,534,272	1,532,780	24.1080	24.2130	1,693,537	1,431,925

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

8. Investments in subsidiaries and associated companies (Continued)

Investments in subsidiaries and associated companies in the Separate financial statements are accounted for by the cost method less allowance for decline in value of investments.

Unit : Thousand Baht

Name	Business	Relationship	Separate Financial Statements								
			Paid-up share capital		%		Investments (Cost method)		Dividend received		
			Reviewed/ Unaudited	Audited	Reviewed/ Unaudited	Audited	Reviewed/ Unaudited	Audited	Reviewed/ Unaudited	Reviewed/ Unaudited	
			Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Mar. 31, 2014	
Subsidiary companies											
TIPCO F&B COMPANY LIMITED	Manufacturer of Fruit Juice	Shareholder	600,000	600,000	50.00	50.00	279,050	279,050	-	9,804	
TIPCO RETAIL COMPANY LIMITED	Retail of Foods and Beverage	Shareholder	50,000	50,000	51.00	51.00	25,500	25,500	-	-	
TIPCO BIOTECH COMPANY LIMITED	Pharmaceutical ingredients	Shareholder	36,800	36,800	99.99	99.99	160,787	160,787	-	-	
							465,337	465,337	-	9,804	
Associated company											
TIPCO ASPHALT PUBLIC COMPANY LIMITED	Manufacturer of Asphalt	Shareholder	1,534,272	1,532,780	24.1080	24.2130	644,930	647,110	-	-	
							1,110,267	1,112,447	-	9,804	

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

8. Investments in subsidiaries and associated companies (Continued)

The financial statements of associated company, named Tipco Asphalt PCL. as at March 31, 2015 and December 31, 2014 were reviewed and audited by the other auditor, which the financial statements reflected investment in associated company by the equity method are as follows:

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
Investment in associated company	1,693,537	1,431,925
Percentage of total assets in consolidation	29.06	25.93
	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014
Equity in profit for the periods of associated company		
For the periods of 3 months, January 1 – March 31	276,286	61,697
Percentage of total revenues in consolidation	17.58	4.10

The financial statements of associated company are as follows :

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
Total assets	14,180,814	15,145,118
Total liabilities	6,975,805	9,020,101
	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014
For the periods of 3 months, January 1 – March 31		
Total revenues	8,381,195	12,242,830
Profit for the period	1,086,261	255,748

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

9. Investment property

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements					Separate Financial Statements				
	31 Dec 2014	Increase (Decrease) in the period			31 Mar 2015	31 Dec 2014	Increase (Decrease) in the period			31 Mar 2015
		Purchases	Disposal	Transfer			Purchases	Disposal	Transfer	
Cost of assets										
Land Cost	18,284	-	11,014	-	7,270	18,284	-	11,014	-	7,270
Total	18,284	-	11,014	-	7,270	18,284	-	11,014	-	7,270

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

10. Property, plant and equipment

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements					Separate Financial Statements				
	Audited Dec. 31, 2014	Increase (Decrease) in the period			Reviewed / Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Increase (Decrease) in the period			Reviewed / Unaudited Mar. 31, 2015
		Purchases	Disposal	Transfer			Purchases	Disposal	Transfer	
Cost of assets										
Land-original cost	276,667	-	-	-	276,667	155,524	-	-	-	155,524
Land development	58,058	-	-	-	58,058	54,590	-	-	-	54,590
Building and complement	1,167,529	-	-	2,083	1,169,612	655,574	-	-	684	656,258
Machinery and equipment	2,954,980	-	(60)	-	2,954,920	1,513,650	-	(60)	-	1,513,590
Tools and equipment	312,745	1,164	(103)	1,140	314,946	132,557	260	(103)	872	133,586
Furniture and office equipment	85,628	708	(632)	690	86,394	49,676	102	(151)	15	49,642
Vehicles	45,782	35	(3,368)	-	42,449	30,250	-	-	-	30,250
Total	4,901,389	1,907	(4,163)	3,913	4,903,046	2,591,821	362	(314)	1,571	2,593,440
Accumulated depreciation										
Land-original cost	33,193	985	-	-	34,178	32,397	926	-	-	33,323
Land development	539,086	13,501	-	-	552,587	395,397	7,512	-	-	402,909
Building and complement	1,400,039	31,613	(52)	-	1,431,600	989,145	18,548	(52)	-	1,007,641
Machinery and equipment	220,896	6,976	-	-	227,872	96,453	3,509	(103)	-	99,859
Tools and equipment	61,896	3,885	(554)	-	65,227	38,571	1,014	(149)	-	39,436
Furniture and office equipment	38,606	917	(3,488)	-	36,035	26,802	435	-	-	27,237
Total	2,293,716	57,877	(4,094)	-	2,347,499	1,578,765	31,944	(304)	-	1,610,405
Less Impairment of assets	2,607,673	-	-	-	2,555,547	1,013,056	-	-	-	983,035
	(264,565)	-	-	-	(264,565)	(52,717)	-	-	-	(52,717)
	2,343,108	-	-	-	2,290,982	960,339	-	-	-	930,318
Assets in transit and in progress	75,505	13,760	-	(3,914)	85,351	2,311	3,010	-	(1,571)	3,750
Total property, plant and equipment, net	2,418,613	-	-	-	2,376,333	962,650	-	-	-	934,068

