



*DRIVING THAILAND'S
DIGITAL ERA*

ANNUAL REPORT 2013

Introduction



CONSUMERS



ADVERTISERS

MThai GOSSIP
www.mthai.com

MONO
Music

HORO
live

Zaa
NETWORK

ALL U NEED
*336

Hotel5Thailand.com

ดูหนัง
doonung.com

HotelThailand.com

MONO FILM
COMPANY LIMITED

Passionasia
The Ultimate Travel Provider

moon planet
Your Travel Superstore

CAMPUS
Star

candy

M
BOOKSTORE
www.mbookstore.com

A'Lure
CHANNEL

MEDIA AND CONTENT



DIGITAL MEDIA



TRADITIONAL CHANNELS

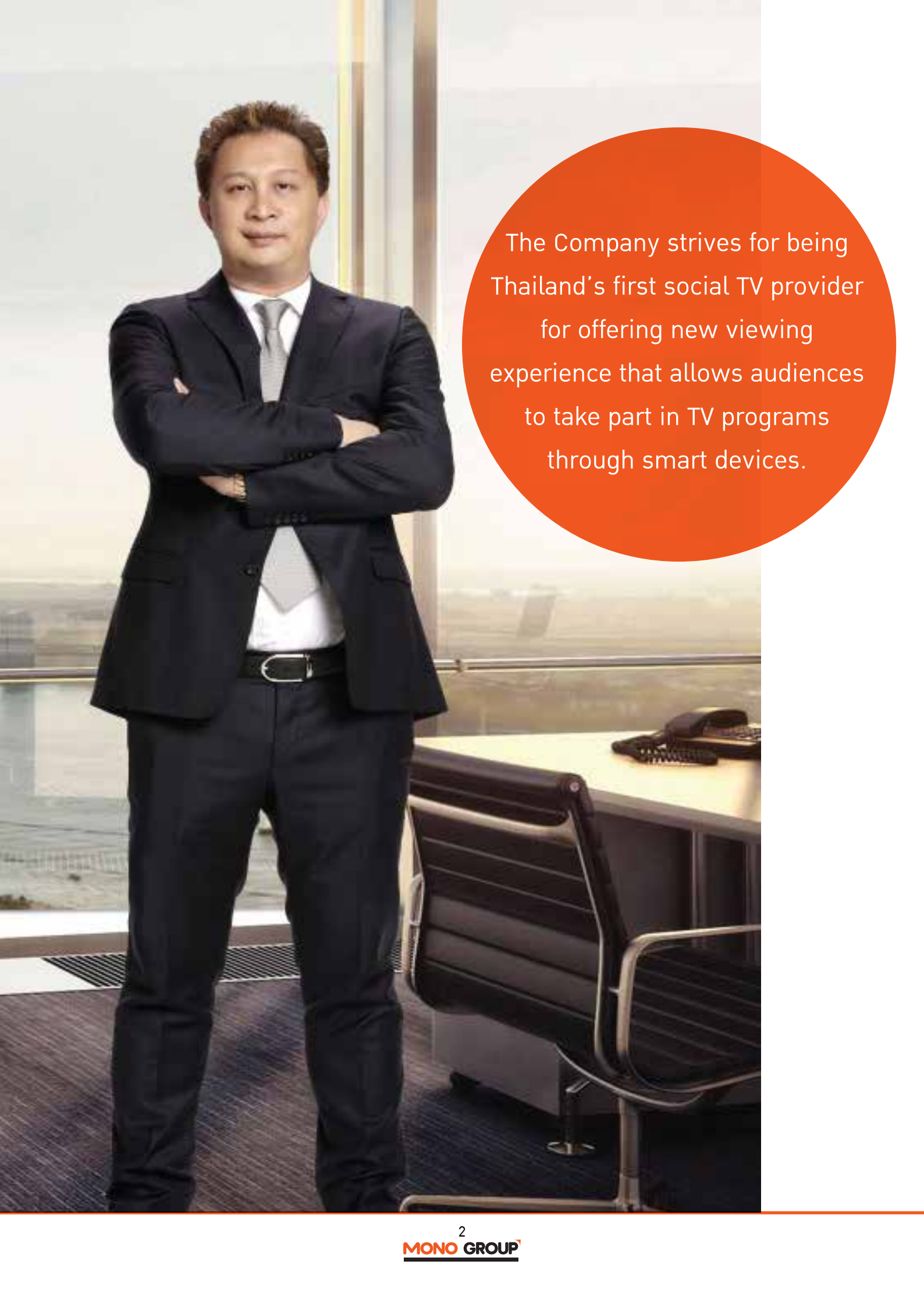
Mono Group is the provider of various types of contents via multiple platforms that can meet different lifestyles of customers and enhance their convenience. With our expertise and profound understanding of consumer behavior for more than a decade, the Company can generate income from selling content directly to customers and advertising space available on our diverse media platforms.

The Annual Report of the year 2013 presents Mono Group's background, nature of business and overall performance in 2013 to all customers, shareholders, investors as well as general public. This Annual Report was arranged according to the requirements of the Securities and Exchange Commission (SEC).

For further information of the Company issuing securities, please refer to Annual Registration Statement (Form 56-1) of the Company on www.sec.or.th and www.mono.co.th.

Contents

	02
Message from Chairman	02
Message from Chief Executive Officer	04
Financial Summary	06
General Information	07
Board of Directors and Top Executives	11
Policy and Business Overview	21
Nature of Business Operation	29
Risk Factors	42
Corporate Social Responsibility	46
Shareholding and Management Structures	51
Corporate Governance	61
Management Discussion and Analysis	86
Related Party Transactions	95
Internal Control and Risk Management	105
Report of Board of Directors' Responsibilities	107
to the Financial Statements	
Report of Audit Committee	108
Independent Auditor's Report	110
Consolidated Financial Statements	112
Notes to Consolidated Financial Statements	121



The Company strives for being
Thailand's first social TV provider
for offering new viewing
experience that allows audiences
to take part in TV programs
through smart devices.



Message from Chairman

To Shareholders,

Mono Technology Public Company Limited has been operating media and content business via multiple media platforms for more than a decade. On June 6, 2013, the Company listed on Market for Alternative Investment (mai) which could be regarded as an important step that marks our successful business operation, enhances our sense of pride as well as promoting overall business growth and further expansion domestically and internationally.

Due to our efficient technology and capable staff specialized in each field, Mono Group is ready to create and develop content to fit all lifestyles of consumers. In addition, Mono Group always sees new channels and opportunities to develop content in order to support business expansion and generate higher income as seen from our financial results that reflect satisfactory growth in both revenue and profit.

The Company plans to expand business into ASEAN market, with larger customer base and promising potentiality. Currently, the Company makes an investment in mobile value added service (MVAS) business in Indonesia, South Korea and Vietnam. Also, the Company is in process of expanding into China and other countries. On the part of domestic business, brighter future should lie ahead for MVAS and Internet business as well as digital TV business. In 2014, Mono Group has just established our digital TV business under the license for the variety category in standard definition (SD). With experience in connecting audiences with various TV programs of Royal Thai Army Radio and Television Station (Channel 5), BBTV Channel 7 and Modernine TV via Mobile 2 TV system, the Company strives for being Thailand's first social TV provider for offering new viewing experience that allows audiences to take part in TV programs through smart devices. The audiences can boundlessly connect with one another as well. Based on our content creation experience and expertise in technology, we aim to be No. 1 Entertainment Company in Thailand within five years.

In addition, another key factor to our success includes adherence to Principles of Good Corporate Governance for transparent management and business undertaking in order to enhance creditability and ensure fair return for all shareholders and investors. Mono Group will try our best to operate business, together with taking care of society and environment, thus allowing us to grow together in a sustainable manner.

On behalf of the Board of Directors of Mono Technology Public Company Limited, I would like to thank all shareholders and investors for their trust in the Company as well as to thank customers, business allies and related parties for their contribution to the Company's achievement. Finally, the Company promises to do our best and hopefully in return the Company will be well supported by all parties as always in the years to come.



Mr. Pete Bodharamik
Chairman



Being the forefront leader in Thailand's new media and entertainment business, Mono Group is also in the transformation process to lead Thailand's media and entertainment industry into an era where consumers have the choice to read, listen or view high quality entertainment contents at their preferred convenience.

To Shareholders and Investors,

2013 marked a very important year in Mono Group's history, not only because we were listed in the Market for Alternative Investment in the Thailand Stock Exchange, but also because in December 2013 we were successful in bidding for one of Thailand new Digital Terrestrial Free TV. This resembles our first move into driving Thailand into a new Digital Era where consumers are given the freedom of choice to consume whatever contents wherever and whenever they wish to.

This transformation of Thailand's media industry is a part of the bigger trend throughout the world. As technology improves and consumers learn to use a wider variety of platforms to access various kinds of contents, the utilization of both traditional media and new media to reach consumers becomes more important. As we can see with devices that are getting smarter and cheaper, contents are becoming more segmented and consumers have the choice to buy premium contents or consume free ad-sponsored contents through different media channels.

Message from Chief Executive Officer

Some call this the “digital convergence” or “digital disruption”, but I would simply put it as “C³ is King (Consumer’s Choice of Content)”.

Let me give you a very relevant example that illustrates this change. My acquaintance is a fanatic of The Voice Thailand. One Sunday evening while she was out having dinner with her friends, she specifically chose to eat at a restaurant that was showing The Voice. After quick dinner half way through the show, she quickly drove home and while on the car she live streamed the show from her mobile phone. Although the show was almost over when she got home, she was completely satisfied because she was able to watch the whole show while outside, and as soon as she got home, she was able to watch the full show again at her 55 inch smart TV through the Youtube app. I am sure this is what is happening among many people in Thailand with good quality entertainment content.

Being the forefront leader in Thailand’s new media and entertainment business, Mono Group is also in the transformation process to lead Thailand’s media and entertainment industry into an era where consumers have the choice to read, listen or view high quality entertainment contents at their preferred convenience. After successfully launching the Doonung.com online movie streaming service in 2011, we’ve currently aggregated more than 5,000 hours of quality content and launched mobile and smart TV applications for this service. For our Mono Music fans and followers, we are currently servicing more than 500,000 subscribers who can have access to their favorite artists’ movements and special footages through mobile SMS alert, IVR *3366 portal, mobile website and also simply just subscribe to our Youtube channel. This year we’ve also launched the ebook subscription service mbookstore.com to provide readers with easy access to various categories of ebooks on their mobile and tablet devices. Currently in its trial service, we have aggregated more than 2,000 titles ranging from magazines, novels, to educational books from various publishers.

