TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES INTERIM FINANCIAL STATEMENTS AND AUDITOR'S REVIEW REPORT JANUARY 1, 2014 TO SEPTEMBER 30, 2014

# 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 September 30, 2014, the related consolidated statements of comprehensive income for the three-month and nine-month period ended September 30, 2014, and the changes in shareholders' equity and cash flows for the nine-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 September 30, 2014, the related separate statements of comprehensive income for the three-month and nine-month period ended September 30, 2014, and the changes in shareholders' equity and cash flows for the nine-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".

(Suwanee Kittipanya-ngam) Certified Public Accountant Registration No. 2899 Bunchikij Co., Ltd.

Bangkok

November 13, 2014

### STATEMENTS OF FINANCIAL POSITION

## As at September 30, 2014

Image: Consolidated Financial StatementsSeparate Financial StatementsReviewedReviewedUnauditedNudiedNauditedNoteSep. 30, 2014Occ. 31, 2013ASSETSCURRENT ASSETSCURRENT ASSETSCurrent investment50,153,04036,913,905Current investment3,736,2166673,668Mode464,013,798759,646,03Short - term loans to related part500Mone: conserve term loans to related part24,876,55220,531,775Other current assets1,761,237,4992,158,227,375688,446,157NON-CURRENT ASSETS1,761,237,4992,158,227,375688,446,157Investments in associated compan81,346,622,6221,274,97,298647,109,739Available-for-sale investment70720,2820720,282Investments in associated compan81,346,622,6221,244,97,593647,109,739Investments in associated compan92,697,202,652,634,517,731,409,387,701986,020,250Deposits at bank used as collater1,214,43301,140,4563,44,14,033,413,413,413Deposits and guarante202,282,23333,36,61,613,413,413,413Deposits and guarante202,282,52333,36,61,613,416,410,718Deposits and guarante202,282,52333,36,61,613,413,413,413Deposits and guarante202,282,52333,36,61,613,416,410Deposits and guarante<						Unit : Baht
Inadited   Audited   Inadited   Audited   Audited     Note   Sep. 30, 2014   Dec. 31, 2013   Sep. 30, 2014   Dec. 31, 2013     ASSETS   CURRENT ASSETS   Sep. 30, 2014   Dec. 31, 2013   Sep. 30, 2014   Dec. 31, 2013     Current investment:   50,153,040   36,913,985   26,392,931   15,495,930     Current investment:   3,736,216   673,668   0   0     Trade and other receivable   4   644,013,798   759,646,693   190,442,786   197,442,414     Short - term loans to related part   5   0   0   43,000,000   51,000,000     Investorerie:   6   1,038,547,833   1,340,461,255   422,754,116   771,018,677     Other current asset   1,761,327,439   2,158,227,376   688,461,59   1,046,634,613     NON-CURRENT ASSETS   1,346,622,622   1,274,972,938   647,109,739   647,109,739     Investments in associated compan   8   1,346,622,622   1,249,72,913   647,109,739   647,109,739     Deposits at bank used as collaters   1,016,000			Consolidated Final	ncial Statements	Separate Financ	ial Statements
Note   Sep. 30, 2014   Dec. 31, 2013   Sep. 30, 2014   Dec. 31, 2013     ASSETS     CURRENT ASSETS     Cash and cash equivalent   50,153,040   36,913,985   26,392,931   15,495,930     Current investment   3,736,216   673,668   0   0     Trade and other receivable   4   644,013,798   759,646,693   190,442,786   197,442,414     Short - term toans to related part   5   0   0   43,000,000   51,000,000     Inventories   6   1,038,547,833   1,340,461,255   422,754,116   771,018,677     Other current asset   24,876,552   20,531,775   5,856,324   11,677,610     Total current assets   1,761,327,439   2,158,227,376   688,446,155   1,046,634,631     NON-CURRENT ASSETS   1   7   0   720,282   0   720,282     Investments in associated compan   8   1,346,622,622   1,274,972,938   647,109,739   647,109,739     Deposits at bank used as collatere   1,016,000   400,00,000   0   0   <			Reviewed		Reviewed	
ASSETS 1.1.4.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1			Unaudited	Audited	Unaudited	Audited
CURRENT ASSETS     Cash and cash equivaleni   50,153,040   36,913,985   26,392,931   15,959,00     Current investment:   3,736,216   673,668   0   0     Trade and other receivable   4   644,013,798   756,216   673,668   190,442,786   197,442,414     Short - term loans to related part   5   0   0   43,000,000   51,000,000     Inventories   6   1,038,547,833   1,340,612,55   242,575,116   771,018,677     Other current asset   24,876,552   20,531,775   5,856,324   11,677,610     Total current assets   1,761,327,439   2,158,227,376   688,46,157   1,046,634,631     NON-CURRENT ASSETS   7   0   720,282   0   720,282     Investments in associated compan   8   1,346,622,622   1,274,972,938   647,109,739   647,109,739     Deposits at bank used as collaters   1,016,000   4,000,000   0   0   0     Property, plant and equipmen   9   2,697,020,056   2,643,511,730   1,404,337,139   34,021,403		Note	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Cash and cash equivalent 50,153,040 36,913,985 26,392,931 15,495,930   Current investment: 3,736,216 673,668 0 0   Trade and other receivable 4 644,013,798 759,646,693 190,442,786 197,442,414   Short - term loans to related part 5 0 0 43,000,000 51,000,000   Inventories 6 1,038,547,833 1,340,461,255 422,754,116 717,018,677   Other current asset 24,876,552 20,531,775 5,856,324 11,677,610   Total current assets 1,761,327,439 2,158,227,376 688,446,157 1,046,634,631   NON-CURRENT ASSETS 7 0 720,282 0 720,282   Investments in subsidiary companies 8 1,346,622,622 1,274,972,938 647,109,739 647,109,739   Deposits at bank used as collaters 1,016,000 4,000,000 0 0 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 </th <th>ASSETS</th> <th></th> <th></th> <th></th> <th></th> <th></th>	ASSETS					
Current investment:   3,736,216   673,668   0   0     Trade and other receivable   4   644,013,798   759,646,693   190,442,786   197,442,414     Short - term loans to related part   5   0   0   43,000,000   51,000,000     Inventories   6   1,038,547,833   1,340,661,255   422,754,116   771,018,677     Other current asset   24,876,552   20,531,775   5,886,324   11,677,610     Total current assets   1,761,327,439   2,158,227,376   688,446,157   1,046,634,631     NON-CURRENT ASSETS	CURRENT ASSETS					
Trade and other receivable 4 644,013,798 759,646,693 190,442,786 197,442,414   Short - term loans to related part 5 0 0 43,000,000 51,000,000   Inventories 6 1,038,547,833 1,340,461,255 422,754,116 771,018,677   Other current asset 24,876,552 20,531,775 5,856,324 11,677,610   Total current assets 1,761,327,439 2,158,227,376 688,446,157 1,046,634,631   NON-CURRENT ASSETS 7 0 720,282 0 720,282   Investments in associated compan 8 1,346,622,622 1,274,972,938 647,109,739 647,109,739   Investments in subsidiary companies 8 0 0 465,336,902 465,336,902   Deposits at bank used as collatera 1,016,000 4,000,000 0 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970	Cash and cash equivalent		50,153,040	36,913,985	26,392,931	15,495,930
Short - term loans to related part 5 0 0 43,000,000 51,000,000   Inventories 6 1,038,547,833 1,340,461,255 422,754,116 771,018,677   Other current asset 24,876,552 20,531,775 5,856,324 11,677,610   Total current assets 1,761,327,439 2,158,227,376 688,446,157 1,046,634,631   NON-CURRENT ASSETS 1,346,622,622 1,274,972,938 647,109,739 647,109,739   Investments in associated compan 8 1,346,622,622 1,274,972,938 647,109,739   Investments in subsidiary companies 8 0 0 465,336,902 465,336,902   Deposits at bank used as collatera 1,016,000 4,000,000 0 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset. 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051	Current investment		3,736,216	673,668	0	0
Inventories61,038,547,8331,340,461,255422,754,116771,018,677Other current asset24,876,55220,531,7755,856,32411,677,610Total current assets1,761,327,4392,158,227,376688,446,1571,046,634,631NON-CURRENT ASSETS170720,2820720,282Available-for-sale investments70720,2820720,282Investments in associated compan81,346,622,6221,274,972,938647,109,739Investments in subsidiary companies80000Deposits at bank used as collatera1,016,0004,000,00000Property, plant and equipmen92,697,020,0562,634,511,7301,049,387,701986,020,250Intangible asset.39,654,64637,787,73934,021,40333,413,972Deposits and guarantee12,404,33011,949,5672,328,9702,328,970Deferred tax assets, ne2027,892,52333,563,53512,626,56217,942,051Other non-current asset4,660,0002,998,8163,857,0611,570,625Total non-current assets4,129,27,01774,000,504,6072,214,668,3382,154,442,791	Trade and other receivable	4	644,013,798	759,646,693	190,442,786	197,442,414
Other current asset   24,876,552   20,531,775   5,856,324   11,677,610     Total current assets   1,761,327,439   2,158,227,376   688,446,157   1,046,634,631     NON-CURRENT ASSETS   7   0   720,282   0   720,282     Available-for-sale investments:   7   0   720,282   0   720,282     Investments in associated compan   8   1,346,622,622   1,274,972,938   647,109,739   647,109,739     Investments in subsidiary companies   8   0   0   465,336,902   465,336,902     Deposits at bank used as collatera   1,016,000   4,000,000   0   0   0     Property, plant and equipmen   9   2,697,020,056   2,634,511,730   1,049,387,701   986,020,250     Intangible asset:   39,654,646   37,787,739   34,021,403   33,413,972     Deposits and guarantee   12,404,330   11,949,567   2,328,970   2,328,970     Deferred tax assets, ne   20   27,892,523   33,563,535   12,626,562   17,942,051     Other non-current assets	Short - term loans to related part	5	0	0	43,000,000	51,000,000
Total current assets 1,761,327,439 2,158,227,376 688,446,157 1,046,634,631   NON-CURRENT ASSETS 7 0 720,282 0 720,282   Investments in associated compan 8 1,346,622,622 1,274,972,938 647,109,739 647,109,739   Investments in subsidiary companies 8 0 0 465,336,902 465,336,902   Deposits at bank used as collatera 1,016,000 4,000,000 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asses 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Inventories	6	1,038,547,833	1,340,461,255	422,754,116	771,018,677
NON-CURRENT ASSETS   7   0   720,282   0   720,282     Investments in associated compan   8   1,346,622,622   1,274,972,938   647,109,739   647,109,739     Investments in associated compan   8   1,346,622,622   1,274,972,938   647,109,739   647,109,739     Investments in subsidiary companies   8   0   0   465,336,902   465,336,902     Deposits at bank used as collatera   1,016,000   4,000,000   0   0     Property, plant and equipmen   9   2,697,020,056   2,634,511,730   1,049,387,701   986,020,250     Intangible asset.   39,654,646   37,787,739   34,021,403   33,413,972     Deposits and guarantee   12,404,330   11,949,567   2,328,970   2,328,970     Deferred tax assets, ne   20   27,892,523   33,563,535   12,626,562   17,942,051     Other non-current asset   4,660,000   2,998,816   3,857,061   1,570,625     Total non-current assets   4,129,270,177   4,000,504,607   2,214,668,338   2,154,442,791	Other current asset		24,876,552	20,531,775	5,856,324	11,677,610
Available-for-sale investments 7 0 720,282 0 720,282   Investments in associated compan 8 1,346,622,622 1,274,972,938 647,109,739 647,109,739   Investments in subsidiary companies 8 0 0 465,336,902 465,336,902   Deposits at bank used as collatera 1,016,000 4,000,000 0 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current assets 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Total current assets		1,761,327,439	2,158,227,376	688,446,157	1,046,634,631
Investments in associated compan. 8 1,346,622,622 1,274,972,938 647,109,739 647,109,739   Investments in subsidiary companies 8 0 0 465,336,902 465,336,902   Deposits at bank used as collatera 1,016,000 4,000,000 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current assets 4,660,000 2,998,816 3,857,061 1,570,625	NON-CURRENT ASSETS					
Investments in subsidiary companies 8 0 0 465,336,902 465,336,902   Deposits at bank used as collatera 1,016,000 4,000,000 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asset 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Available-for-sale investments	7	0	720,282	0	720,282
Deposits at bank used as collatera 1,016,000 4,000,000 0 0   Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asset 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Investments in associated compan	8	1,346,622,622	1,274,972,938	647,109,739	647,109,739
Image: Property, plant and equipmen 9 2,697,020,056 2,634,511,730 1,049,387,701 986,020,250   Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asset 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Investments in subsidiary companies	8	0	0	465,336,902	465,336,902
Intangible asset: 39,654,646 37,787,739 34,021,403 33,413,972   Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asset 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Deposits at bank used as collatera		1,016,000	4,000,000	0	0
Deposits and guarantee 12,404,330 11,949,567 2,328,970 2,328,970   Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asset 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Property, plant and equipmen	9	2,697,020,056	2,634,511,730	1,049,387,701	986,020,250
Deferred tax assets, ne 20 27,892,523 33,563,535 12,626,562 17,942,051   Other non-current asset 4,660,000 2,998,816 3,857,061 1,570,625   Total non-current assets 4,129,270,177 4,000,504,607 2,214,668,338 2,154,442,791	Intangible asset		39,654,646	37,787,739	34,021,403	33,413,972
Other non-current asset   4,660,000   2,998,816   3,857,061   1,570,625     Total non-current assets   4,129,270,177   4,000,504,607   2,214,668,338   2,154,442,791	Deposits and guarantee		12,404,330	11,949,567	2,328,970	2,328,970
Total non-current assets   4,129,270,177   4,000,504,607   2,214,668,338   2,154,442,791	Deferred tax assets, ne	20	27,892,523	33,563,535	12,626,562	17,942,051
	Other non-current asses		4,660,000	2,998,816	3,857,061	1,570,625
Total assets   5,890,597,616   6,158,731,983   2,903,114,495   3,201,077,422	Total non-current assets		4,129,270,177	4,000,504,607	2,214,668,338	2,154,442,791
	Total assets		5,890,597,616	6,158,731,983	2,903,114,495	3,201,077,422