As at March 31, 2015 The cost of plant and equipment, which were depreciated in fully amount in Consolidated Financial Statements is in the amount of Baht 1,575 million (31 December 2014 : Baht 1,538 million) and in Separate Financial Statements is in the amount of Baht 912 million (31 December 2014 : Baht 895 million).

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

11. Bank overdrafts and short-term loans from financial institutions

As at March 31, 2015 (Reviewed/Unaudited)

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Amount	Interest rate at	Amount	Interest rate at
Bank overdrafts	616	MOR	-	
Loans from financial institutions :				
- Promissory notes	1,436,300	MMR	956,300	MMR
- Packing Credit	-		-	
Total	1,436,916		956,300	

As at December 31, 2014 (Audited)

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Amount	Interest rate at	Amount	Interest rate at
Bank overdrafts	2,109	MOR	-	MOR
Loans from financial institutions :				
- Promissory notes	1,465,000	MMR	990,000	MMR
Total	1,467,109		990,000	

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

12. Trade and other payables

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
Trade payables				
- Others	251,909	274,798	97,103	78,218
- Related parties	1,005	1,677	935	3,769
Total trade payables	252,914	276,475	98,038	81,987
Other payables				
- Other payables – others	48,821	372	3	8
- Other payables – related parties	523	1,292	275	461
- Accrued expenses	188,253	171,926	46,193	23,641
- Advance incomes	63,447	17,166	61,118	15,668
- Deposit received for goods	20,018	27,151	3,328	2,915
Total other payables	321,062	217,907	110,917	42,693
Total	573,976	494,382	208,955	124,680

13. Long-term liabilities

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
Long - term loans – Loan agreements (Note 13.1)	660,269	730,154	129,500	149,000
Lease contract liabilities (Note 13.2)	4,774	4,130	2,878	3,855
	665,043	734,284	132,378	152,855
Less Current portion of long-term loans	(148,769)	(179,154)	(78,000)	(78,000)
Current portion of lease contract liabilities	(3,169)	(3,198)	(2,379)	(2,923)
Net	513,105	551,932	51,999	71,932

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

13. Long-term liabilities (Continued)**13.1 Loan agreements**

13.1.1 As at December 22, 2009, the Company entered into the Loan Agreement with a financial institution for long term-loan facilities in the amount of Baht 500 million for using as working capital. The term of repayment will be quarterly, the interest rate referenced to THBFIX. Land, building were mortgaged to cover the loans from financial institution. The first repayment was in September 2010.

In May 2011, the Company entered into an interest rate swap agreement to swap a floating interest rate on a long-term loan to fixed rate. As at March 31, 2015 and December 31, 2014, the notional amount of Baht 129.50 million and Baht 149 million was outstanding respectively. The notional amount reduces on a quarterly basis in accordance with the long – term loan repayment schedule.

13.1.2 As at October 22, 2010, Tipco F&B Co., Ltd. entered into the Facility Agreements for long term-loan facilities in the amount of Baht 200 million for purchase of machinery. The term of repayment will be quarterly, the first repayment was in August 2012. The interest rate referenced to BIBOR.

13.1.3 On July 21, 2014, Tipco F&B Co., Ltd. has entered into a 7 year long-term loan agreement amounting to Baht 500 million with a financial institution and an interest rate based on BIBOR. The first installment due after 15 month grace period end since fully draw down (July 25, 2014). The loan principal is repayable in 24 quarterly installments , by repaying the 1st – 22nd installment of Baht 20 million, each and the last 2 installments of Baht 30 million, each. The first installment will be in October 2015 and the last installment will be in July 2021. This subsidiary company should maintain the Negative Pledge, Debt-to-Equity Ratio and the structure of the shareholders in accordance with the loan criterion.