Our popular portal website Mthai.com which currently serves more than 1 million people a day is also available as an iOS app and Android app, as well as a smart TV app. With these previous experiences with various platforms and high quality content production, we are very confident in driving the changes in the Thai free TV industry in 2014 as well.

With our belief that good content can be found everywhere, we have focused our efforts on creating a strong team of experts and a productive working environment to help Mono continue create and aggregate good contents that can be monetized on our various consumer centric media platforms.

In addition, we also adhere to the Principle of Corporate Governance and transparent management, together with striving for long-term business growth. In 2013, many corporate social responsibility (CSR) activities under “A Click to Make Merit” programs via mthai.com/clickdeetumdee were arranged continuously. The Company would like to grow a sense of responsibility to all youth and general public by encouraging them to take part in our activities for sustainable social and environment development.



Sang Do Lee
Chief Executive Officer

Financial Summary

Summary of statement of financial position, statement of comprehensive income and financial ratios for the year ended 31 December for the past three years:

Operating Results

	2013	2012	2011
Statement of Financial Position (Unit : million Baht)			
Total Assets	3,356.11	714.07	560.98
Total Liabilities	263.18	257.83	297.68
Total Shareholders' Equity	3,092.93	456.24	263.30
Statement of Comprehensive Income (Unit : million Baht)			
Sales and Service Income	1,407.38	1,538.21	1,290.49
Total Revenues	1,497.96	1,561.87	1,320.14
Profit before Finance Cost and Income Tax Expenses	542.76	673.43	595.41
Net profit (loss) Attributable to Equity Holders of the Company	501.12	607.60	405.17
Earnings Per Share (Baht)	0.39	0.58	0.41
Weighted Average Number of Ordinary Shares (million shares)	1,297.30	1,049.13	1,000.00
Financial Ratio			
Gross Margin (%)	59.77	63.69	63.73
Operating Profit Margin (%)	32.13	42.24	43.84
Net Profit Margin (%)	33.45	38.88	37.82
Return on Equity (%)	28.24	168.80	223.39
Return on Asset (%)	24.62	95.26	93.99
Debt to Equity Ratio (times)	0.09	0.57	1.13
Dividend Payment			
Paid-up Ordinary Shares (million shares)	1,400.00	1,155.00	10.00
Par Value (Baht per share)	0.10	0.10	10.00
Total Dividend Payment (Baht per share)	0.431	0.544	40.25
Interim Dividend (Baht per share)	0.327	0.404	39.00
Annual Dividend (Baht per share)	0.104	0.140	1.25
Dividend Payout Ratio (%)	102.13	97.01	100.30

General Information



General Information of the Company

Company Name	:	Mono Technology Public Company Limited
Symbol	:	MONO
Registration Date	:	June 6, 2013
Registration Number	:	0107555000040
Address	:	200 Jasmine International Tower 16 th Fl., Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120
Type of Business	:	Media and Content Business; and Entertainment Business
Website	:	www.mono.co.th
Telephone	:	(66) 2502 0700
Fax	:	(66) 2100 8148
Total number and type of Issued shares	:	Registered and paid-up capital 140,000,000 Baht divided into ordinary share 1,400,000,000 shares At the par value of 0.10 Baht

Juristic Persons in which the Company's Shareholding Proportion is at 10 percent or higher

Company Name and Head Office Address	Nature of Business	Total Paid-up Capital/ Investment	Proportion of Common Shareholding of Mono Technology and/or the Subsidiaries
1. Media and Content Business			
Mono Generation Co., Ltd. 200 Jasmine International Tower 31 st Fl., Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	Publishing business	1,320,000 shares	100%
Mono Production Co., Ltd. 200 Jasmine International Tower Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	TV broadcasting business	3,200,000 shares	100%
Mono Broadcast Co., Ltd. 200 Jasmine International Tower Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	TV broadcasting business	1,250,000 shares	Mono Production Co., Ltd. 100%
Mono TV Co., Ltd. 200 Jasmine International Tower Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	The company has not started its operation.	1,250,000 shares	Mono Production Co., Ltd. 100%
Mono Travel Co., Ltd. 200 Jasmine International Tower 16 th Fl., Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	Internet business	4,000,000 shares	100%

Company Name and Head Office Address	Nature of Business	Total Paid-up Capital/ Investment	Proportion of Common Shareholding of Mono Technology and/or the Subsidiaries
Mono Info Systems Co.,Ltd. 200 Jasmine International Tower Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	IT service and support business	80,000 shares	100%
PT. Mono Technology Indonesia 307 3rd Fl., Menara Thamrin Jl.M.H. Thamrin Kav.3, Jakarta, Indonesia Tel. (62) 021 2303108-9	Mobile value added service business (Indonesia)	10,000 shares	Mono Technology PCL. 99% Mono Generation Co., Ltd. 1%
Mono Technology Korea Corporation 100-6 Samsung-dong, Gangnam-gu, Seoul, Korea Tel. (82) 02 516 7779	Mobile value added service (South Korea)	122,000 shares	100%
Mono Technology Vietnam Co., Ltd. F1512D, 15 th Floor, Charmvit Tower, 117 Tran Duy Hung, Trung Hoa Ward, Cau Giay District, Hanoi, Vietnam Tel. (84) 3 5553885 Fax. (84) 3 5553884	Mobile value added service business (Vietnam)	Investment of USD 100,000 or equal to THB 3,300,000	100%
Mono Technology Hong Kong Limited 401 Jardine House, 1 Connaught Place, Central, Hong Kong	Investment in China	10,000 shares	100%

Company Name and Head Office Address	Nature of Business	Total Paid-up Capital/ Investment	Proportion of Common Shareholding of Mono Technology and/or the Subsidiaries
2. Entertainment Business			
Mono Entertainment Co., Ltd. 200 Jasmine International Tower Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	Music Business	580,000 shares	100%
Mono Film Co., Ltd. 200 Jasmine International Tower Moo 4 Chaengwattana Road., Pakkred, Nonthaburi 11120 Tel. (66) 2502 0700 Fax. (66) 2100 8148	Movie business	460,000 shares	Mono Generation Co., Ltd. 100%

Reference Persons

Registrar	:	Thailand Securities Depository Co., Ltd. No. 62, The Stock Exchange of Thailand Building, 7 th Floor Ratchadapisek Road, Klongtoey District, Bangkok, 10120 Tel. (66) 0 2229-2800, (66) 0 2229-2888 Fax. (66) 0 2359-1259
Auditor	:	Ernst & Young Office Limited No. 193/136-137, Lake Rajada Office Complex, 33 rd Floor, Rajadapisek Road, Klongtoey Sub-district, Klongtoey District, Bangkok, 10110 Tel. (66) 0 2264-0777, (66) 0 2661-9190 Fax. (66) 0 2264-0789-90
Legal Advisor	:	Seri Manop & Doyle Ltd. No. 21 Soi Amnuaiwat, Sutthisan Road, Samsennok Sub-district, Huaikhwang District, Bangkok 10310 Tel. (66) 0 2693-2036 Fax. (66) 0 2693-4189

Board of Directors



Mr. Pete Bodharamik Aged 41

Chairman of the Board of Directors / Authorized Director

Education/ Training Courses

- Bachelor of Science, Management
London School of Economics & Political Science, UK

Shareholding¹ (%) **71.87**

Experience

Directorship in Listed Companies

2012 - Present Chairman Mono Technology PCL.
2008 - Present Director and CEO Jasmine International PCL.
2008 - 2010 Director and Chairman Jasmine Telecom System PCL.
2006 - Present Director Triple T Broadband PLC.
2001 - Present Director TT&T PCL.

Directorship in other Companies

2012 - Present Director PVS Development Co., Ltd.
2008 - Present Director Subsidiaries of Jasmine International PCL.
2007 - Present Director Triple T Internet Co., Ltd.
2002 - Present Director Subsidiaries of Mono Technology PCL.
1995 - Present Director Emerald Farm Co., Ltd.



Mr. Soraj Asavaprapha Aged 48

Vice Chairman / Chairman of Executive Committee

Member of Nomination and Remuneration Committee

Chairman of Risk Management Committee / Authorized Director

Education/ Training Courses

- Doctor of Business Administration, International Business,
Alliant International University, San Diego, USA
- IOD Training Programs:
 - Role of the Chairman Program (RCP), Class 21/2009
 - Director Certificate Program (DCP), Class 104/2008
 - Director Accreditation Program (DAP), Class 72/2008

Shareholding¹ (%) **2.32**

Experience

Directorship in Listed Companies

2012 - Present Vice Chairman, Chairman of Executive Committee,
Member of Nomination and Remuneration Committee,
and Chairman of Risk Management Committee
Mono Technology PCL.
2011 - Present Director Jasmine International PCL.
2008 - August 2013 Independent Director and Chairman of
Audit Committee Cyber Planet Interactive PCL.

Directorship in other Companies

2009 - Present Qualified Director National Science Technology
and Innovation Policy Office (STI)
2007 - Present Director Asava Co., Ltd.
2007 - Present Director Thana Fah Thai Co., Ltd.
2007 - Present Director A.V.P Auto Lease Co., Ltd.
2005 - Present Director PSW Car Rental Co., Ltd.
2004 - Present Director and Executive Director TOYOTA P.S. Enterprise Co., Ltd.
2002 - Present Director Subsidiaries of Mono Technology PCL.
1998 - Present Director V. Conglomerate Co., Ltd.

¹ Includes holdings by spouse and minor children as of December 31, 2013



Mr. Navamin Prasopnet

Aged 41

Assistant Chairman / Executive Director
Chief Marketing Officer / Authorized Director

Education/ Training Courses

- Bachelor of Science, Computer Information System, Bentley College, Massachusetts, USA
- IOD Training Programs:
 - Role of the Chairman Program (RCP), Class 21/2009
 - Director Certification Program (DCP), Class 104/2008

Shareholding¹ (%)

0.71

Experience

Directorship in Listed Companies

2012 - Present Assistant Chairman, Executive Director and Chief Marketing Officer Mono Technology PCL.

Directorship in other Companies

2007 - Present Director Green Star Environment Co., Ltd.
2006 - Present Director and Managing Director Subsidiaries of Mono Technology PCL.
2003 - Present Director Navesco Co., Ltd.



Mr. Sang Do Lee

Aged 38

Director / Executive Director / CEO
Authorized Director

Education/ Training Courses

- Bachelor of Science, Computer Science and Industrial Engineering Yonsei University, Seoul, Korea
- IOD Training Programs:
 - Director Certification Program (DCP), Class 103/2008

Shareholding¹ (%)

0.61

Experience

Directorship in Listed Companies

2012 - Present Director, Executive Director, and Chief Executive Officer Mono Technology PCL.

Directorship in other Companies

2006 - Present Director and Managing Director Subsidiaries of Mono Technology PCL.