#### STATEMENTS OF FINANCIAL POSITION

### As at September 30, 2014

	As at Septemb	er 30, 2014			Unit : Baht
		Consolidated Final	ncial Statements	Separate Financ	
		Reviewed		Reviewed	
		Unaudited	Audited	Unaudited	Audited
	Note	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
LIABILITIES AND SHAREHOLDERS' EQUITY					
CURRENT LIABILITIES					
Bank overdrafts and short-term loans from financial institutio	10	1,480,759,977	1,734,754,078	1,030,759,977	939,754,078
Trade and other payable	11	717,658,953	814,286,607	177,634,910	194,056,789
Current portion of long-term liabilitie	12	213,739,310	490,090,017	81,190,884	281,621,798
Accrued income tax		7,730,461	3,419,082	0	0
Forward exchange contract		680,250	11,873,274	310,669	7,017,226
Other current liabilitie		10,378,782	16,642,254	3,565,553	4,766,002
Total current liabilities	-	2,430,947,733	3,071,065,312	1,293,461,993	1,427,215,893
NON-CURRENT LIABILITIES	-			·	
Long-term liabilities	12	591,969,055	234,283,801	91,969,055	152,854,729
Interest rate swap contrac		2,673,528	3,718,105	2,673,528	3,718,105
Provision for dismantling cos		2,451,500	2,660,000	0	0
Employee benefit obligations	13	37,891,504	39,028,205	22,190,170	31,503,833
Total non-current liabilities	•	634,985,587	279,690,111	116,832,753	188,076,667
Total liabilities		3,065,933,320	3,350,755,423	1,410,294,746	1,615,292,560
SHAREHOLDERS' EQUITY					
Share capita					
Authorized share capita					
500,000,000 Ordinary shares of Baht 1 each	15	500,000,000	500,000,000	500,000,000	500,000,000
Issued and paid-up share capits					
482,579,640 Ordinary shares of Baht 1 each, fully pa		482,579,640	482,579,640	482,579,640	482,579,640
Non-controlling interests in subsidiary of the associated compar-	n				
acquired at price lower than book value		1,510,783	1,517,573	0	0
Change in the interest in subsidiary of the associated compan					
which not resulted in loss of control of the associat		(74,707,749)	3,139,507	0	0
Capital reserve for share-based payment transactions of the ass	ociated compa	8,257,561	5,656,439	0	0
Retained earning					
Appropriated for legal reserve		50,000,000	50,000,000	50,000,000	50,000,000
Unappropriated		1,906,613,095	1,821,062,834	962,202,766	1,055,583,749
Other components of equity		(30,173,851)	(16,609,136)	(1,962,657)	(2,378,527)
Total equity holders of the parent		2,344,079,479	2,347,346,857	1,492,819,749	1,585,784,862
Non-controlling interest		480,584,817	460,629,703	0	0
Total shareholders' equity		2,824,664,296	2,807,976,560	1,492,819,749	1,585,784,862
Total liabilities and shareholders' equity		5,890,597,616	6,158,731,983	2,903,114,495	3,201,077,422

Unit : Baht

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

#### STATEMENTS OF COMPREHENSIVE INCOME

#### For the three-months periods ended September 30, 2014 (Reviewed/Unaudited)

**Consolidated Financial Statements** Separate Financial Statements Note Sep. 30, 2014 Sep. 30, 2013 Sep. 30, 2014 Sep. 30, 2013 Revenues from the sales of goods and the rendering of service 17 1,488,057,886 1,421,548,265 570,428,372 568,029,949 Cost of the sales of goods and the rendering of service 1,023,919,713 531,303,116 1,009,840,395 548,327,023 478,217,491 397,628,552 39,125,256 19,702,926 Gross profit 18 Other incomes 83,843,349 113,991,973 25,475,300 72,258,614 Profit before expenses 562,060,840 511,620,525 64,600,556 91,961,540 Selling expenses (419,317,700) (409,426,003) (34,308,843) (39,268,767) Administrative expenses (131,139,304) (112,749,874) (46,821,172) (30,407,396) (7,594,920) Management benefit expense (6,166,790) (6,166,790) (7,594,920) 14,690,457 Profit (loss) before Share of profit from investments in associated company 5,437,046 (18,150,272) (22,696,249) Share of profit from investments in associated compan 99,783,093 69,941,369 51,791,097 (22,696,249) 14,690,457 Profit (loss) before finance costs and income tax 105,220,139 Finance cost (20,981,355) (21,446,466) (12,601,384) (13,559,831) Profit (loss) before income tax 84,238,784 30,344,631 (35,297,633) 1,130,626 Income tax income (expenses, 20 1,403,854 (5,335,418) 1,924,151 (3,104,930) Profit (loss) for the period 85,642,638 25,009,213 (33,373,482) (1,974,304) Other comprehensive income (loss) Change in fair value of interest rate swap contra 586,472 891,654 586,472 891,654 Available-for-sale investments 0 (2,577,563) 0 (2,577,563) Actuarial gain (losses) 0 337,183 0 337,183 Share of comprehensive income (loss) in associated compan (1,210,116) 2,874,938 A 0 Income tax effect (172,789) (90,503) (117,294) 0 Other comprehensive income (loss) for the period (796,433) 1,435,709 469,178 (1,348,726) Total comprehensive income (loss) for the period 84,846,205 26,444,922 (32,904,304) (3,323,030) Profit (loss) attributable to : Equity holders of the paren 75,880,202 26,372,313 (33,373,482) (1,974,304) Non-controlling interest 9,762,436 (1,363,100) 0 0 85,642,638 25,009,213 (33,373,482) (1,974,304) Total comprehensive income (loss) attributable to : Equity holders of the paren 75,083,769 27,808,022 (32,904,304) (3,323,030) Non-controlling interest 9,762,436 (1,363,100) 0 0 84,846,205 26,444,922 (32,904,304) (3,323,030) Basic earnings (loss) per share