13.2 Lease contract liabilities

The Company and the subsidiary entered into the lease contracts with 3 financial institutions, the terms of agreement are 36 - 60 months, the first repayment was in 2008 and the last payment will be in 2016.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

14. Employee benefit obligations

Movement in the present value of the employee benefit obligations

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Audited	Reviewed/ Unaudited	Audited
	Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014
Defined benefit obligations as at the beginning of the period	39,779	39,028	23,359	31,504
Current service costs	1,615	6,109	967	3,791
Interest costs	585	2,076	410	1,494
Benefits paid by the plan	(100)	(17,242)	-	(17,242)
Actuarial (gains) losses	-	9,808	-	3,812
Defined benefit obligations as at the ending of the period	41,879	39,779	24,736	23,359

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited
	Mar. 31, 2015	Mar. 31, 2014	Mar. 31, 2015	Mar. 31, 2014
Expenses recognized in profit or loss				
Current service cost	1,615	1,527	967	948
Interest cost	585	545	410	373
Total	2,200	2,072	1,377	1,321

Principal actuarial assumptions at the reporting date

% per annual

Consist of :	Consolidated and Separate Financial Statements	
	Reviewed/ Unaudited	Audited
	Mar. 31, 2015	Dec. 31, 2014
Discount rate	4.30	4.30
Future salary increase	3.00 – 5.00	3.00 – 5.00

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

15. Forward exchange contracts

The Company and the subsidiary entered into the selling and buying forward exchange contract which are presented in the financial statements at fair value. Unrealized gain or loss from the forward contracts is recorded in profit or loss.

The outstanding balance of forward exchange contracts are as follows:

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
	<i>The exchange forward contract – Sold (USD)</i>	2,751,738	2,421,059	2,501,906
<i>The exchange forward contract – Sold (EUR)</i>	153,645	-	153,645	-
<i>The exchange forward contract – Bought (USD)</i>	439,862	430,371	-	-

16. Equity

16.1 Legal reserve

Pursuant to the Public Limited Companies Act B.E. 2535 (1992), the Company must appropriate the annual net profit to be a reserve fund which not less than five percent of the annual net profit deducted by the total deficit brought forward (if any) until reserve reaches an amount of not less than ten percent of the registered capital. The legal reserve had been fully reserved as the Public Limited Companies Act B.E. 2535 (1992) mentioned.

16.2 Managing Capital

The company and its subsidiaries have policy to manage the capital by maintain their ability to continue the business as a going concern and to maintain an appropriate capital structure by maintain debt to equity ratio as stipulated in loan facility agreements. Besides, the company has policy to pay out dividend not less than 1/3 of net profit of the Company's separate financial statements.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

17. Share of comprehensive income in associated company

Unit : Thousand Baht

Consist of :	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
	Currency translation differences	(40,430)
Surplus on change in fair value of interest rate swap contract	(154)	(290)
Total	(40,584)	(29,432)

18. Revenues from the sale of goods and the rendering of services

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014
Revenues from the sale of goods	1,204,795	1,356,084	476,174	529,836
Revenues from the rendering of services	-	-	1,389	1,026
Total	1,204,795	1,356,084	477,563	530,862

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

19. Other incomes

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited
	Mar. 31, 2015	Mar. 31, 2014	Mar. 31, 2015	Mar. 31, 2014
Dividend income	-	-	-	9,804
Management fees income	-	-	3,132	2,873
Marketing support income	12,255	72,360	-	-
Sale scraps income	1,409	1,149	586	519
Gain on sells of investments	7,671	4,770	10,314	4,770
Gain on exchange rate	3,439	1,822	2,861	608
Reversal of loss on expired goods	7,167	4,575	7,211	4,661
Interest income	31	40	284	419
Others	57,881	4,093	43,087	5,236
Total	89,853	88,809	67,475	28,890

20. Classification of expenses by nature

Significant expenses by nature are as follow:

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited
	Mar. 31, 2015	Mar. 31, 2014	Mar. 31, 2015	Mar. 31, 2014
Employee expenses	147,446	172,746	73,031	97,124
Depreciation	58,910	58,503	31,912	31,037
Amortization	1,477	1,119	936	726
Finance costs	17,535	22,018	10,302	13,752
Cost of production and service (Excluded cost of employees and depreciation)	635,605	783,159	407,375	384,571

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

21. Income tax

The interim income tax expenses is computed from the profit before income tax, which is in accordance with the regulation the Revenue Code.