¹ Includes holdings by spouse and minor children as of December 31, 2013



Mr. Siri Luengsawat

Aged 58

Director

Education/ Training Courses

- Upper Secondary School, Mattayom Dan Samrong School
- IOD Training Programs:
 - Director Certification Program (DCP), Class 105/2008

Shareholding¹ (%)

0.29

Experience

Directorship in listed companies

2012 - Present Director Mono Technology PCL.

Directorship in other Companies

2006 - Present Director Subsidiaries of Mono Technology PCL.
 2003 - Present Director Angel Trading International Co., Ltd.
 2003 - 2008 Executive Editor Gossip Star Co., Ltd.



Mr. Komsak Wattanasriroj

Aged 45

Director / Executive Director
 Chief Financial Officer

Education/ Training Courses

- Master of Business Administration, Srinakharinwirot University
- IOD Training Program:
 - Director Certification Program (DCP), Class 105/2008

Shareholding¹ (%)

0.39

Experience

Directorship in listed companies

2012 - Present Director, Executive Director and Chief Financial Officer
 Mono Technology PCL.

Directorship in other Companies

2005 - 2008 Vice President — Accounting and Finance
 Mono Generation Co., Ltd.

¹ Includes holdings by spouse and minor children as of December 31, 2013



07

Mrs .Punnee Worawuthichongsathit

Independent Director / Chairperson of Audit Committee

Education/ Training Courses

- Master of Accountancy, Chulalongkorn University
- Certified Public Accountant (CPA) Registration No. 2960 (Thailand)
- Certified Internal Auditor (CIA), IIA USA
- Certified Professional Internal Auditor (CPIA) and Qualified Internal Auditor (QIA) , IIA Thailand
- Chartered Directors, IOD
- Tax Law Certificate, JTI Thailand
- IOD Training Programs:
 - Role of the Chairman Program (RCP), Class 25/2011
 - Role of the Nomination and Governance Committee, Class 1/2011
 - Refresher Course DCP, Class 2/2009
 - Monitoring Fraud Risk Management, Class 1/2009
 - Role of the Compensation Committee, Class 7/2008
 - Monitoring the System of Internal Control and Risk Management, Class 2/2008
 - Monitoring the Quality of Financial Report, Class 5/2007
 - Monitoring the Internal Audit Function, Class 1/2007
 - Improving the Quality of Financial Report, Class 1/2006
 - Audit Committee Program (ACP), Class 2/2004
 - Director Certification Program (DCP), Class 38/2003
 - Director Accreditation Program (DAP), Class 2/2003

Aged 61

Shareholding¹ (%)

-

Experience

Directorship in Listed Companies

2012 - Present	Independent Director and Chairperson of Audit Committee Mono Technology PCL.
2010 - Present	Independent Director and Member of Audit Committee Thai Wacoal Public PCL.
2004 - Present	Independent Director, Member of Audit Committee, Chairperson of the Nominating Committee and Chairperson of the Compensation Committee. The Brooker Group PCL.
2000 - Present	Independent Director, Audit Committee, and Member of Good Corporate Governance Committee Hemaraj Land and Development PCL.
1999 - 2009	Independent Director and Member of Audit Committee TT&T PCL.

Directorship in other Companies

Present	Director - Tax Accounting Federation of Accounting Professions under the Royal Patronage of His Majesty the King
Present	Guest Lecturer Government and private universities and Federation of Accounting Professions under the Royal Patronage of His Majesty the King

¹ Includes holdings by spouse and minor children as of December 31, 2013



Mr. Preecha Leelasithorn Aged 50

Independent Director / Member of Audit Committee
Chairman of Nomination and Remuneration Committee

Education/ Training Courses

- Master Degree, Business Administration, Chulalongkorn University
- IOD Training Program:
 - Director Accreditation Program (DAP) (English Program), Class 101/2013
 - Audit Committee Program (ACP), Class 25/2009

Shareholding¹ (%)

-

Experience

Directorship in Listed Companies

2012 - Present Independent Director, Member of Audit Committee and Chairman of Nomination and Remuneration Committee Mono Technology PCL.

Directorship in other Companies

2012 - Present Director CPanel Co., Ltd.
2010 - Present Director Hua Seng Heng Gold Futures Co., Ltd.
2007 - Present Executive Vice President AIRA Securities PCL.
2003 - Present Director Y. L. N. Co., Ltd.
2002 - Present Director Alliance Co., Ltd.
2000 - Present Director Andaman Lanta Property Co., Ltd.
1984 - Present Director Manakijcharoen Co., Ltd.



Mr. Kriengsak Thiennukul Aged 48

Independent Director / Member of Audit Committee
Member of Nomination and Remuneration Committee

Education/ Training Courses

- Master of Business Administration, Chulalongkorn University
- Capital Market Academy Leadership Program, Class 7/2008, Capital Market Academy (CMA)
- IOD Training Program:
 - Director Accreditation Program (DAP) (English Program), Class 101/2013,

Shareholding¹ (%)

-

Experience

Directorship in Listed Companies

2012 - Present Independent Director, Member of Audit Committee, and Member of Nomination and Remuneration Committee Mono Technology PCL.

Directorship in other Companies

2005 - Present Director and Managing Director Khaosansubsin Development Co., Ltd.
2005 - Present Director Media Shaker Development Co., Ltd.
2004 - Present Director I Advisory Co., Ltd.
2002 - Present Director and Managing Director Media Checker Co., Ltd.
2002 - Present Director and Managing Director Ninja Entertainment Co., Ltd.
1999 - Present Director CDC One Co., Ltd.
1998 - Present Director and Managing Director Banana and Sons Co., Ltd.
1992 - Present Director Prestige Gift and Premium Co., Ltd.
1989 - Present Director and Managing Director Newwaitek Co., Ltd.

¹ Includes holdings by spouse and minor children as of December 31, 2013

Top Executives



Mr. Thawatvongse Silamanonda

Senior Vice President - International Business

Member of Risk Management Committee

1



Mr. Jiraparwat Boonyasen

Vice President - Mobile Business

Executive Director

Member of Risk Management Committee

2



Mr. Patompong Sirachairat

Vice President - Internet Business

Executive Director

Member of Risk Management Committee

3



Miss Benjawan Rakwong
Vice President - Administration

4



5

Miss Pitirudee Sirisamphan
Company Secretary
Vice President - Corporate Affairs



Mr. Teerasak Tharaworn

Assistant Vice President - Human Resources

6



7

Miss Paweena Poonpattanasuk
Assistant Vice President - Accounting and Finance
Member of Risk Management Committee

Details of Directors, Executives and Controlling Persons' Directorship in Subsidiaries, Associated Companies and other Related Companies

Subsidiaries List of Directors and Executives														
		MONO TECH	MONO GEN	MONO TRAVEL	MONO ENT	MONO FILM	MONO PRODUCTION	MONO INFO	MONO BROADCAST	MONO TV	MONO INDO	MONO KOREA	MONO VIETNAM	MONO HK
1. Mr. Pete Bodharamik		*	/	/	/	/	/	/	/	/	/	/	/	/
2. Mr. Soraj Asavaprappa		/, //	/, //	/, //	/, //	/, //	/, //	/, //	/, //	/, //	//	/, //	/, //	/
3. Mr. Navamin Prasopnet		/, //, ///	/, //, ///	/, //	/, //, ///	/, //, ///	/, //, ///	/, //, ///	/, //, ///	/, //, ///	/, //	/, //	/, //	/
4. Mr. Sang Do Lee		/, //, ///	/, //	/, //, ///	/, //	/, //	/, //	//	//	/, //	/, //	/, //	/, //	/
5 Mr. Siri Luengsawat		/	/, //		/, //	/, //	/, //	//	//					
6. Mr. Komsak Wattanasriroj		/, //, ///	//	//	//	//	//	//	//	//	//	//	//	
7. Mrs. Punnee Worawuthichongsathit		/												
8. Mr. Preecha Leelasithorn		/												
9. Mr. Kriengsak Thiennukul		/												
10. Mr. Thawatvongse Silamanonda		///		/, //							/, //	/, //	/, //	
11. Mr. Jiraparwat Boonyasen		//, ///						//						
12. Mr. Patompong Sirachairat		//, ///		//				//						
13. Miss Pitirudee Sirisamphan		///												
14. Miss Benjawan Rakwong		///												
15. Mr. Teerasak Tharaworn		///												
16. Miss Paweena Poonpattanasuk		///												

Remarks : * = Chairman of the Board of Directors / = Director // = Executive Director /// = Executive

List of Directors and Executives	Subsidiaries								
	TTTBB	TTTI	JINET	JASTEL	ACU	PA	TOYOTA PS	GS	MS
1. Mr. Pete Bodharamik	/	/	/	/	/	/			
2. Mr. Soraj Asavaprappa							/, //		
3. Mr. Navamin Prasopnet								/	
4. Mr. Sang Do Lee									
5. Mr. Siri Luengsawat									
6. Mr. Komsak Wattanasriroj									
7. Mrs. Punnee Worawuthichongsathit									
8. Mr. Preecha Leelasithorn									
9. Mr. Kriengsak Thiennukul									/, ///
10. Mr. Thawatvongse Silamanonda									
11. Mr. Jiraparwat Boonyasen									
12. Mr. Patompong Sirachairat									
13. Miss Pitirudee Sirisamphan									
14. Miss Benjawan Rakwong									
15. Mr. Teerasak Tharaworn									
16. Miss Paweena Poonpattanasuk									

Remarks : / = Director // = Executive Director /// = Executive

- 1. TTTBB = Triple T Broadband PCL.
- 2. TTTI = Triple T Internet Co., Ltd.
- 3. JINET = Jasmine Internet Co., Ltd.
- 4. JASTEL = JasTel Network Co., Ltd.
- 5. ACU = Acumen Co., Ltd.
- 6. PA = Premium Asset Co., Ltd.

- 7. TOYOTA PS = TOYOTA P.S. Enterprise Co., Ltd.
- 8. GS = Green Star Environment Company Limited
- 9. MS = Media Shaker Co., Ltd.