(Baht)

0.1572

0.0546

(0.0692)

(0.0041)

Notes to financial statements are an integral part of these statemen

Profit (loss) of shareholders' equity-parent compar

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

#### STATEMENTS OF COMPREHENSIVE INCOME

#### For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

**Consolidated Financial Statements** Separate Financial Statements Note Sep. 30, 2014 Sep. 30, 2013 Sep. 30, 2014 Sep. 30, 2013 Revenues from the sales of goods and the rendering of service 17 4,333,343,111 4,113,828,505 1,709,924,048 1,756,986,169 Cost of the sales of goods and the rendering of service 3,021,957,817 3,014,913,671 1,616,891,745 1,687,220,729 69,765,440 Gross profit 1,311,385,294 1,098,914,834 93,032,303 18 Other incomes 290,976,557 195,455,704 92,626,351 156,956,910 Profit before expenses 1,602,361,851 1,294,370,538 185,658,654 226,722,350 Selling expenses (1,209,519,187) (928,041,303) (103,241,651) (120,255,726) Administrative expenses (330,374,135) (331,289,074) (106,714,834) (95,734,345) (19,939,610) Management benefit expense (22,121,553) (19,939,610) (22,121,553) (11,389,274) Profit (loss) before Share of profit from investments in associated company 42,528,919 12,918,608 (44,237,441) Share of profit from investments in associated compan 160,883,194 214,484,324 (44,237,441) (11,389,274) Profit (loss) before finance costs and income tax 203,412,113 227,402,932 Finance cost (64,996,957) (67,939,835) (40,119,497) (42,499,583) Profit (loss) before income tax 138,415,156 159,463,097 (84,356,938) (53,888,857) Income tax income (expenses, 20 (14,971,268) (6,053,013) (5,974,027) (581,112) Profit (loss) for the period 123,443,888 153,410,084 (90,330,965) (54,469,969) Other comprehensive income (loss) Change in fair value of interest rate swap contra 1,037,628 (6,423,709) 1,037,628 (6,423,709) (517,791) Available-for-sale investments (3,242,243) (517,791) (3,242,243) Exchange differences on translation of financial statements in foreign currer 0 (1,523,236) 0 0 (9,808,276) 1,933,191 (3,812,523) 1,933,191 Actuarial gain (losses, Share of comprehensive income (loss) in associated compan (13,868,761) 7,558,360 0 0 Income tax effect 1,457,971 (78,095) 658,538 0 Other comprehensive income (loss) for the period (21,699,229) (1,775,732) (7,732,761) (2,634,148) 151,634,352 101.744.659 Total comprehensive income (loss) for the period (92,965,113) (62,202,730) Profit (loss) attributable to : Equity holders of the paren 91,715,760 135,648,584 (90,330,965) (54,469,969) Non-controlling interest 31,728,128 17,761,500 0 0 123,443,888 153,410,084 (90,330,965) (54,469,969) Total comprehensive income (loss) attributable to : Equity holders of the paren 71,985,546 133,872,852 (92,965,113) (62,202,730) Non-controlling interest 29,759,113 17,761,500 0 0 101,744,659 151,634,352 (92,965,113) (62,202,730) Basic earnings (loss) per share 0.1901 Profit (loss) of shareholders' equity-parent compar (Baht) 0.2811 (0.1872) (0.1129)

Notes to financial statements are an integral part of these statemen

#### STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONSOLIDATED FINANCIAL STATEMENTS)

#### For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

Unit : Baht

						Equity holders	of the parent							
			Change in the interes	t				0	ther components of eq	uity				
		Non-controlling interest	in subsidiary of the					Other compr	ehensive income					
		in subsidiary of the	associated company	Capital reserve for					Exchanges difference	5				
	Issued and	associated company	which not resulted	share-based payment	Retainea	earnings	Fair value of		on translation of	Share of	Total other			
	paid-up	acquired at price lower	in loss of control	transactions of	Appropriated	Unappropriated	interest rate	Available-for-sale	financial statement	comprehensive income	components of	Total equity holders	Non-controlling	
	share capital	then book value	of the associate	the associate	Legal reserve		swap contract	investments	in foreign currencies	in associate	equity	of the parent	Interest	Total
Balance as at January 1, 2013	482,579,640	1,517,573	3,139,507	3,196,988	50,000,000	1,706,647,845	2,984,649	5,030,466	1,523,236	(44,891,914)	(35,353,563)	2,211,727,990	427,658,587	2,639,386,577
Share-based payment transactions of the associated compan	0	0	0	1,752,226	0	0	0	0	0	0	0	1,752,226	0	1,752,226
Total comprehensive income for the period of 9 months														
January 1, -September 30, 201:	0	0	0	0	0	135,648,584	(5,138,967)	(2,593,794)	(1,523,236)	7,480,265	(1,775,732)	133,872,852	17,761,500	151,634,352
Balance as at September 30, 2013	482,579,640	1,517,573	3,139,507	4,949,214	50,000,000	1,842,296,429	(2,154,318)	2,436,672	0	(37,411,649)	(37,129,295)	2,347,353,068	445,420,087	2,792,773,155
Balance as at January 1, 2014	482,579,640	1,517,573	3,139,507	5,656,439	50,000,000	1,821,062,834	(2,792,759)	414,232	0	(14,230,609)	(16,609,136)	2,347,346,857	460,629,703	2,807,976,560
Change in the interest in subsidiary of the associated company														
which not resulted in loss of control of the associat	0	(6,790)	(77,847,256)	) 0	0	0	0	0	0	0	0	(77,854,046)	0	(77,854,046)
Share-based payment transactions of the associated compan	0	0	0	2,601,122	0	0	0	0	0	0	0	2,601,122	0	2,601,122
Dividend paid	0	0	0	0	0	0	0	0	0	0	0	0	(9,804,000)	(9,804,000)
Total comprehensive income for the period of 9 months														
January 1, -September 30, 2014	0	0	0	0	0	91,715,760	830,102	(414,232)	0	(13,980,585)	(13,564,715)	78,151,045	31,728,129	109,879,174
Actuarial gain (losses)	0	0	0	0	0	(6,165,499)	0	0	0	0	0	(6,165,499)	(1,969,015)	(8,134,514)
Balance as at September 30, 2014	482,579,640	1,510,783	(74,707,749)	8,257,561	50,000,000	1,906,613,095	(1,962,657)	0	0	(28,211,194)	(30,173,851)	2,344,079,479	480,584,817	2,824,664,296

Notes to financial statements are an integral part of these statement

5

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

# For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

#### Unit : Baht

				Other	components of e	quity	
	Issued and	Retained	earnings	Othe comprehen	sive income		
	paid-up	Appropriated	Unappropriated	air value of interest rat	Available-for-sale	e Total other	
	share capital	Legal reserve		swap contract	investments	components of equity	Total
Balance as at January 1, 2013	482,579,640	50,000,000	1,131,729,293	2,984,649	5,030,466	8,015,115	1,672,324,048
Total comprehensive income for the period of 9 montl							
January 1, -September 30, 201.	0	0	(54,469,969)	(5,138,967)	(2,593,794)	(7,732,761)	(62,202,730)
Balance as at September 30, 2013	482,579,640	50,000,000	1,077,259,324	(2,154,318)	2,436,672	282,354	1,610,121,318
Balance as at January 1, 2014	482,579,640	50,000,000	1,055,583,749	(2,792,759)	414,232	(2,378,527)	1,585,784,862
Total comprehensive income for the period of 9 montl							
January 1, -September 30, 201	0	0	(90,330,965)	830,102	(414,232)	415,870	(89,915,095)
Actuarial gain (losses,	0	0	(3,050,018)	0	0	0	(3,050,018)
Balance as at September 30, 2014	482,579,640	50,000,000	962,202,766	(1,962,657)	0	(1,962,657)	1,492,819,749