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

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014
Current income tax :				
Current income tax expenses	3,804	2,454	-	-
Deferred tax :				
Relating to origination and reversal of temporary differences	1,987	3,542	1,738	2,543
Income tax expense reported in the statement of comprehensive income	5,791	5,996	1,738	2,543

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

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Reviewed/ Unaudited Mar. 31, 2014
Deferred tax relating to change in fair value of interest rate swap contract	(83)	103	(83)	103
Deferred tax relating to change in fair value of available-for-sale investments	-	(38)	-	(38)
	(83)	65	(83)	65

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

21. Income tax (Continued)

The components of deferred tax assets and deferred tax liabilities as at March 31, 2015 and December 31, 2014 are as follows:

Unit: Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited	Reviewed/ Unaudited
	Mar. 31, 2015	Dec. 31, 2014	Mar. 31, 2015	Dec. 31, 2014
Deferred tax assets				
Allowance for doubtful accounts	10,827	10,827	1,310	1,310
Allowance for loss on decline in value of inventories	43	153	43	153
Allowance for obsolete goods	10,981	12,476	10,859	12,301
Allowance for asset impairment	47,912	48,784	7,621	8,161
Employee benefit obligations	7,784	7,397	4,947	4,672
Difference depreciation for tax purpose	1,429	1,456	1,429	1,456
Liabilities under finance lease contracts	1,147	1,142	1,147	1,142
Loss exchange rate forward (MTM)	221	31	189	31
Deficit brought forward	34,337	34,336	34,336	34,336
Others	444	546	394	487
Total	115,125	117,148	62,275	64,049
Deferred tax liabilities				
Assets under finance lease contracts	681	706	681	706
Amortization of Trademark	942	870	943	870
Total	1,623	1,576	1,624	1,576
Deferred tax assets, net	113,502	115,572	60,651	62,473

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

22. Information on operating segments

TFRS 8 “operation segments”

Information on operation segments requires the Company and its subsidiaries disclose the segment information based on the internal reports regularly reviewed by the Company and its subsidiaries ‘ s Chief Operation Decision Maker in order to allocate resources to those segments and to assess the segment’s performance.

The Company and its subsidiaries operate in two reportable business segments which are organized by similar products, products of vegetable & fruit and others. The business operations are carried on both in Thailand and overseas. The information on operating segments has been presented as follows:

Business segment information

Unit : Thousand Baht

Consolidated Financial Statements

For the periods of 3 months, January 1 – March 31, 2015

	Segment			Eliminated	Total
	Products of vegetable & fruit	Beverage	Others		
Revenues from sales of goods	419,875	850,720	27,041	(92,841)	1,204,795
Cost of the sales	407,638	481,822	21,402	(93,198)	817,664
Gross profit	12,237	368,898	5,639	357	387,131
Other incomes					89,853
Profit before expenses					476,984
Selling expenses					(290,088)
Administrative expenses					(111,023)
Profit before Share of profit from investments in associated company					75,873
Share of profit from investments in associated company					276,286
Profit before finance costs and income tax					352,159
Finance costs					(17,535)
Income tax expenses					(5,791)
Profit after tax					328,833
Non-controlling interests					(9,930)
Profit for the period					318,903
Fixed assets	581,352	1,712,196	59,124		2,352,672

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

22. Information on operating segments (Continued)

Unit : Thousand Baht

Consolidated Financial Statements

For the periods of 3 months, January 1 – March 31, 2014

	Segment			Eliminated	Total
	Products of vegetable & fruit	Beverage	Others		
Revenues from sales of goods	484,581	911,000	33,346	(72,843)	1,356,084
Cost of the sales	233,669	701,806	57,461	(73,060)	919,876
Gross profit	250,912	209,194	(24,115)	217	436,208
Other incomes					88,809
Profit before expenses					525,017
Selling expenses					(377,904)
Administrative expenses					(102,814)
Profit before Share of profit from investments in associated company					44,299
Share of profit from investments in associated company					61,697
Profit before finance costs and income tax					105,996
Finance costs					(22,018)
Income tax expenses					(5,996)
Profit after tax					77,982
Non-controlling interests					(19,112)
Profit for the period					58,870
Fixed assets	663,025	1,750,006	262,245		2,675,276