Details of Directorship in Subsidiaries, with revenue of over 10 percent

List of Directors	Subsidiaries ¹	
	MONO GEN	MONO INFO
1. Mr. Pete Bodharamik	/	/
2. Mr. Soraj Asavaprapha	/, //	/, //
3. Mr. Navamin Prasopnet	/, //, ///	/, //
4. Mr. Sang Do Lee	/, //	/, //
5. Mr. Siri Luengsawat	/, //	/
6. Mr. Komsak Wattanasriroj	//	//
7. Mr. Jiraparwat Boonyasen		//
8. Mr. Patompong Sirachairat		//
9. Mr. Jirun Ratthanaviriyachai	//	
10. Mr. Puwapit Supamitchotima	//	

Remarks : / = Director // = Executive Director /// = Executive

¹Subsidiaries is the companies that have significant business operation, such as their revenues are over 10 percent of the total revenues as per the 2013 Statement of Comprehensive Income

Policy and Business Overview



Mono Technology Public Company Limited established on March 15, 2002 by Mr. Pete Bodharamik, with the first registered capital of 50 million Baht. The Company aims at operating media and content business. At the early stage of business operation, the Company began to offer internet service via www.monozone.com, a source for online games and the online community, and www.yenta4.com, a variety website targeted at teenagers, as well as www.mthai.com, one of key portal websites at that time. At present, www.mthai.com has been continuously developed to embrace larger web community, with various content available for different lifestyles and with the largest number of video clips, all of which have made MThai itself one of the top favorite websites of Thailand.

In collaboration with leading mobile operators, the Company started offering mobile value added service (MVAS). The Interactive SMS on TV were launched in order to enable viewers to share their opinion via SMS while watching TV programs. Based on real time system, the SMS is presented via TV screen. This service was first launched via Royal Thai Army Radio and Television (Channel 5) and this model of interactive SMS on TV is now widely used by other TV programs.

Then, the Company also established subsidiaries and other types of media were additionally included in our service. Moreover, entertainment business, which was regarded as complimentary business, was inaugurated to complete holistic scope of media landscape including, publishing, TV, music and movie businesses.

On March 9, 2012, the Company registered as a public limited company and listed on Market for Alternative Investment (mai) on June 6, 2013, with a registered capital worth 140 million Baht. Currently, the Company has 12 subsidiaries which can be divided into two business types:

1. Media and Content Business

- **Mobile value added service (MVAS) business** offers information, news and entertainment content service via mobile phone in various forms which include non-voice, such as short message service (SMS), and voice, such as interactive voice response (IVR) through telephone No. 1900-108-XXX and *336, mobile internet and mobile applications for Smartphone users domestically and internationally.
- **Internet business** offers information and entertainment content service via the Internet. The users can use this service via many popular websites among teenagers and working age people, such as www.mthai.com and www.yenta4.com. Our internet business also includes online hotel reservation via www.hotelthailand.com, www.hotelsthailand.com, www.passionasia.com and www.monoplanet.com.
- **Publishing business** includes production and distribution of entertainment magazine, such as Gossip Star, Candy, A'Lure, Rush, football magazines that receive licenses from football clubs internationally, such as Inside United Thai Edition and LIVERPOOL FC Thai Edition, synopsis of TV soap operas, horoscope pocket books as well as other special pocket books. The Company also developed contents from those books into e-book available via www.mbookstore.com which is an online digital book store.
- **TV business** includes production and creation of entertainment TV programs broadcasted via digital TV, satellite TV and cable TV channels as well as smartphone and the Internet, 24 hours daily via Zaa Network broadcasted through a satellite TV channel in C-Band system (black dish, such as Hisattel, Ideasat, Infosat, Leotech, PSI and Thaisat); KU Band (yellow dish, such as DTV and PSI OK); CTH dish; cable TV channel nationwide; IPTV box of 3BB, TOT and Vooz

2. Entertainment Business

- **Music Business** encompasses the production and creation of entertainment content relating to artists and music under mono music. This record label focuses on offering downloading service, such as songs, photos and video clips in digital format as well as distribution of CDs, VCDs, DVDs and photo albums of artists.
- **Movie Business** offers full range of movie service by Mono Picture. Movies will be shown in cinemas and distributed in form of VCDs and DVDs. Also, the copyright of films are sold to provincial movie theaters, cable TV and free TV channels or movie companies internationally. Mono Picture also bought movie licenses from Thai and foreign producers in order to distribute to customers in the form of digital format via www.doonung.com.

Key developments of Company and subsidiaries 2013

- In January 2013, www.mthai.com announced its readiness to offer video pre-roll ad service, in terms of Video Ad Serving Template (VAST)¹ and Video-Player-Ad-Interface (VPAID)¹ which is interactive advertising. Mthai is a pioneer launching this kind of ad service which can spice up the advertising content and offer interaction with audience, thus allowing them to have new experience in ad watching.
- On March 25, 2013, Mono Production Co., Ltd received the non-frequency business license for Zaa Network from National Broadcasting and Telecommunications Commission (NBTC).
- During March - April 2013, Mono Music released "Make You Dance," the first single of Evo Nine and "Cliché" of Candy Mafia which were targeted at international market, especially AEC market. ZanyBros, the top production house in South Korea, was selected to be music videos production team. Those two songs were written in English. Meanwhile, subtitle in seven languages, i.e., Thai, English, Indonesian, Vietnamese, Chinese, Japanese and Korean are also available in music videos.
- In May 2013, the Company entered into the Regional Marketing Partnership Mobile Agreement with Liverpool Football Club. This three-year agreement that grants mobile right to Mono solely shall commence on May 2013 and continue in force until May 2016. Currently, Liverpool is one of the most famous football club in the World. In addition, the Company arranged "Win a Trip to Anfield" - a special marketing program that offered the highest price of a trip to England (seven days and five nights), with a right to watch the Premier League game between Liverpool and Fulham.
- On May 20, 2013, Mono Technology Vietnam Company Limited (Mono Vietnam) was established in Vietnam in order to operate mobile value added service (MVAS).
- On June 6, 2013, the first trading day, Mono Technology PCL. listed on Market for Alternative Investment (mai), with the security symbol "MONO".
- In June 2013, Campus Star magazine, a free copy magazine, was launched in order to present contents relating to life of university students. Readers will receive updated movements and various opinions of other university students.



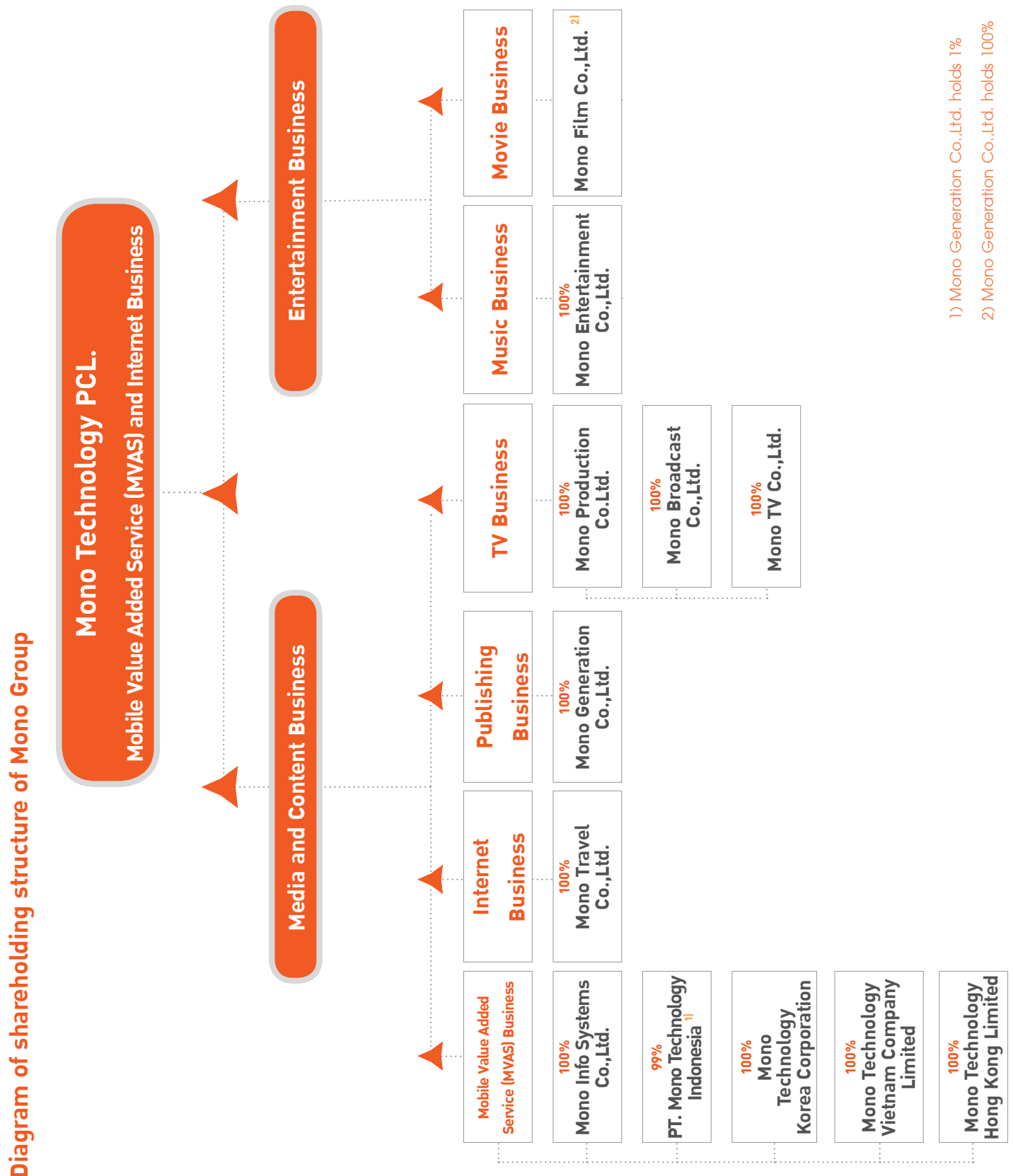
- In July 2013, Mono Generation Co., Ltd. acquired the publication and distribution right of Rush magazine as well as receiving a sublicense of Inside United Thai Edition and Liverpool FC Thai Edition magazines from Plus One Media Co., Ltd. which helps diversify our contents.
- On September 9, 2013, two subsidiaries, including Mono TV Co., Ltd. and Mono Broadcast Co., Ltd. were established. Mono Technology PCL. holds 100 percent of those two subsidiaries via Mono Production Co. Ltd., one of our subsidiaries, in order to operate TV broadcasting business.
- On October 9, 2013, Mono Technology Hong Kong Limited (Mono Hong Kong) was established in Hong Kong in order to further operate business in China. Mono Group views that resilient economy of China and related factors, such as population, trade liberalization and market size should help support the investment and bright future should lie ahead for our expansion on mobile value added service (MVAS), Internet, music and movie businesses.
- In December 2013, the Company licensed copyrighted Korean TV series from SBS, South Korea for the websites Doonung.com and MThai.com which should be regarded as the first collaboration to distribute the entertainment content via the Internet.
- In December 2013, our two subsidiaries participated in TV digital bidding. Mono Generation Co., Ltd. applied for the digital television service license for the news and information category and Mono Broadcast Co., Ltd. applied for the national digital television service license for the variety category in standard definition (SD). Mono Broadcast Co., Ltd. was the bid winner for the variety category in standard definition (SD).