### STATEMENTS OF CASH FLOWS

### For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

		Consolidated Fina	ncial Statements	Separate Financ	Unit : Baht ial Statements
	Note	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013
Cash flows from operating activities :					
Profit (loss) before income tax		138,415,156	159,463,097	(84,356,938)	(53,888,857)
Adjustments to reconcile profit before income tax to net cas					
provided by operating activities					
Depreciation and amortizatio		186,004,055	174,536,294	98,774,214	87,228,838
Prepaid income tax -written of		(1,318,497)	0	0	0
Loss on expired goods (reversal,		1,075,205	(43,280,163)	(2,039,053)	(27,208,083)
(Gain) Loss on decline in value of inventorie		(6,369,977)	9,283,857	(6,369,977)	9,283,857
(Gain) loss on exchange rat		(12,922,414)	7,968,947	(8,382,900)	8,702,475
Gain from liquidation of subsidiar		0	(1,523,236)	0	(705,933)
Gain on sales of available-for-sale investment		(4,770,430)	(10,067,850)	(4,770,430)	(10,067,850)
(Gain) loss on sales of fixed assets and writting of		1,864,031	(164,099)	(148,946)	(1,138,818)
Employee benefit expenses		6,144,891	4,368,420	3,963,681	3,151,080
Dividend income		0	0	(9,803,998)	(37,113,166)
Share of profit from investments in associated compan		(160,883,194)	(214,484,324)	0	0
Change in fair value of forward exchange contrac		(724,237)	12,352,645	(310,670)	9,720,093
Interest income		(92,461)	(95,103)	(1,200,341)	(1,104,192)
Interest expenses		64,996,957	67,487,275	40,119,497	42,365,654
		211,419,085	165,845,760	25,474,139	29,225,098
Change in operating assets and liabilitie					
(Increase) decrease in asset					
Trade and other receivable		112,233,555	109,137,855	8,053,676	20,872,831
Inventories		306,225,023	152,860,783	355,909,274	237,562,594
Other current asset		(2,244,100)	(4,408,145)	4,927,241	1,859,768
Deposits and guarantee		(454,763)	(1,336,930)	0	(183,000)
Other non-current asset		761,722	540,630	201,938	201,937
Increase (decrease) in liabilitie					
Trade and other payable		(124,264,856)	38,043,827	(18,833,984)	(36,441,577)
Other current liabilitie		8,189,742	(5,136,056)	1,134,664	(6,546,121)
Employee benefit obligations		(17,089,867)	(656,710)	(17,089,867)	(141,390)
Cash generated from operation		494,775,541	454,891,014	359,777,081	246,410,140
Interest paid		(66,751,467)	(71,394,764)	(41,418,703)	(44,021,885)
Income taxes paid		(3,419,083)	(8,231,326)	(1,665,266)	(1,841,407)
Net cash provided by operating activities		424,604,991	375,264,924	316,693,112	200,546,848

#### STATEMENTS OF CASH FLOWS (CONTINUED)

#### For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

Unit : Baht **Consolidated Financial Statements** Separate Financial Statements Note Jun. 30, 2014 Jun. 30, 2013 Jun. 30, 2014 Jun. 30, 2013 Cash flows from investing activities : Increase in current investment (78,548) (88,580) 0 0 Increase in short-term loans to related partie 0 0 8,000,000 (15,500,000) 4,972,921 Sales of Available-for-sale investment 10,211,150 4,972,921 10,211,150 Sales of fixed assets 2,205,480 5,064,073 1,418,754 1,432,853 Purchases of fixed asset: (235,836,308) (137,668,555) (160,690,368) (84,812,045) Payment for intangible asset (214,400) (4,225,210) (4,610,109) (170,900) Dividend received 9,803,998 0 37,113,166 37,113,166 Interest received 92,462 95,103 1,200,341 1,104,192 Net cash used in investing activities (228,858,393) (89,883,752) (135,465,254) (54,675,894) Cash flows from financing activities : Increase (decrease) in bank overdraf (4,754,078) (1,503,325) (4,754,078) 0 10,000,000 Increase (decrease) in loans from financial institutio (249,240,023) 30,000,000 95,759,977 Repayment for long - term machinery payabl (5,246,792) (6,945,012) 0 0 Repayment for liabilities under finance leas (3,764,816) (3,977,216) (2,816,588) (2,338,624) 500,000,000 Proceeds from long - term loan. 0 0 0 Repayment for long - term loan. (409,653,846) (309,653,846) (258,500,000) (158,500,000) Dividend paid to non - controlling interest (9,804,000) 0 0 0 Net cash used in financing activities (182,463,555) (292,079,399) (170,310,689) (150,838,624) 67,572 Effect from exchange rate in cash and cash equivaler (43,988) (20,168) 50,289 Increase (decrease) in cash and cash equivalents, net 13,239,055 (6,630,655) 10,897,001 (4,917,381) 36,913,985 46,699,175 Cash and cash equivalents as at January 1, 15,495,930 27,555,705 Cash and cash equivalents as at September 30, 50,153,040 40,068,520 26,392,931 22,638,324

Condensed Notes to the Interim Financial Statements

For the nine-months periods ended September 30, 2014 (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 2012) "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, 2013. 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, 2013.
  - 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.

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (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 :

	Paid – up sl	hare capital	% of investments		
	Reviewed/		Reviewed/		
	Unaudited	Audited	Unaudited	Audited	
Name	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013	
SUBSIDIARIES					
Tipco Biotech Co., Ltd.	50,000,000	50,000,000	99.9988	99.9988	
Tipco F&B Co., Ltd.	600,000,000	600,000,000	50.00	50.00	
Tipco Retail Co., Ltd.	50,000,000	50,000,000	75.50	75.50	
INDIRECT SUBSIDIARIES					
TFB Distribution Co., Ltd.	1,000,000	1,000,000	50	50	
(indirect portion by Tipco F&B Co., Ltd.)					

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

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, 2013 except except that mentioned in notes to the interim financial statements No. 2.6.1

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

- 2. Basis for preparation and presentation of interim financial statements (Continued)
  - 2.6 Notification of applying the Financial Reporting Standards
    - 2.6.1 The Financial Reporting Standards which are effective for accounting periods beginning on or after January 1, 2014 are as follows:

### Accounting Standards

TAS 1 (revised 2012)	Presentation of Financial Statements
TAS 7 (revised 2012)	Statement of Cash Flows
TAS 12 (revised 2012)	Income Taxes
TAS 17 (revised 2012)	Leases
TAS 18 (revised 2012)	Revenue
TAS 19 (revised 2012)	Employee Benefits
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rate
TAS 24 (revised 2012)	Related Party Disclosures
TAS 28 (revised 2012)	Investments in Associates
TAS 31 (revised 2012)	Investments in Joint Venture
TAS 34 (revised 2012)	Interim Financial Reporting
TAS 36 (revised 2012)	Impairment of Assets
TAS 38 (revised 2012)	Intangible assets

### Financial Reporting Standards

TFRS 2 (revised 2012)	Share – Based Payments
TFRS 3 (revised 2012)	Business Combinations
TFRS 5 (revised 2012)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 8 (revised 2012)	Operating Segments

### Financial Reporting Standard Interpretations Committee

TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar
	Liabilities
TFRIC 4	Determining whether an Arrangement contains a Lease
TFRIC 5	Right to Interests arising from Decommissioning, Restoration and
	Environmental Rehabilitation Funds

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

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

#### 2.6 Notifications of applying the Financial Reporting Standards (Continued)

2.6.1 The Financial Reporting Standards which are effective for accounting periods beginning on or after January 1, 2014 are as follow (Continued)

#### Financial Reporting Standard Interpretations Committee

TFRIC 7	Applying the Restatement Approach under TAS 29 Financial Reporting
	in Hyperinflationary Economics
TFRIC 10	Interim Financial Reporting and Impairment
TFRIC 12	Service Concession Arrangements
TFRIC 13	Customer Loyalty Programmes
TFRIC 17	Distributions of Non-cash Assets to Owners
TFRIC 18	Transfers of Assets from Customers

#### **Standard Interpretations Committee**

TSIC 15	Operating Leases-Incentives
TSIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a
	Lease
TSIC 29	Service Concession Arrangements – Disclosure
TSIC 32	Intangible Assets-Web Site Costs

These Financial Reporting Standards will have no material impacts on the financial statements for this accounting period.

2.6.2 The Financial Reporting Standards which are effective for accounting periods beginning on or after January 1, 2016 are as follow :

Financial Reporting Standard (effective beginning on or after January 1, 2016)

TFRS 4 Insurance Contracts

The Company and its subsidiaries would not yet adopt the above standards before the effective date. The management of the Company and subsidiaries are in the process of evaluation the impacts of these accounting standards on the financial statements in the year when they are initially applied.

2.7 Preparation of interim financial statements in conformity with Thai Financial Reporting Standards, 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.