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

22. Information on operating segments (Continued)

Geographic segment information

Unit : Thousand Baht

	For the periods of 3 months, January 1 – March 31, 2015			
	Sales-export	Sales-Domestic	Eliminated	Total
Revenues from the sale of goods and the rendering of services	462,190	835,446	(92,841)	1,204,795
Segment operating profit	27,855	358,919	357	387,131

Unit : Thousand Baht

	For the periods of 3 months, January 1 – March 31, 2014			
	Sales-export	Sales-Domestic	Eliminated	Total
Revenues from the sale of goods and the rendering of services	489,902	939,025	(72,843)	1,356,084
Segment operating profit	42,380	393,611	217	436,208

23. Fair Value Measurement

23.1 Fair Value has been defined in different levels of inputs 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 (that is, as prices) or indirectly (that is, derived from prices.)
- Level 3 Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

23. Fair Value Measurement (Continued)

23.1 Fair Value has been defined in different levels of inputs as follows: (Continued)

The financial assets and liabilities that are measured at fair value at 31 March 2015 are as follows:

Unit : Thousand Baht

Consolidated financial Statements

	Level 1	Level 2	Level 3	Total
Asset				
Derivatives				
Forward exchange contracts	-	840	-	840
Liabilities				
Derivatives				
Interest rate swap contract	-	1,969	-	1,969

Unit : Thousand Baht

Separate financial Statements

	Level 1	Level 2	Level 3	Total
Asset				
Derivatives				
Forward exchange contracts	-	945	-	945
Liabilities				
Derivatives				
Interest rate swap contract	-	1,969	-	1,969

In this accounting period, there are no transfers within the fair value level.

23.2 Valuation method of fair values for Level 2 inputs

Level 2 trading and hedging derivatives comprise forward foreign exchange contracts and interest rate swaps. That have been fair valued using the discount cash flow technics base on the calculation of the commercial bank. The input data of their fair valuation are mostly extracted from observable data such as spot exchange rate future exchange rate and yield curves etc.

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

24. Disclosure of financial instruments

The Company and its subsidiaries' exposure to foreign currency risk mainly relating to purchase/sale which are denominated in foreign currencies. The Company and its subsidiaries hedged against currency risk by entering into forward exchange contracts with maturities of less than 1 year.

Foreign exchange contracts of the Company and its subsidiary outstanding at March 31, 2015 are as follow:

Foreign currency	Bought contracts	Sold contracts	Contractual exchange rate	
			Bought	Sold
			(Baht per 1 foreign currency unit)	
US Dollar	439,862	2,751,738	32.6192 – 33.3550	32.6390 – 33.0600
Euro	-	153,645	-	36.2706

The right to exercise under the contract depends on spot exchange rate on the due date.

Foreign exchange contracts of the Company and its subsidiary outstanding at December 31, 2014 are as follow:

Foreign currency	Bought contracts	Sold contracts	Contractual exchange rate	
			Bought	Sold
			(Baht per 1 foreign currency unit)	
US Dollar	430,371	2,421,059	33.0475-33.3550	32.3400-33.1550

The right to exercise under the contract depends on spot exchange rate on the due date

TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the three - month period ended March 31, 2015 (Reviewed/Unaudited)

25. Reclassification of accounts

Certain accounts in the statements of financial position as at 31 December 2014 and the statements of comprehensive income for the three-month period ended 31 March 2014, which are included in the 2015 interim financial statements for comparative purposes, have been reclassified to conform to the presentation in the 2015 interim financial statements.

Unit : Thousand Baht

	Consolidated financial statements			Separate financial statements		
	Before Reclassification	Reclassification	After Reclassification	Before Reclassification	Reclassification	After Reclassification
	Statement of comprehensive income for the three-month period ended 31 March 2014					
Cost of the sales of goods and						
The rendering of services	(938,460)	18,584	(919,876)	(494,468)	-	(494,468)
Other incomes	107,393	(18,584)	88,809	42,272	(13,382)	28,890
Selling expense	(377,904)	-	(377,904)	(32,891)	13,382	(19,509)
Total	(1,208,971)	-	(1,208,971)	(485,087)	-	(485,087)

26. Commitments

Unit : Thousand Baht

Consist of :	Consolidated Financial Statements		Separate Financial Statements	
	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014	Reviewed/ Unaudited Mar. 31, 2015	Audited Dec. 31, 2014
Letter of guarantee	23,445	21,451	11,721	11,721

27. Approval of financial statements

These interim financial statements were approved for issue on May, 14 2015 by the authorized directors.