¹ Video Ad Serving Template (VAST) and Video Player — Ad Interface Definition (VPAID) are the format for video advertising program. Both Interactive Advertising Bureau (IAB)'s VAST and VPAID help spice up advertising by enabling users to change pictures, color and theme in order to be more attractive.

Shareholding Structure of Mono Group

Currently, Mono Technology PCL. has 12 subsidiaries, which can be divided into two main businesses: media and content business; and entertainment business. Details of shareholding were summarized in the diagram below:



Business Overview of Subsidiaries



1. Mono Generation Co., Ltd. or Mono Gen was established on November 13, 1997. With the registered and paid-up capital amounting to 132 million Baht, Mono Gen's business includes production of printed media relating to entertainment content, such as Gossip Star, Candy, A'Lure, Rush, Inside United Thai Edition, Liverpool FC Thai Edition, popular TV soap opera synopsis, pocket books relating to horoscope and special pocket books.

Distribution channels include major book agents and directly distributing to subscribers of both traditional books and E-Book via Mbookstore.com, an online digital book store. Moreover, advertising is sold directly to product owners and via advertising agency. Revenue sharing of Mono Gen also comes from selling of content in form of mobile value added service (MVAS) and via www.mthai.com.

2. Mono Travel Co., Ltd. or Mono Travel was established on June 20, 2000. With the registered capital and paid-up capital of 20 million Baht, Mono Travel offers online hotel reservation service via www.hotelthailand.com, www.hotelsthailand.com, www.passionasia.com and www.monoplanet.com.

3. Mono Entertainment Co., Ltd. or Mono Ent was established on July 1, 2003. With the registered capital of and paid-up capital of 58 million Baht, Mono Entertainment's business consists

of production and creation of entertainment content relating to artists and songs of Mono Music. This music label presents many artists and songs to satisfy all segments of audiences, regardless of gender and age. Artists of Mono Music include boy band and girl groups whose music genres are pop and easy listening that have received good acceptance from music lovers.

4. **Mono Film Co., Ltd.** or Mono Film (Mono Gen holds 100 percent) was established on October 5, 2004. With the registered capital of and paid-up capital of 46 million Baht, Mono Film by Mono Picture produces quality movies shown in cinemas and distributed in form of VCDs and DVDs. Also, copyrighted movies are sold to provincial movie theaters, cable TV channels, free TV channels as well as to international markets. In addition, the company has licensed a number of Thai and international films from other film companies to broadcast in digital format via www.doonung.com.
5. **Mono Production Co., Ltd.** or Mono Production was established on October 4, 2010. With the registered and paid-up capital amounting to 320 million Baht, Mono Production's business includes production and creation of entertainment TV programs broadcasted via terrestrial digital TV, satellite TV and cable TV channels, smartphones and Internet, 24 hours a day. Mono Production's main revenue come from advertising that is sold to sponsors or product owners or service providers. The advertising rate depends on popularity and airtime of TV programs. Meanwhile, revenue sharing comes from selling content in form of mobile value added service (MVAS).
6. **PT Mono Technology Indonesia** or Mono Indo was established on November 5, 2010. With the registered and paid-up capital amounting to 1,000 Rupiah, or 3.20 million Baht, Mono Indo focuses on SMS content service. The existing content offered to customers in Thailand is customized to fit with behavior and culture of Indonesian.
7. **Mono Info Systems Co., Ltd.** or Mono Info was established on December 15, 2010. With the registered and paid-up capital amounting to 8 million Baht, Mono Info's business includes production and development of computer software. Its business relates to computer program production and development as well as maintenance of technology and IT systems relating to service of the Company. In addition, application development is one of units in this company responsible for supporting mobile value added service (MVAS) business.
8. **Mono Technology Korea Corporation** or Mono Korea was established on September 20, 2011. With the registered and paid-up capital amounting to 610 million Won, or 18.5 million Baht, Mono Korea focuses on mobile value added service (MVAS). South Korea is regarded as a leader in Internet technology, with relatively high internet penetration rate and rising number of smartphone users. Most of them use mobile application downloading service. The company plans to develop mobile applications and distribute via "T-Store," the most popular online app store in South Korea. Experience in South Korea will enable us to further develop mobile application in Thailand.

- 9. Mono Technology Vietnam Co., Ltd.** or Mono Vietnam was established on May 20, 2013. With the registered and paid-up capital amounting to 2,082.80 Vietnamese Dong or 3 million Baht, the service of Mono Vietnam focuses on mobile value added service (MVAS). Currently, Vietnam has promising potentiality, with mobile phone users of more than 100% of entire population and demand of content will likely continue to surge.
- 10. Mono Broadcast Co., Ltd.** or Mono Broadcast was established on September 9, 2013. With the registered capital of 50 million Baht and paid-up capital of 12.50 million Baht, Mono Broadcast operates digital TV broadcasting business. Currently, Mono Production holds 100 percent of Mono Broadcast.
- 11. Mono TV Co., Ltd.** or Mono TV was established on September 9, 2013. With the registered capital of 50 million Baht and paid-up capital of 12.50 million Baht, Mono TV operates digital TV broadcasting business. Currently, Mono Production holds 100 percent of this company which has not yet started its operation.
- 12. Mono Technology Hong Kong Limited** or Mono Hong Kong was established on October 9, 2013. With the registered capital of 25 million Hong Kong Dollar or equivalent to 100 million Baht and the paid-up capital of 10,000 Hong Kong Dollar or 40,000 Baht, the service of Mono Hong Kong focuses on mobile value added service (MVAS) as well as Internet, music and movie businesses.

Nature of Business Operation

Revenue Structure

Business	Operated by	% of shareholding by the Company	2011		2012		2013	
			Million Baht	%	Million Baht	%	Million Baht	%
1. Media and Content Businesses								
1. Mobile Value Added Service Business	Company Mono Indo Mono Korea Mono Info	- 100 100 100	955.44	72.37	1,175.26	75.25	919.92	61.41
2. Internet Business ^{2/}	Company Mono Travel	- 100	129.68	9.82	153.68	9.84	217.75	14.54
3. Publishing Business ^{2/}	Mono Gen	100	126.83	9.61	109.06	6.98	129.44	8.64
4. TV Business ^{2/}	Mono Production	100	22.72	1.72	22.35	1.43	41.12	2.75
2. Entertainment Businesses								
1. Music Business ^{2/}	Mono Ent	100	45.66	3.46	64.90	4.16	53.09	3.54
2. Movie Business ^{2/}	Mono Film ^{1/}	100	10.16	0.77	12.96	0.83	46.06	3.07
Total Revenues from Sales and Services			1,290.49	97.75	1,538.21	98.49	1,407.38	93.95
Other revenues			29.65	2.25	23.66	1.51	90.58	6.05
Total Revenues			1,320.14	100.00	1,561.87	100.00	1,497.96	100.00

Remarks :

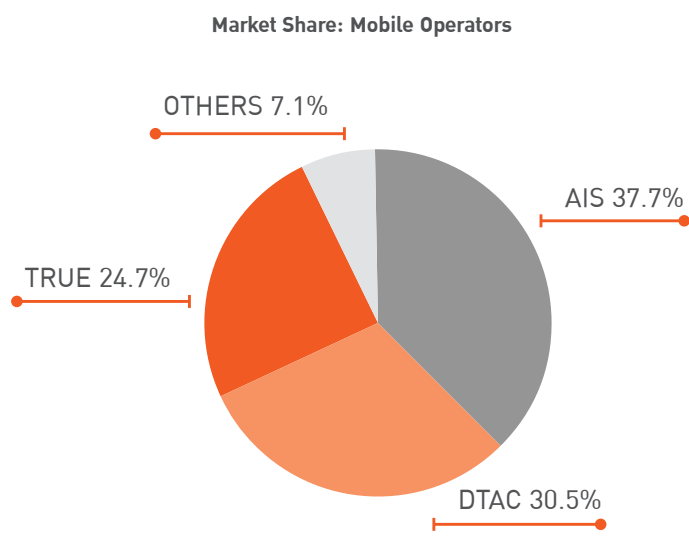
1/ The Company is the indirect shareholder of Mono Film due to our investment in Mono Gen—a major shareholder of Mono Film (100 percent).

2/ Revenue from content that was disseminated via mobile phone in terms of mobile value added service (MVAS) was included.

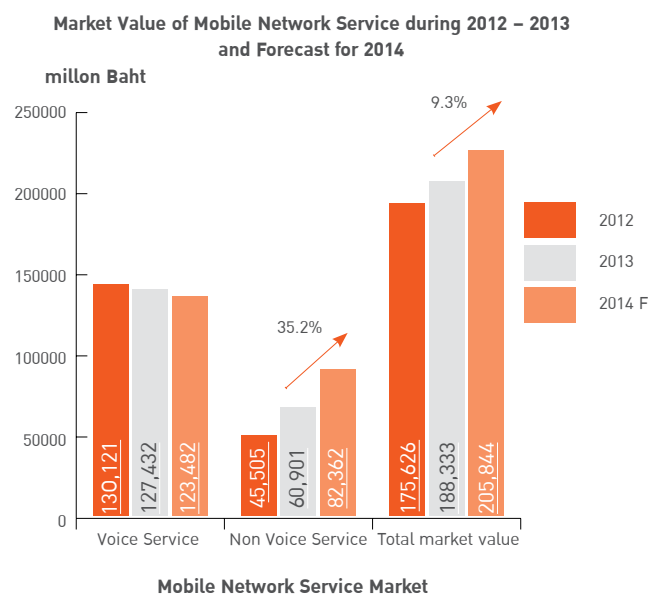
Overview of Industry and Competition

Overview of Industry and Competition of Media and Content Business

Mobile Value Added Service



Source : Telecommunication Market Report for Q2/2013, NBTC



Source : National Science and Technology Development Agency

As of the end of the second quarter of 2013, there were 89.16 million mobile phone numbers in Thailand, with penetration rate of 134 percent. Mobile network service market is comprised of voice and non-voice services. According to the press release of the survey on the communication and hardware computer market value in Thailand for 2012 – 2013 and the forecast for 2014 conducted by National Science and Technology Development Agency (NSTDA), the market value of mobile network service market in 2012 — 2013 was 175,626 million Baht and 188,333 million Baht respectively, representing an increase of 7.2 percent. The market growth has been mainly boosted by the non-voice service. Nevertheless, the revenue of mobile operators mainly came from voice service. Market value of mobile network service market in 2014 is expected to reach 205,844 million Baht, growing 9.3 percent over-year, mainly boosted by non-voice service growth of up to 35.2 percent.