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (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 Marketing Co., Ltd.	Holding and co-directors
Tipco Beverage 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.	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

Condensed Notes to the Interim Financial Statements (Continued) For the nine-months periods ended September 30, 2014 (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 :-

T Locit		Dalet
Unit	:	Bant

				Unit : Baht
	Consolidated Fina	ncial Statements	Separate Finance	cial Statements
	Reviewed/		Reviewed/	
	Unaudited	Audited	Unaudited	Audited
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Balance at the end periods				
Trade receivables				
-Subsidiary company				
Tipco F&B Co., Ltd.			30,184,953	12,993,806
Tipco Retail Co., Ltd.			746,865	888,066
Tipco Biotech Co., Ltd.			20,506	39,362
-Related companies				
Tipco Asphalt PCL.	140,605	1,018,639		
Thai Slurry Seal Co., Ltd.	0	18,724		
Thanomwongse Service Co., Ltd.	73,704	1,076,141		
Rattanajit Co., Ltd.	38,400	42,600		
Siamcontainer Transport Co., Ltd.	0	292,465		
Raycol Asphalt Co., Ltd.	0	118,644		
Tipco Maritime Co., Ltd.	0	52,240		
Thai Bitumen Co., Ltd.	0	136,382		
Bitumen Marine Co., Ltd.	0	1,099		
-Subsidiary companies				
Tipco F&B Co., Ltd.			1,876,759	2,374,235
Tipco Biotech Co., Ltd.			380,967	482,162
Tipco Retail Co., Ltd.			23,531	27,671
TFB Distribution Co., Ltd.			1,859	1,859

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

# 3. Related party transactions (Continued)

T Locit	Baht
Unii	Бапі

	Consolidated Fin	ancial Statements	Separate Finar	icial Statements
	Reviewed/		Reviewed/	
	Unaudited	Audited	Unaudited	Audited
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Balance at the end periods (Continued)				
Other receivables (Continued)				
-Related parties (Continued)				
Tipco Asphalt PCL.	88,287	165,406	88,287	147,750
Tasco Shipping Co., Ltd.	3,210	3,210	0	0
Alpah Maritime Co., Ltd.	1,605	1,605	0	0
Raycol Asphalt Co., Ltd.	5,747	7,352	5,747	5,748
Thai Bitumen Co., Ltd.	0	11,235	0	0
Bitumen Marine Co., Ltd.	1,605	1,605	0	0
Suntory Beverage & Food Limited in Japan	49,206,032	69,515,058	0	0
Suntory Beverage & Food Asia Pte., Ltd.				
In Singapore	14,559	659	0	0
Suntory Beverage & Food (Thailand) Co., Ltd.	28,890	0	0	0
Trade accounts payable				
-Subsidiary company				
Tipco F&B Co., Ltd.			318,421	2,715,719
Tipco Biotech Co., Ltd.			0	4,906,098
TFB Distribution Co., Ltd.			0	140,171
-Related companies				
Tipco Asphalt PCL.	164,698	928,143	82,349	542,017
Thanomwongse Service Co., Ltd.	1,927,383	5,568,549	1,087,451	4,675,387
Siamcontainer Transport Co., Ltd.	88,152	146,789	46,504	111,742
Ruamsapsin Co., Ltd.	1,155,336	0	0	0

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

# 3. Related party transactions (Continued)

Out. Bait				
	Consolidated Fin	ancial Statements	Separate Finar	ncial Statements
	Reviewed/		Reviewed/	
	Unaudited	Audited	Unaudited	Audited
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Balance at the end periods (Continued)				
Other payables				
-Subsidiary company				
Tipco Biotech Co., Ltd.			1,149	0
-Related parties				
Tipco Asphalt PCL.	0	558,551	0	558,551
Thanomwongse Service Co., Ltd.	153,654	529,375	51,177	270,499
Suntory Beverage & Food Limited in Japan	376,754	376,754	0	0
Loans to Subsidiary companies				
-Subsidiary companies				
Tipco Biotech Co., Ltd.				
Balance brought forward			51,000,000	31,500,000
Increase in loans receivable in the period			6,501,020	31,700,000
Repayment of loans receivable in the period			14,501,020	12,200,000
Balance carried forward			43,000,000	51,000,000

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 3. Related party transactions (Continued)

The related party transactions with related companies for each of the three-month periods ended September 30, 2014 and 2013 consist of.

				Unit : Baht
	Consolidated Fin	ancial Statements	Separate Financial Statements	
	Reviewed/	Reviewed/	Reviewed/	Reviewed/
	Unaudited	Unaudited	Unaudited	Unaudited
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013
Revenues and expenses for the periods				
Sales				
-Subsidiary companies			80,014,467	55,567,800
-Related companies	385,683	576,658		
Rental income				
-Subsidiary companies			408,413	387,250
Interest income				
-Subsidiary companies			355,988	591,993
Other income				
-Subsidiary companies			18,399,681	17,603,367
-Related companies	48,029,848	61,180,170	99,522	9,362
Purchase				
-Subsidiary companies			3,801,203	32,148,186
Rental and services expenses				
-Related companies	9,167,843	2,786,348	3,247,578	83,013
Marketing support expenses				
-Subsidiary companies			14,859,077	14,104,861
Other expenses				
-Related companies	0	1,413,301		

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 3. Related party transactions (Continued)

The related party transactions with related companies for each of the nine-month periods ended September 30, 2014 and 2013 consist of.

	Consolidated Fin	ancial Statements	Separate Finar	cial Statements
	Reviewed/	Reviewed/	Reviewed/	Reviewed/
	Unaudited	Unaudited	Unaudited	Unaudited
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013
Revenues and expenses for the periods				
Sales				
-Subsidiary companies			195,722,967	160,145,929
-Related companies	1,183,745	3,468,386		
Rental income				
-Subsidiary companies			1,170,821	2,004,860
Interest income				
-Subsidiary companies			1,199,276	1,100,493
Devidend income				
-Subsidiary companies			9,803,998	
-Related companies				37,113,166
Other income				
-Subsidiary companies			51,695,603	51,358,781
-Related companies	177,372,883	65,412,948	99,522	398,931
Purchases				
-Subsidiary company			20,438,354	74,148,186
-Related companies	0	0	0	1,139,400
Rental and services expenses				
-Related companies	30,274,366	16,412,407	10,796,739	7,460,856
Marketing support expenses				
-Subsidiary companies	0	0	42,129,344	39,645,460
Other expenses				
-Related companies	0	1,768,943	0	0

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 4. Trade and other receivables

	Consolidated Financial Statements		Separate Financ	ial Statements
	Reviewed/		Reviewed/	
	Unaudited	Audited	Unaudited	Audited
Consist of :	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Trade receivables				
- Domestic	340,344,572	439,228,614	11,158,478	32,971,660
- Foreign	137,073,647	162,155,004	83,035,439	134,678,866
- Related parties	252,709	2,756,934	30,952,324	13,921,234
	477,670,928	604,140,552	125,146,241	181,571,760
Less Allowance for doubtful accounts	(6,548,703)	(6,548,703)	(6,548,703)	(6,548,703)
Total trade receivables	471,122,225	597,591,849	118,597,538	175,023,057
Other receivables				
- Other receivables - others	36,733,845	67,578,799	4,061,498	11,567,713
- Other receivables - related parties	49,349,935	69,706,130	2,377,150	3,039,425
- Prepaid expenses	82,004,146	18,974,416	65,217,575	7,704,251
- Advance to employees	522,477	758,667	175,828	54,304
- Accrued income	4,281,170	5,036,832	13,197	53,664
Total other receivables	172,891,573	162,054,844	71,845,248	22,419,357
Total	644,013,798	759,646,693	190,442,786	197,442,414

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 4. Trade and other receivables (Continued)

Aging schedule as at September 30, 2014 (Reviewed/Unaudited)

Unit : Baht

	Consolidated Financial Statements	Separate Financial Statements
Within credit terms	418,917,666	100,565,578
Overdue 1-90 Days	44,499,863	16,932,618
Overdue 91-180 Days	7,362,936	1,099,343
Overdue 181-270 Days	148,762	0
Overdue 271-360 Days	132,491	0
Overdue 360 Days	6,609,210	6,548,702
Total	477,670,928	125,146,241

Aging schedule as at December 31, 2013 (Audited)

Unit : Baht

	Consolidated Financial Statements	Separate Financial Statements
Within credit terms	415,847,846	128,275,011
Overdue 1-90 Days	176,120,196	41,337,811
Overdue 91-180 Days	148,266	0
Overdue 181-270 Days	1,966	0
Overdue 271-360 Days	0	0
Overdue 360 Days	12,022,278	11,958,938
Total	604,140,552	181,571,760

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

As at September 30, 2014 and December 31, 2013 represent loans to Tipco Biotech Co., Ltd. in the form of promissory notes. The interest rate at 3.25% p.a. and 3.75% p.a. respectively.

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 6. Inventories

Unit : Baht

	Consolidated Fin	ancial Statements	Separate Finan	cial Statements
	Reviewed/		Reviewed/	
Consist of :	Unaudited	Audited	Unaudited	Audited
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Finished goods	486,077,100	738,081,528	242,464,859	521,702,536
Work in process	96,353,671	145,504,361	24,464,096	44,994,260
Raw materials	429,837,037	437,963,218	151,463,258	209,363,264
Spare parts and factory supplies	46,843,316	45,905,023	23,010,628	24,102,238
	1,059,111,124	1,367,454,130	441,402,841	800,162,298
Less Allowance for declining				
in value of inventories	(1,602,643)	(7,972,619)	(1,602,643)	(7,972,619)
Allowance for obsolete stock	(24,745,270)	(23,670,066)	(20,943,056)	(22,982,110)
	1,032,763,211	1,335,811,445	418,857,142	769,207,569
Goods in transit	5,784,622	4,649,810	3,896,974	1,811,108
Total	1,038,547,833	1,340,461,255	422,754,116	771,018,677

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

		Unit : Baht
	Reviewed/	
	Unaudited	Audited
	Sep. 30, 2014	Dec. 31, 2013
Opening cost amount	720,282	345,792
Additions	0	0
Disposals	(720,282)	(143,300)
Closing cost amount	0	202,492
Changes in fair value	0	517,790
Closing net book amount	0	720,282

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.