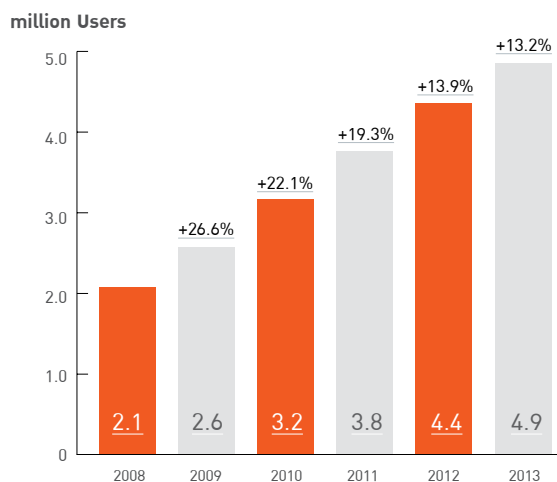
There is a moderate degree of competition within non-voice service market due to a number of small content providers. Meanwhile, there are only few key content providers which are regarded as market leaders, with large market share. The Company is regarded as one of major content providers offering various types of entertainment content, with efficient system to connect between the Company and all mobile operators (AIS, DTAC and TrueMove that jointly held market share of 92.9 percent out of the entire mobile phone number in Thailand.)

In addition, Mono Group will receive benefit from the launched of 2.1GHz-3G service. This also leads to the development of non-voice service, such as online entertainment service, allowing users to enjoy a variety of entertainment as they wish and should be a new opportunity for business expansion by content providers through modern communication platforms.

Internet, Publishing and TV businesses

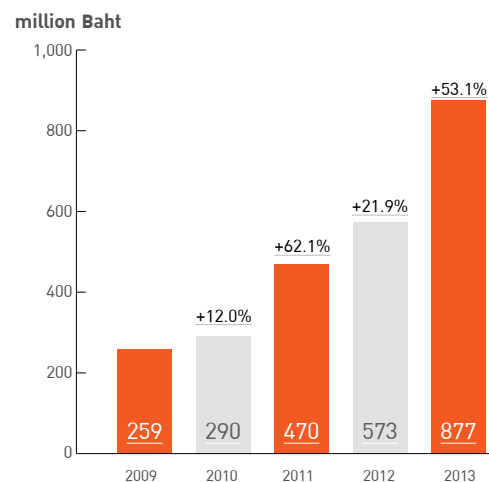
Internet Business - During the previous years, broadband Internet was regarded as the key factor driving the growth of overall Internet industry. According to the forecast (as of the fourth quarter of 2013) by the National Broadcasting and Telecommunications Commission (NBTC), the number of the broadband internet subscribers were 4.9 million, in other word, 7.4 percent of total Thai population (per 100 inhabitants), growing 15-20 percent per year from 2009 - 2013.

Broadband Internet Subscribers during 2008-2013



Source: Telecommunication Economics Research and Information Center, NBTC

Advertising Value via Internet during 2009 - 2013



Source: Report arranged by Nielsen Company (Thailand) Limited
Information is available via www.adasso thai.com

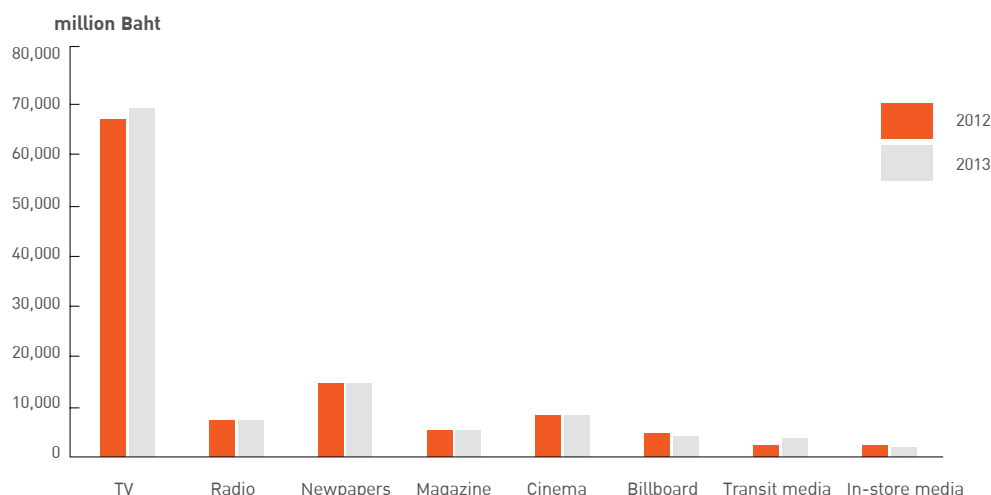
During the previous years, advertising spending via all media has grown only one percent due to economic slowdown and political uncertainty. Meanwhile, new media specifically targeted to the specific customer segment, such as transit media and online advertising, reporting the highest growth due to changing requirements from advertisers. Buyers tend to allocate more advertising budget for new media, particularly online media that can access wide range of target group, with records of the visitor number. Moreover, there is rapid expansion of high speed internet across the country, thus increasing the number of Internet users. According to Internet Innovation Research Centre, it was found that the Company's Mthai.com ranked third among the most visited websites in Thailand¹, with relatively high ad revenue.

(¹ Reported by Internet Innovation Research Center Co., Ltd.)

Publishing business

- As of the end of 2013, ad spending via magazine dropped by 1.38 percent over year because other types of media may better fit consumer lifestyles that shift focus towards Internet or social media. Nevertheless, the competition within magazine market should be intensified, in terms of both format and contents. In the future, magazine publishers have to adjust themselves in order to better meet consumers' changing behaviors.

Advertising Value via Each Media during 2012 – 2013



Source : Report arranged by Nielsen Company (Thailand) Limited

Information is available via www.adassothai.com

TV business

- After Radio and Television Broadcasting Business Act B.E. 2551 was put into effect on March 5, 2008, a non-frequency business is allowed to generate income from airtime under the condition that the maximum advertising time shall not exceed six minutes per hour and the total advertising time shall not exceed five minutes per hour per day. Thus, a number of advertising agencies are more interested in satellite TV broadcasting business. Also, satellite dish market becomes more popular due to its low prices. Meanwhile, the satellite dish installation process is not complicated, with better picture quality, compared with traditional antenna. As a result, more viewers prefer satellite TV channels. Currently, satellite TV business shows tough competition due to a number of proprietors. Each channel has its own target group and a strategy to maintain their advertising customer base. Although the TV advertising is regarded as a large market, with ad spending value of more than 69,249 million Baht in 2013 and the advertising budget were mainly spent for free TV channels, it is expected that the number of SMEs should be interested in advertising via satellite TV channels due to lower expense. Also, they can precisely select the target group.

During 2013, the Company's subsidiary participated the bidding for digital TV license in variety SD channel category. This should help the company to expand business and enlarge their customer base.

Overview of Industry and Competition of Entertainment Business

Music and Movie Business

Kasikorn Research Center reported that the change in technology related to computer and communication has affected the people's way of living. They prefer watching movies and listening to music from digital media, instead of CDs or DVDs. The Internet and mobile phone plays a vital role in changing the customer behaviors. Then, entertainment business can rely on or develop this new media to support content service as this new media may help generate more revenues and possibly becomes the main media in the future. With readiness in technology and long-term business operation specialized in creation of digital media and differentiated products, we can offer alternative services for all customers.

For music business, Mono Music is not a direct competitor of any music company and should be categorized as medium-sized record label, focusing on Thai pop music which is large and popular market. Our target group is teenagers who tend to prefer digital downloading. Popular artists of Mono Music include G-Twenty, Candy Mafia, Peet Peera, etc. On the part of movie business, the company produced many Thai films and licensed a number of international films to shown in cinema and offer service via Doonung.com, allowing customers to watch movies conveniently via digital devices, such as Internet, Internet TVs, tablets and smartphones.

Nature of Business Operation

Mono Group's business can be divided into two types: media and content business; and entertainment business. Meanwhile, our business can be divided into six groups: 1) MVAS business 2) Internet business 3) publishing business 4) TV business 5) music business 6) movie business. Nature of each business can be summarized as follows:

1. Mobile Value Added Service Business (MVAS)

Product and Service

The Company is a provider of information, news and entertainment content developed to fit the lifestyle of new generation that prefers receiving news and entertainment content via mobile phone. The content is available in form of short message service (SMS), interactive voice response (IVR), ring back tone (RBT) as well as mobile internet and applications. The Company develops network system by continuously joining hands with all mobile operators, thus allowing us to effectively transmit data and entertainment content via wireless technology, such as 2G, 2.5G, and 3G + Wi-Fi technology.



Details of each MVAS platforms are as follows:

- 1.1 Short Message Service (SMS) can be divided into two types:
 - a. Application-to-Person (A2P): Data is transmitted from the Company's program through SMS to the users who applied for specified service, such as entertainment news, birthday horoscope and real time soccer scores.
 - b. Person-to-Application (P2A): The users send SMS to the Company's shortcode. For example, a user sends a message to share their opinion through SMS to the Company's shortcode and such message will display on interactive TV system of Royal Thai Army Radio and Television Station (TV5).
- 1.2 Interactive Voice Response (IVR): This technology automates interactions with telephone callers via telephone No. 1900-108-XXX and *336. Calls will be charged on per minute basis. The Company entered into an agreement with TOT PCL to use telephone No. 1900-108-001 to No. 1900-108-200 (200 numbers in total) and this Agreement will end on September 11, 2018. However, the Company has connected with all three mobile operators to use the special IVR No. *336 to access various voice content, such as No. *3366930 for downloading the full song "Khwam Rak Dee Dee Yoo Tee Nai" (Where is good love?) by Peet Peera.
- 1.3 Ring Back Tone (RBT): RBT is the audible ringing that is heard on the telephone line by the calling party after dialing and prior to the call being answered. The Company has various songs in its library available for all consumers.
- 1.4 Mobile Internet: This service offers information and entertainment content via mobile website, such as m.mono-mobile.com or on-deck portal service by mobile operators to offer horoscope service or entertainment news etc.
- 1.5 Mobile application: This service offers various information and entertainment content, such as horoscope games or chat service via mobile phone through mobile application specially designed for each operating system of Smartphone, including iOS and Andriod. Such service is available via each app store. Currently, the Company develops many applications which include "Mono Live" - chat application or instant messaging; Tap the Bird, Bat Jumper - game application; and "Pinblog" - a social travel diary application.

Mobile Value Added Service Business Overseas

To offer products and services in overseas subsidiaries, local content is selected and localized to suit lifestyles and behavior of customers in each country.

Indonesia

PT. Mono Technology Indonesia (Mono Indo) is offering mobile value added service through mobile operators. By applying proven system format that has been successful in Thailand together with localization, the service can best fit with Indonesian customers' needs. In Indonesia, there is around 90 percent of prepaid users. The operators are focusing on providing high-speed data transfer service and 3G technology. Indonesia is regarded as a potential market for mobile network service business, with relatively high growth rate. The penetration rate in Indonesia is estimated to reach 120 percent. With fierce competition, proprietors and mobile operators have been continuing to improve their strategies by investment in 3G technology to replace 2G system and network expansion nationwide.

According to the survey, the number of mobile phone users in Indonesia was around 200 million numbers in 2012. This number is three times higher than the number of mobile phone in Thailand.

Services available in Indonesia include:

- Fashion Content: Cutie Star and Rising Star
- Horoscope Content: Tips for being good luck, zodiac horoscope, birthday horoscope and love horoscope
- Infotainment Content: Interesting tips for daily life, saving tips and beauty tips

South Korea

Mono Technology Korea Corporation's business relates to application development in order to distribute in Korea which is one of World's leaders in IT development, particularly for Internet and mobile phone. As of September 2012, the Korean population stood at 53.30 million and the registered mobile phone number reached 52.12 million numbers, equal to 97.79 percent of mobile penetration.

CDMA is the main mobile network in Korea. Meanwhile, "SK Telecom," "Korea Telecom" and "LGU+" are three major mobile operators. More than 90 percent of mobile users in South Korea can access the Internet via their mobile phone (including both feature phone and smart phone). Meanwhile, the mobile application is the main channel to access content service.

Competition within mobile service industry in South Korea is quite tough. With rising number of smartphone users and mobile application subscribers, bright future tends to lie ahead for this business in South Korea. In addition, our business expansion into South Korea also enables the Company to use Korean advanced mobile applications for further developing mobile applications in Thailand and other countries.

Vietnam

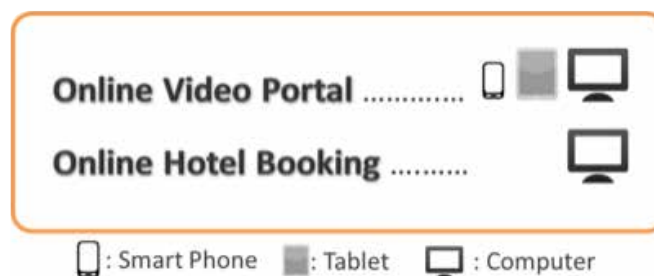
Mono Technology Vietnam offers mobile value added service (MVAS). The service available in Thailand is selected and customized to fit with Vietnamese customers. GSM is the main mobile network in Vietnam. Meanwhile, Viettel, Mobifone and Vinaphone are three major mobile operators. The Company enters into the agreement to offer digital content with Mobifone and Vinaphone. Currently, the number of mobile users in Vietnam is around 131 million numbers, with mobile penetration rate of around 145 percent. This will likely help highlight Vietnam as another potential country for mobile market.

Service in Vietnam focuses on presenting quality content to customers via SMS, WAP and applications as well as video portal website. The Company continues to study the market's needs and Vietnamese behavior in order to enhance our product acceptance there.

2. Internet Business

Product and Service

Service of our Internet business includes news, information and entertainment content presented to consumers via Internet as well as online hotel booking service. Currently, the Company and subsidiaries is the owner of www.mthai.com, www.hotelthailand.com and www.monoplanet.com. The service formats of our Internet business can be divided into two types as follows:



2.1 Online Video Portal : This service is available via www.mthai.com - a community website and Thailand's major online video portal. In November 2013, the number of unique IP visitor was 744,940 IP on average per day and Mthai became the third-ranked most visited website during that period (according to Truehits.net report). The content available in this web portal is composed of entertainment, information for women and men, news, sport, music, film, horoscope and others. The Company is also an agent of online marketing solution, offering online marketing campaign creatives and advertising space on the Company's website to meet each target group. Online advertising service includes static and interaction banners as well as VDO preload advertising which are available for customers to choose based on their different budget and requirements.

2.2 Online Hotel Booking

The Company offers hotel reservation service for customers via these following websites:



www.hotelthailand.com Foreign customers who would like to visit Thailand can book hotel rooms via this website that also offers many interesting recreational activities, such as golf, diving and spa and cultural tour etc.



www.hotelsthailand.com Thai customers who would like to travel in Thailand can book hotel rooms via this website that also introduces a number of tourist attractions, such as places for lovers, families and group of friends or colleagues. Thus, the customers can enjoy impressive moments throughout the trip.



www.passionasia.com Foreign customers who would like to travel to Asian countries, such as Thailand, Japan, South Korea, Singapore, Hong Kong, Indonesia, Malaysia, Vietnam, Laos and Cambodia can book hotel rooms via this website, also enabling customers to design their own trip.



www.monoplanet.com Thai customers who would like to travel to foreign countries, such as China, Hong Kong, Indonesia, Malaysia and South Korea can book hotel rooms via this website.

3. Publishing Business

Product and Service

Based on more than 10-year experiences in publishing business, coupled with our expertise in technology, the company introduces online digital book store service on Mbookstore.com, a hub of more than 1,000 copies of online books, magazine and novels available in Thai and English. This service enables all book lovers to read their favorite books anywhere at their convenience. After the monthly subscription is made, readers can unlimitedly enjoy reading all books on the website via their computers, tablets or smartphone.

Mono Gen is the publisher and distributor of leading entertainment magazine in both traditional media (book) and digital media (e-book) that can respond to the needs of all male and female consumers. Our popular products include Gossip Star, Candy, A'Lure and popular TV soap opera synopsis. The Company is also the publisher and distributor of horoscope books or special pocket books presenting current issues, such as the biography, lifestyle of stars and Gossip Special magazine.

In July 2013, Mono Gen enhanced its portfolio by acquiring Rush magazine, which is created by a professional publisher team creating contents to meet the needs of gentlemen lifestyles, as well as Inside United and Liverpool FC magazines (Thai edition). The Company has officially received copyrights of both magazines from Manchester United and Liverpool Football Clubs that are supported by millions of Thai football fans. Thus, they can get the latest updates of their favorite teams and players from these magazines.

The logo for Gossip Star magazine, featuring the word "GOSSIP" in large, bold, red capital letters, with "Star" in a smaller, red, italicized font to its right.

Lists of magazines of Mono Group :

Gossip Star is Thailand's first paparazzi magazine. The first issue of this weekly magazine was launched in October 2003. It is the most popular and best-selling paparazzi magazine. Contents in this magazine include interesting entertainment news and special scoops reporting in-depth information of Thai and foreign stars and celebrities.

The logo for Candy magazine, featuring the word "candy" in a large, pink, rounded lowercase font, with "MAGAZINE" in a smaller, pink, uppercase font to its right.

Candy - a monthly magazine for teenagers - is launched to respond to the needs of its target group who would like to learn and seek new experiences.

The logo for Mono Books Publishing, featuring the word "MONO" in large, bold, orange capital letters, with "books" in a smaller, white, lowercase font to its right.

Pocket Books, TV soap opera synopsis, special books under Mono Books Publishing

Mono Books Publishing presents many types of books relating to current issue, horoscope and TV soap opera synopsis.

The logo for Campus Star magazine, featuring the word "CAMPUS" in large, pink, bold capital letters, with "Star" in a smaller, black, cursive font to its right.

Campus Star - a free copy monthly magazine - presents a story inside and outside universities. Contents include in-depth information and interview of students from many universities. Campus Star is a channel to communicate movements of students in each institution. Moreover, students can exchange their opinion with students from other institutions through reading this magazine.

The logo for M-Lotto magazine, featuring the Thai text "เอ็มลอตโต้" in white, bold, uppercase letters on a green rectangular background.

M-Lotto is a fortnight magazine. This magazine presents possible number combinations in lottery and as well as sacred places.

The logo for A'Lure magazine, featuring the word "A'Lure" in large, pink, stylized capital letters, with "MAGAZINE" in a smaller, pink, uppercase font to its right.

A'Lure is a monthly magazine presenting sexy photos of A'Lure girls regarded as the sexiest and most charming girls in Thailand. This magazine is mainly illustrated with the beauty and loveliness of the models.



Rush

Targeted at gentlemen, this monthly magazine presents photos of stars and famous models, with a variety of contents including healthcare tips, sports, automobile and technology.



Inside United Thai Edition

With official publication and distribution rights granted by Manchester United Football Clubs in 2010, this monthly magazine's contents focus on team movements, interviewing articles, photos and other interesting issues of players.



LIVERPOOL FC Thai Edition

With official publication and distribution rights granted by Liverpool Football Clubs in 2012, contents of this monthly magazine comprise team movements, interviewing articles, photos and other interesting issues of players.

4. TV Business

Product and Service

Mono Production is a producer and creator of a variety of entertainment TV programs (Full HD) broadcasted via satellite TV channel (C-Band and KU-Band system), cable TV, smartphones and via the Internet 24 hours daily. The Company also promotes participation of audiences via Interactive TV, such as sending SMS to communicate with TV show hosts, joining quiz shows, as well as arranging marketing activities and mini concerts. In 2013, Mono Production has run TV business via Zaa Network :

Based on its main concept of Extreme Hit, Zaa Network's presents a variety of TV programs targeted at male and female audiences aged 18-35. This channel is broadcasted through a satellite TV channel in C-Band system (black dish, such as Hisattel, Ideasat, Infosat, Leotech, PSI and Thaisat); KU Band (yellow dish, such as DTV and PSI OK); CTH dish; cable TV channel nationwide; IPTV box of 3BB, TOT and Vooz and live streaming via www.zaanetwork.com available through computer and smartphones as well as Zaa Network application compatible

with both iOS and Android. Audiences can conveniently interact with TV programs by 'chatting' in order to express their opinion via application and their opinion will be shown at their favorite TV programs. Popular programs include Sugoi (an extreme experience), Knock Door (visiting university stars' homes), Paparazzi on TV (following private life of stars and celebrities), Video Clip from Paparazzi (presenting exclusive videos), Asian Series, Thai Movie and Inter Movie Hits.



TV programs can generate revenues from selling airtime to sponsors or product owners, product tie-in, selling space for showing brand and selling airtime for promoting products via special scoop. Interactive TV through quiz game via SMS is another channel for creating revenues for TV business.

Advertising revenues of each TV business is subject to the requirements of Radio and Television Broadcasting Business Act B.E. 2551. In case of license for non-frequency business, it is specified that the maximum advertising time shall not exceed six minutes per hour and the total advertising time shall not exceed five minutes per hour per day. Mono Production directly sells advertisement time to sponsors or product owners and advertising fee is based on popularity of programs and show time.