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (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

			Consolidated Financial Statements					
			Paid-up share capital		%		Investments (Equity method)	
Name	Business	Relationship	Reviewed/		Reviewed/		Reviewed/	
			Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
			Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Subsidiary companies								
TIPCO F&B COMPANY LIMITED	Manufacturer of Fruit Juice	Shareholder	600,000	600,000	50.00	50.00	462,683	441,917
TIPCO RETAIL COMPANY LIMITED	Retail of Foods and Beverage	Shareholder	50,000	50,000	75.50	75.50	18,038	23,343
TIPCO BIOTECH COMPANY LIMITED	Pharmaceutical ingredients	Shareholder	36,800	36,800	99.99	99.99	142,216	139,999
Total							622,937	605,259
Less Eliminated intragroup transactions							(622,937)	(605,259)
							0	0
Associated company								
TIPCO ASPHALT PUBLIC COMPANY LIMITED	Manufacturer of Asphalt	Shareholder	1,532,336	1,525,809	24.2200	24.3236	1,346,623	1,274,973

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (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

				Separate Financial Statements						
			Paid-up sh	are capital	c	%	Investments (	Cost method)	Dividend	received
Name	Business	Relationship	Reviewed/		Reviewed/		Reviewed/		Reviewed/	Reviewed/
			Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Unaudited
			Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Sep. 30, 2013
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	0
TIPCO RETAIL COMPANY LIMITED	Retail of Foods and Beverage	Shareholder	50,000	50,000	51.00	51.00	25,500	25,500	0	0
TIPCO BIOTECH COMPANY LIMITED	Pharmaceutical ingredients	Shareholder	36,800	36,800	99.99	99.99	160,787	160,787	0	0
							465,337	465,337	9,804	0
Associated company										
TIPCO ASPHALT PUBLIC COMPANY										
LIMITED	Manufacturer of Asphalt	Shareholder	1,532,336	1,525,809	24.2200	24.3236	647,110	647,110	0	37,113
							1,112,447	1,112,447	9,804	37,113

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 8. Investments in subsidiaries and associated companies (Continued)

The financial statements of associated company, named Tipco Asphalt PCL. as at September 30, 2014 and December 31, 2013 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 : Baht

		Chit . Bant	
	Consolidated Financial Statements		
	Reviewed/		
Consist of :	Unaudited	Audited	
	Sep. 30, 2014	Dec. 31, 2013	
Investment in associated company	1,346,622,622	1,274,972,938	
Percentage of total assets in consolidation	22.86	20.70	
	Reviewed/	Reviewed/	
	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	
Equity in profit for the periods of associated company			
For the periods of 3 months, July 1 – September 30	99,783,093	69,941,369	
Percentage of total revenues in consolidation	5.97	4.36	
Equity in profit for the periods of associated company			
For the periods of 9 months, January 1 – September 30	160,883,194	214,484,324	
Percentage of total revenues in consolidation	3.36	4.74	

The financial statements of associated company are as follows :

Unit : Thousand Baht

	Consolidated Financial Statements		
	Reviewed/		
Consist of :	Unaudited	Audited	
	Sep. 30, 2014	Dec. 31, 2013	
Total assets	18,260,512	20,273,519	
Total liabilities	12,472,622	14,382,582	
	Reviewed/	Reviewed/	
	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	
For the periods of 3 months, July 1 – September 30			
Total revenues	11,532,009	8,876,385	
Profit for the period	403,577	284,323	
For the periods of 9 months, January 1 – September 30			
Total revenues	35,215,372	25,397,313	
Profit for the period	670,823	899,302	

#### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

#### 9. Property, plant and equipment

Consist of :

Consolidated Financial Statements Separate Financial Statements Increase (Decrease) in the period Reviewed / Increase (Decrease) in the period Reviewed / Audited Unaudited Audited Unaudited Purchases Disposal Transfer Purchases Disposal Transfer Dec. 31, 2013 Dec. 31, 2013 Sep. 30, 2014 Sep. 30, 2014 Cost of assets Land-original cost 286,731,469 7,269,561 0 950,000 294,951,030 165,588,486 7,269,561 0 950,000 173,808,047 Land development 58,057,992 58,057,992 54,589,902 0 54,589,902 0 0 0 0 0 (30,575,300) 50,069,101 1,160,128,370 205,500 32,658,900 650,793,203 Building and complement 1,140,379,069 255,500 617,928,803 0 (8,522,128)81,000 (6,894,917) Machinery and equipment 2,716,935,267 1,143,115 240,005,610 2,949,561,864 1,334,663,720 183,788,078 1,511,637,881 8,129,068 (12,804,705)9,553,455 310,004,108 1,914,010 (4, 393, 703)2,943,337 130,417,865 Tools and equipment 305,126,290 129,954,221 3,794,171 86,957,058 390,596 51,657,722 89,554,118 1,576,470 (7,967,701)52,760,077 717,712 (2,210,663)Furniture and office equipment 33,181,235 Vehicles 49,643,256 49,905,873 33,181,235 0 0 262,617 0 0 0 (13,499,283) 4,646,427,461 18,373,714 (59,869,834)304,634,954 4,909,566,295 2,388,666,444 10,187,783 220,730,911 2,606,085,855 Total Accumulated depreciation 28,640,579 Land-original cost 29,198,887 2,987,398 0 0 32,186,285 2,809,730 0 0 31,450,309 40,341,507 (29,566,113) 525,502,330 365,002,211 22,616,483 0 0 387,618,694 Land development 514,726,936 0 Building and complement 1,279,103,259 100,876,688 (8,115,653) 0 1,371,864,294 919,681,337 55,755,252 (6,784,268)0 968,652,321 216,348,862 93,123,701 Machinery and equipment 198,936,055 28,265,341 (10,852,534)0 86,092,534 10,348,801 (3,317,634)0 6,795,697 62,821,416 3,394,631 (2,127,573) 39,956,619 Tools and equipment 63,740,497 (7,714,778)0 38,689,561 0 2,639,961 (2, 427)41,785,774 1,375,897 0 0 29,212,030 Furniture and office equipment 39,148,240 0 27,836,133 181,906,592 (56,251,505) 2,250,508,961 (12, 229, 475)0 1,550,013,674 Total 2,124,853,874 0 1,465,942,355 96,300,794 922,724,089 2,521,573,587 2,659,057,334 1,056,072,181 (35,292,089) (35, 292, 089)(15,088,095) (15,088,095)Less Impairment of assets 2,486,281,498 2,623,765,245 907,635,994 1,040,984,086 125,808,508 (171, 724, 701)73,254,811 40,940,531 (83, 898, 434)8,403,615 Assets in transit and in progress 119,171,004 0 51,361,518 0 29,059,228 126,852,928 (155, 912, 156)0 27,022,738 117,061,643 0 (144,084,381)0 0 Machinery in transit 2,697,020,056 986,020,250 Total property, plant and equipment, net 2,634,511,730 1,049,387,701

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 10. Bank overdrafts and short-term loans from financial institutions

As at September 30, 2014 (Reviewed/Unaudited)

Unit : Baht

Consist of :	Consolidated Fin	ancial Statements	Separate Financial Statements		
	Amount Interest rate at		Amount	Interest rate at	
Bank overdrafts	0	MOR	0	MOR	
Loans from financial institutions :					
-Promissory notes	1,480,000,000	MMR	1,030,000,000	MMR	
-Packing Credit	759,977		759,977		
Total	1,480,759,977		1,030,759,977		

As at December 31, 2013 (Audited)

Consist of :	Consolidated Fina	ancial Statements	Separate Finar	ncial Statements
	Amount Interest rate at		Amount	Interest rate at
Bank overdrafts	4,754,078	MOR	4,754,078	MOR
Loans from financial institutions :				
-Promissory notes	1,730,000,000	MMR	935,000,000	MMR
Total	1,734,754,078		939,754,078	

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 11. Trade and other payables

Unit : Baht

	Consolidated Fina	incial Statements	Separate Finan	cial Statements
	Reviewed/		Reviewed/	
Consist of :	Unaudited	Audited	Unaudited	Audited
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013
Trade payables				
- Others	286,056,777	363,675,117	83,818,101	120,374,871
- Related parties	3,335,569	6,643,481	1,534,725	13,091,134
Total trade payables	289,392,346	370,318,598	85,352,826	133,466,005
Other payables				
- Other payables – others	355,106	377,053	12,305	47,186
- Other payables – related parties	530,408	1,464,680	52,326	829,050
- Accrued expenses	391,312,755	417,118,346	76,289,639	41,127,018
- Advance incomes	14,240,164	19,247,778	11,437,474	15,929,771
- Deposit received for goods	21,828,174	5,760,152	4,490,340	2,657,759
Total other payables	428,266,607	443,968,009	92,282,084	60,590,784
Total	717,658,953	814,286,607	177,634,910	194,056,789

## 12. Long-term liabilities

	Consolidated Fina	ncial Statements	Separate Finance	cial Statements	
	Reviewed/		Reviewed/		
Consist of :	Unaudited	Audited	Unaudited	Audited	
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013	
Long - term loans – Loan agreements	800,038,462	709,692,308	168,500,000	427,000,000	
(Note 12.1)					
Machinery payable (Note 12.2)	616,784	5,863,576	0	0	
Lease contract liabilities (Note 12.3)	5,053,119	8,817,935	4,659,939	7,476,527	
	805,708,365	724,373,819	173,159,939	434,476,527	
Less Current portion of long-term loans	(209,538,462)	(479,538,462)	(78,000,000)	(278,000,000)	
Current portion of machinery payable	(616,784)	(5,863,576)	0	0	
Current portion of lease contract liabilities	(3,584,064)	(4,687,980)	(3,190,884)	(3,621,798)	
Net	591,969,055	234,283,801	91,969,055	152,854,729	

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued) For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

#### 12. Long-term liabilities (Continued)

#### 12.1 Loan agreements

12.1.1 As at September 14,2011, the Company entered into the Loan Agreement with a financial institution for long term-loan facilities in the amount of Baht 300 million for using as working capital. The term of repayment will be within 3 years, the interest rate referenced to THBFIX

12.1.2 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 September 30, 2014 and December 31, 2013, the notional amount of Baht 168.50 million and Baht 227 million was outstanding respectively. The notional amount reduces on a quarterly basis in accordance with the long – term loan repayment schedule.

12.1.3 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 will be in August 2012. The interest rate referenced to BIBOR.

12.1.4 As at February 19, 2008, Tipco F&B Co., Ltd. entered into the Facility Agreements for long termloan facilities in the amount of Baht 700 million for repaying the refinanced debt and for purchasing machinery. The term of repayment will be quarterly, the interest rate referenced to BIBOR. The first repayment was in May 2010.

12.1.5 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 and payable after 15 month grace period end since fully draw down (July 25, 2014). The loan principal is repayable in 24 quarterly installments, every three months, 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 criterias.

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

- 12. Long-term liabilities (Continued)
  - 12.2 Machinery payable

The subsidiary entered into the purchase of machinery agreement by installment, the terms of payment will be quarterly, the first repayment was in 2009 and the last payment will be in 2014.

### 12.3 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 2015.

#### 13. Employee benefit obligations

Movement in the present value of the employee benefit obligations

**Consolidated Financial Statements** Separate Financial Statements Reviewed/ Reviewed/ Consist of : Unaudited Audited Unaudited Audited Sep. 30, 2014 Dec. 31, 2013 Sep. 30, 2014 Dec. 31, 2013 Defined benefit obligations as at the beginning of the period 39,028,205 34,356,758 31,503,833 27,940,192 Current service costs 4,586,970 3,994,500 2,843,091 2,703,765 Interest costs 1,557,920 1,830,057 1,120,590 1,497,666 Benefits paid by the plan (17,089,867) (1, 153, 110)(17,089,867)(637,790) Actuarial (gains) losses 9,808,276 0 3,812,523 0 Defined benefit obligations as at the ending of the period 37,891,504 39,028,205 22,190,170 31,503,833

Unit	:	Baht

	Consolidated Fina	ancial Statements	Separate Financial Statements		
	Reviewed/	Reviewed/	Reviewed/	Reviewed/	
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013	
Expenses recognized in profit or loss					
Current service cost	4,586,970	2,995,875	2,843,091	2,027,826	
Interest cost	1,557,920	1,372,545	1,120,590	1,123,254	
Total	6,144,890	4,368,420	3,963,681	3,151,080	

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 13. Employee benefit obligations (Continued)

Principal actuarial assumptions at the reporting date

% per annual

	Consolidated and Separate		
	Financial Statements		
	Reviewed/		
Consist of :	Unaudited	Audited	
	Sep. 30, 2014	Dec. 31, 2013	
Discount rate	4.30	4.10	
Future salary increase	3.00 - 5.00	3.00 - 5.00	

### 14. 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 :

Omt. Dan						
	Consolidate	ed Financial	Separate Financial Statements			
	Stater	ments				
	Reviewed/		Reviewed/			
Consist of :	Unaudited	Audited	Unaudited	Audited		
	Sep. 30, 2014	Dec. 31, 2013	Sep. 30, 2014	Dec. 31, 2013		
The exchange forward contract – Sold (USD)	4,744,128	5,025,012	3,740,808	4,547,593		
The exchange forward contract – Sold (EUR)	0	0	0	0		
The exchange forward contract – Bought (USD)	152,296	284,916	0	0		
The exchange forward contract – Bought (EUR)	0	988,260	0	988,260		
The exchange forward contract – Bought (JPY)	8,850,000	0	0	0		
The call option contract (USD)	0	2,000,000	0	0		
The put option contract (USD)	0	1,000,000	0	1,000,000		

Condensed Notes to the Interim Financial Statements (Continued) For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 15. Equity

15.1 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.

### 15.2 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.

### 16. Share of comprehensive income in associated company

Unit : Baht

		enit : Bant
	Reviewed/	Audited
	Unaudited	Dec. 31, 2013
	Sep. 30, 2014	(Restated)
Currency translation differences	(27,771,117)	(13,342,956)
Surplus on change in fair value of interest rate swap contract	(440,077)	(887,653)
Total	(28,211,194)	(14,230,609)

#### 17. Revenues from the sale of goods and the rendering of services

	Consolidated Fin	ancial Statements	Separate Financial Statements		
	Reviewed/	Reviewed/	Reviewed/	Reviewed/	
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013	
Revenues from the sale of goods	4,333,343,111	4,110,917,351	1,708,898,304	1,751,901,973	
Revenues from the rendering of services	0	2,911,154	1,025,744	5,084,196	
Total	4,333,343,111	4,113,828,505	1,709,924,048	1,756,986,169	

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 18. Other incomes

the three-month periods ended September 30, 2014 and 2013 consisted of :-

	Consolidated Fin	ancial Statements	Separate Financial Statements		
	Reviewed/	Reviewed/	Reviewed/	Reviewed/	
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013	
Devidend income	0	0	0	37,113,166	
Management fees income	0	0	3,456,281	2,769,052	
Royalty income	0	0	14,859,077	14,104,861	
Marketing support income	70,760,140	84,715,176	0	0	
Sale scraps income	1,149,079	1,998,038	358,462	579,163	
Gain on exchange rate	4,894,542	2,034,357	3,573,793	1,303,001	
Reversal of loss on expired goods	0	13,586,863	0	7,766,720	
Interest income	38,368	45,702	358,190	400,724	
Others	7,001,220	11,611,837	2,869,497	8,221,927	
Total	83,843,349	113,991,973	25,475,300	72,258,614	

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 18. Other incomes (Continued)

the nine-month periods ended September 30, 2014 and 2013 consisted of :-

				Unit : Baht	
	Consolidated Fin	ancial Statements	Separate Financial Statements		
	Reviewed/	Reviewed/	Reviewed/	Reviewed/	
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013	
Dividend income	0	0	9,803,998	37,113,166	
Management fees income	0	0	9,069,103	10,848,113	
Royalty income	0	0	42,129,344	39,645,460	
Marketing support income	244,576,173	105,718,837	0	0	
Sale scraps income	3,566,461	5,805,059	1,583,777	2,366,891	
Gain on sells of investments	4,770,430	10,067,850	4,770,430	10,067,850	
Gain on exchange rate	11,441,027	0	7,619,258	5,746,123	
Reversal of loss on expired goods	0	43,280,163	2,039,053	27,208,083	
Interest income	92,461	95,103	1,200,341	1,104,192	
Others	26,530,005	30,488,692	14,411,047	22,857,032	
Total	290,976,557	195,455,704	92,626,351	156,956,910	

### 19. Classification of expenses by nature

Significant expenses by nature are as follow:

	Consolidated Fin	ancial Statements	Separate Financial Statements			
	Reviewed/	Reviewed/	Reviewed/	Reviewed/		
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited		
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013		
Employee expenses	497,899,740	527,392,506	268,557,252	308,296,748		
Depreciation	181,656,512	172,174,193	96,300,795	86,030,411		
Amortization	3,766,560	1,539,174	2,475,969	786,750		
Finance costs	65,571,205	67,939,835	40,119,497	42,499,583		
Cost of production and service	2,091,335,590	2,194,823,003	1,047,306,516	1,152,691,936		
(Excluded cost of employees and						
depreciation)						

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 20. 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 September 30, 2014 and 2013 are made up as follows:

Unit . Dail					
	Consolidated Fin	ancial Statements	Separate Financial Statements		
	Reviewed/	Reviewed/	Reviewed/	Reviewed/	
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013	
Current income tax :					
Current income tax expenses					
Deferred tax :	7,730,461	2,869,311	0	0	
Relating to origination and reversal					
of temporary differences	7,240,807	3,183,702	5,974,027	581,112	
Income tax expense reported in the					
statement of comprehensive income	14,971,268	6,053,013	5,974,027	581,112	

The amounts of income tax relating to each component of other comprehensive income for the nine-month periods ended September 30, 2014 and 2013 are as follows:

Unit : Baht

	Consolidated Fin	ancial Statements	Separate Financial Statements		
	Reviewed/	Reviewed/	Reviewed/	Reviewed/	
Consist of :	Unaudited	Unaudited	Unaudited	Unaudited	
	Sep. 30, 2014	Sep. 30, 2013	Sep. 30, 2014	Sep. 30, 2013	
Deferred tax relating to change in fair					
value of interest rate swap contract	103,558	648,449	103,558	648,449	
Deferred tax relating to change in fair					
value of available-for-sale investments	(207,525)	1,284,742	(207,525)	1,284,742	
	(103,967)	1,933,191	(103,967)	1,933,191	

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 20. Income tax (Continued)

The components of deferred tax assets and deferred tax liabilities as at September 30, 2014 and December 31, 2013 are as follows:

Unit : Bant						
	Consolidated Fin	ancial Statements	Separate Finan	cial Statements		
	Reviewed/	Audited	Reviewed/	Audited		
Consist of :	Unaudited	Dec. 31, 2013	Unaudited	Dec. 31, 2013		
	Sep. 30, 2014		Sep. 30, 2014			
Deferred tax assets						
Allowance for doubtful accounts	10,827,242	11,473,895	1,309,741	1,309,740		
Allowance for loss on decline in value						
of inventories	320,529	1,594,524	320,529	1,594,524		
Allowance for obsolete goods	4,790,148	4,638,003	4,188,611	4,596,422		
Allowance for asset impairment	3,174,326	3,942,779	688,505	847,039		
Employee benefit obligations	7,046,965	7,649,566	4,438,034	6,300,767		
Difference depreciation for tax purpose	1,483,330	1,564,685	1,483,330	1,564,685		
Liabilities under finance lease contracts	1,127,054	1,094,455	1,127,054	1,094,455		
Loss exchange rate forward (MTM)	64,307	2,376,285	62,134	1,405,076		
Others	584,703	743,621	534,706	743,621		
Total	29,418,604	35,077,813	14,152,643	19,456,329		
Deferred tax liabilities						
Fair value of available-for-sale						
investments	0	103,558	0	103,558		
Assets under finance lease contracts	728,581	829,089	728,581	829,089		
Amortization of Trademark	797,500	580,000	797,500	580,000		
Others	0	1,631	0	1,631		
Total	1,526,081	1,514,278	1,526,081	1,514,278		
Deferred tax assets, net	27,892,523	33,563,535	12,626,562	17,942,051		

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

21. 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 : Baht

#### **Consolidated Financial Statements**

For the	he period	s of 3 mont	hs, July I	l – Septem	ber 30, 2014
---------	-----------	-------------	------------	------------	--------------

		-		- /	
		Segment			
	Products of	Beverage	Others	Eliminated	Total
	vegetable & fruit				
Revenues from sales of goods	502,814,891	1,062,563,485	15,157,079	(92,477,569)	1,488,057,886
Cost of the sales	477,518,681	613,529,884	11,377,542	(92,585,712)	1,009,840,395
Gross profit	25,296,210	449,033,601	3,779,537	108,143	478,217,491
Other incomes					83,843,349
Profit before expenses					562,060,840
Selling expenses					(419,317,700)
Administrative expenses					(131,139,304)
Managements' remuneration					(6,166,790)
Profit before Share of profit from					5,437,046
investments in associated company					
Share of profit from investments in					
associated company					99,783,093
Profit before finance costs					105,220,139
and income tax					
Finance costs					(20,981,355)
Income tax expenses					1,403,854
Profit after tax					85,642,638
Non-controlling interests					(9,762,436)
Profit for the period					75,880,202
Fixed assets	627,959,546	1,918,855,697	66,635,135		2,613,450,378

### TIPCO FOODS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 21. Information on operating segments (Continued)

Business segment information

Unit : Baht

### Consolidated Financial Statements

### For the periods of 9 months, January 1 – September 30, 2014

_	Segment				
	Products of	Beverage	Others	Eliminated	Total
-	vegetable & fruit				
Revenues from sales of goods	1,552,554,902	2,946,720,509	83,580,722	(249,513,022)	4,333,343,111
Cost of the sales	1,480,247,753	1,725,369,734	66,133,821	(249,793,491)	3,021,957,817
Gross profit	72,307,149	1,221,350,775	17,446,901	280,469	1,311,385,294
Other incomes					290,976,557
Profit before expenses					1,602,361,851
Selling expenses					(1,209,519,187)
Administrative expenses					(330,374,135)
Managements' remuneration					(19,939,610)
Profit before Share of profit from					42,528,919
investments in associated company					
Share of profit from investments in					
associated company					160,883,194
Profit before finance costs					203,412,113
and income tax					
Finance costs					(64,996,957)
Income tax expenses					(14,971,268)
Profit after tax					123,443,888
Non-controlling interests					(31,728,128)
Profit for the period					91,715,760
Fixed assets	627,959,546	1,918,855,697	66,635,135		2,613,450,378

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 21. Information on operating segments (Continued)

Unit : Baht

### Consolidated Financial Statements

### For the periods of 3 months, July 1 – September 30, 2013

	Segment				
	Products of	Beverage	Others	Eliminated	Total
	vegetable & fruit				
Revenues from sales of goods	531,397,548	975,557,401	33,429,958	(118,836,642)	1,421,548,265
Cost of the sales	531,438,823	583,897,504	27,910,024	(119,326,638)	1,023,919,713
Gross profit	(41,275)	391,659,897	5,519,934	489,996	397,628,552
Other incomes				_	113,991,973
Profit before expenses					511,620,525
Selling expenses					(409,426,003)
Administrative expenses					(112,749,874)
Managements' remuneration				-	(7,594,920)
Profit before Share of profit from					(18,150,272)
investments in associated company					
Share of profit from investments in					
associated company				-	69,941,369
Profit before finance costs					51,791,097
and income tax					
Finance costs					(21,446,466)
Income tax expenses				-	(5,335,418)
Profit after tax					25,009,213
Non-controlling interests				_	1,363,100
Profit for the period				-	26,372,313
Fixed assets	608,105,305	1,738,059,389	84,233,409	=	2,430,398,103

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 21. Information on operating segments (Continued)

Unit : Baht

### Consolidated Financial Statements

For the periods of 9 months, January 1 - September 30, 2013

	Segment			_	
	Products of	Beverage	Others	Eliminated	Total
	vegetable & fruit				
Revenues from sales of goods	1,603,502,127	2,748,353,567	104,870,096	(342,897,285)	4,113,828,505
Cost of the sales	1,560,215,657	1,706,829,206	91,429,836	(343,561,028)	3,014,913,671
Gross profit	43,286,470	1,041,524,361	13,440,260	663,743	1,098,914,834
Other incomes				-	195,455,704
Profit before expenses					1,294,370,538
Selling expenses					(928,041,303)
Administrative expenses					(331,289,074)
Managements' remuneration					(22,121,553)
Profit before Share of profit from					12,918,608
investments in associated company					
Share of profit from investments in					
associated company				_	214,484,324
Profit before finance costs					227,402,932
and income tax					
Finance costs					(67,939,835)
Income tax expenses				-	(6,053,013)
Profit after tax					153,410,084
Non-controlling interests				-	(17,761,500)
Profit for the period				-	135,648,584
Fixed assets	608,105,305	1,738,059,389	84,233,409	_	2,430,398,103

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

## 21. Information on operating segments (Continued)

	Geograp	hic segment	inform	nation
--	---------	-------------	--------	--------

_	For the periods of 3 months, July 1 – September 30, 2014					
	Sales-export	Sales-Domestic	Eliminated	Total		
Revenues from the sale of goods	570,409,369	1,010,126,086	(92,477,569)	1,488,057,886		
and the rendering of services						
Segment operating profit	47,963,827	430,145,521	108,143	478,217,491		

Unit : Baht

Unit : Baht

	For the periods of 9 months, January 1 – September 30, 2014					
	Sales-export	Sales-Domestic	Eliminated	Total		
Revenues from the sale of goods	1,650,567,698	2,932,288,435	(249,513,022)	4,333,343,111		
and the rendering of services						
Segment operating profit	113,509,534	1,197,595,291	280,469	1,311,385,294		

Unit : Baht

	For the periods of 3 months, July $1 -$ September 30, 2013					
	Sales-export	Sales-Domestic	Eliminated	Total		
Revenues from the sale of goods	491,175,864	1,049,209,043	(118,836,642)	1,421,548,265		
and the rendering of services						
Segment operating profit	29,304,288	367,834,268	489,996	397,628,552		

Unit : Baht

_	For the periods of 9 months, January 1 – September 30, 2013				
	Sales-export	Sales-Domestic	Eliminated	Total	
Revenues from the sale of goods	1,650,617,884	2,806,107,906	(342,897,285)	4,113,828,505	
and the rendering of services					
Segment operating profit	91,674,187	1,006,576,904	663,743	1,098,914,834	

40

Condensed Notes to the Interim Financial Statements (Continued)

For the nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

### 22. 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 September 30, 2014 are as follow:

			Contractual exchange rate		
Foreign currency	Bought contracts	Sold contracts	Bought	Sold	
			(Baht per 1 foreig	n currency unit)	
US Dollar	152,296	4,744,128	32.1864 - 32.6205	32.1056 - 33.0725	
Yen	8,850,000	0	0.3150	0	

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, 2013 are

#### as follow:

			Contractual e	exchange rate
Foreign currency	Bought contracts	Sold contracts	Bought	Sold
			(Baht per 1 forei	gn currency unit)
US Dollar	284,916	5,025,012	32.4450-32.5600	30.0210-32.3900
Euro	988,260	0	44.9900	0
Option contract of the	he Company and its subs	idiary outstanding at 1	December 31, 2013	are as follow:
			Contractual e	exchange rate
Foreign currency	Call option	Put option	Call option	Put option

- 8				
			(Baht per 1 forei	gn currency unit)
US Dollar	2,000,000	1,000,000	30.85	31.00

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 nine-months periods ended September 30, 2014 (Reviewed/Unaudited)

# 23. Commitments

Unit : Baht

		Consolidated Fina	ncial Statements	Separate Financ	ial Statements
		Reviewed/		Reviewed/	
Consist of :		Unaudited	Audited	Unaudited	Audited
		Sep. 30, 2014 Dec. 31, 2013		Sep. 30, 2014	Dec. 31, 2013
Letter of guarantee	(BAHT)	8,811,146	21,112,237	0	11,582,932
Letter of credit	(EUR)	0	192,500	0	192,500

# 24. Approval of financial statements

These interim financial statements were approved for issue on November 13, 2014 by the authorized

directors.

-----