5. Music Business

Product and Service

Mono Music is a record label that was established to be an alternative choice for Thai music business. With over five-year experience in music business, Mono Music has selected a supporting team who has an experience in music business, built music rooms for rehearsal and studio for sound recording as well as hiring foreign coaches for training artists. Mono Music is also the first record label that uses Korean intensive courses for artist training.

Mono music focuses on creating music based on support of fan clubs. Thus, Mono Music has placed emphasis on building strong connection with fans by arranging exclusive party and creating channels for chatting, news updating and listening to new songs via www.mono-music.com, facebook.com/monomusic, twitter.com/mono_music and Mono Music Official Channel on youtube.com/MrMonoMusic. Mono music also offers song, photo and video clip downloading service and news updates as well as quiz games via SMS, enabling fan clubs to play with their favorite artists. Also, photo albums, CDs and VCDs presenting artists performance are produced for fan clubs' collection.

Artists of Mono Music can be divided into two groups:

1. Artists with internationally-recognized performance targeted at both Thai and international markets:

This group of artists included T-pop girl groups, such as "G-Twenty" and "Candy Mafia" and boy bands, such as Evo Nine. In 2012, "Candy Mafia" was presented with Kazz Awards 2012 and invited to show their performance on Asia Song Festival 2012 in South Korea which is the biggest concert festival in Asia.

2. Artists for Thai market: There are a number of artists whose performance can meet the needs of audiences in domestic market, i.e., artists focusing on easy listening, such as "Peet Peera," "Pang Nutnicha," "Kritt Pannana" as well as "Aon Luckana" and artists focusing on live show performance, such as "SPF," "RunRanRun," "Radio Garden," "Twenty Town," and "Status Single."

In recognition of business opportunity from ASEAN Economic Community (AEC) implementation, Mono Music has started to proactively penetrate music markets of our neighboring countries in 2013, such as in Indonesia and Vietnam.

6. Movie Business

Product and Service

The company operates full range of movie business. Aside from purchasing international films, Mono Picture produces quality Thai movies shown in cinemas. Its business also includes selling copyrighted films to provincial movie theaters, production and distribution of VCDs and DVDs, selling licensed movies for broadcasting via cable TV and free TV channels and selling of its own movies to international markets.

In addition, the Company is also licensed Thai and International films from other film companies to broadcast in digital format via video streaming system. The subscribers can select daily, monthly, three months, half year (six months) and yearly (12 months) packages for watching more than 5,000 hours of content, with unlimited access. Both Thai and International movies are available via this channel through www.doonung.com or Doonung application, which enable subscribers to access via computers, Internet TVs, tablets and all smartphones, regardless of operating system.

Risk Factors



The Company established the Risk Management Committee, with an important role to formulate the policy and the guideline for controlling risk that may significantly affect business operation. The Committee is responsible for monitoring and forestalling risk at appropriate level as well as regularly submitting the report of the Company's risk management to the Board of Directors. The key risk factors can be divided into three parts as follows:

1. Risk from Business Operation

Risk from Connectivity Disruption with Mobile Operators' Networks

The Company's main revenue comes from mobile value added service (MVAS). All content is sent and stored via mobile network operators before distributing to our customers - users of those mobile network operators - via IT system linking the platforms of the Company and mobile network operators. Any error connection system between the Company and each mobile network operator results in inability to deliver content to customers. In other word, our business operation will be adversely affected.

Realizing such risks, the Company hires alternative data linkage, wiring the system between the Company and mobile network operators for the purpose of risk diversification. If there is any error in each connection, data will be transferred immediately via this alternative data linkage which will help prevent service disruption and the Company's operation is now less likely to be affected.

Risk from IT System Failure due to Disaster

The Company's IT system is regarded as the core part of our business operation as it helps facilitate data and content delivery to mobile users. In case where IT system is severely affected by disaster or force majeure, this may damage electric power distribution system, thus possibly disrupting the data transfer.

Despite small chance of disaster, each disaster often causes severe damage to business operation. The Company has provided disaster recovery site (DR site) which is located away from the main site. If the main site breaks down, the Company can shift into DR site within 24 hours, thus lessening damage to the Company's operation.

Risk from Mobile Operators Undertaking Mobile Content Business

As a content provider, the Company creates and produces content to support mobile network operators that will deliver content service to each user. Currently, the Company made agreements with all mobile operators, including AIS, DTAC and TrueMove, which is regarded as the Company's key operational strategy to access wide range of mobile users. That is to say, the Company targets at users of all mobile network operators.

As a result, the Company may be put at risk if mobile operators turn to undertake mobile content business. Meanwhile, changes in terms and conditions of the agreement may lessen the Company's income or may lead to the termination of agreement, thus significantly affecting the Company's business operation.

Dominating the largest market share of MVAS business in Thailand, the Company realizes that process of mobile content business undertake is complicated and needs a number of capable staff, with specialized expertise for sourcing and aggregating a variety of quality contents to meet the market's needs. Therefore, it seems less likely that the mobile operators will enter into operating content business.

Risk from Regulatory Changes, Tighter Control of Regulations and Piracy Problem

Mobile network business is controlled by the government agency. Any change in related regulations or policies may result in the release of rules or policies to tighter control the content provider by mobile operators, such as price or mobile content control measures. Therefore, such stricter control may have an impact on some content services and possibly reduce the Company's income. However, Mono Group provides risk diversification through producing various types of contents available through multiple platforms other than mobile phone.

Currently, online data including content, pictures and voice can be transfer conveniently, thus resulting in rapid dissemination. As the Company has been affected by copyright infringement several times, a measure to prevent the piracy has been formulated. Content is brought from copyright owners for legally distributing via each platform. Meanwhile, Mono Group develops system to notify the copyright infringement and set a team to recheck appropriation of content. Also, the Company has worked in cooperation with government agencies to protect and control the copyright infringement.

Risk from Overseas Investment

Foreseeing great business opportunity and potential overseas, the Company plans to expand mobile content business internally based on local business strategy. Our overseas business requires high capital for supporting company establishment, design of working system, matching potential business alliances and trade partners as well as arranging PR and marketing plans. Then, the Company may be put at risk if the overseas business becomes unsuccessful due to different consumer behaviors, regulatory limitations or business situation that may differ from one country to another.

Before making investment decision overseas, the Board of Directors has delegated staff to conduct the feasibility study to ascertain consumer behavior, type of services, technology system as well as relevant regulations in each country. The investment will be based on appropriate returns, acceptable risk appetite as well as business types.

2. Operational Risk

Risk from Reliance on Expertise and Competency of Personnel

Most of products of the Company are developed and created by staff who has knowledge, capability and specialized experience. Also, our assets include performance of artists and supporting teams. Therefore, it could be said that Mono Group are people-based business where staff are valuable resources playing a great role in creating works and driving business sustainable growth. Recruiting and training new staff to replace the vacant position may take time and this may affect the image and performance of Mono Group.

As a result, the Company stresses importance on human resource by developing their business knowledge and understanding as well as encouraging their participation in the Company's operation. The Company also focuses on improving performance appraisal system, providing appropriate remuneration and welfare that are comparable to other companies in the same industry as well as promoting the long-term engagement with the Company. On the part of artist management, the Company has set a plan in terms of complete content management, such as performance presentation as well as continuously providing jobs and activities that can generate income for artists. Moreover, artists are encouraged to participate in producing their works in order to promote job security, thus allowing them to grow together with the Company.

3. Management risk

Major Shareholder Having Power in Directing Management Policy

As of November 25, 2013, Mr. Pete Bodharamik held up to 71.87 percent of total paid-up capital, accounting for more than a half of paid-up capital. As a result, this leads to his right to control the resolutions of shareholders' meeting as well as the Company's policy and management, except for some agendas that require three-fourths of votes in the shareholder's meeting as prescribed by the law or the Company's Article of Association.

To ensure transparency as well as check and balance system of the Company's operation, the Company has appointed competent personnel to be the management team. The scope of our operations has been streamlined. The Company has clearly specified the delegation of authority to directors and executives and appointed outsiders to be the Company's three independent directors and members of the Audit Committee who will be responsible for auditing, balancing the decision making and considering approval of any agenda before proposing the shareholder's meeting. In addition, the Company formed the internal audit unit by hiring an experienced company that is directly supervised by the Audit Committee for promoting their independent operation. This unit shall be responsible for monitoring internal control system as specified by the Company in order to ensure transparency and balance of power in our business management.

Corporate Social Responsibility (CSR)



As a part of society, Mono Technology PCL. has been operating business in parallel with our stewardship for society and environment through corporate social responsibility (CSR) activities in order to strive together for sustainable growth.

In 2007, Mono Group established a unit to be responsible for formulating the policy, operating CSR activities and creating many projects for improving society and environment in line with our policy to create awareness of being a part of society for the young generation. Our efforts began with inviting employees, youth, students and customers and further asking shareholders and stakeholders to join our activities which should promote responsibility toward society and environment in broader society and lead to the greater development of our organization and the nation.

Mono Group sets the policy and carried out CSR activities that are in line with the principle of the Stock Exchange of Thailand (SET):

Business Undertaking with Fairness and Anti-corruption Practice

Mono Group places emphasis on business undertaking based on fairness and anti-corruption practice and takes into account all stakeholders, such as fairness to all shareholders, customers, employees and society according to business ethics under corporate governance principle, good practices relating to the code of conduct for directors and executives, such as business operation, with integrity and morality and business management that leads to profit and growth for creating the highest returns for shareholders. The Company also adheres to equitable treatment of all shareholders as well as compliance with laws and other regulations relating to business operation of the Company and subsidiaries.

Moreover, operation overall was carefully monitored and controlled to ensure fairness and prevent corruption. In details, Mono Group provide transparent employee recruitment process and the budget disbursement must be made systematically, with verifiable evidence.

Respect for Human Right

Mono Group stresses importance of human right of stakeholders by focusing on copyright of content that were presented via all platforms. The Company puts effort to avoid copyright infringement that may affect relevant parties and takes into account equality and fairness of all stakeholders.

Labor Practice

Aside from focusing on equal and fair treatment to all employees according to the regulations established by Ministry of Labour, the Company treats employees like family members in order to create happiness at work through providing pleasant atmosphere and facilities as well as offering welfare, i.e., health insurance, life insurance with accident protection and provident funds. Mono Group also promote the education for enhancing knowledge and potentiality of employees. Many seminars in Thailand and abroad were arranged. In addition, the Company also offers job advancement and opportunity for employees to grow together with Mono Group.

Consumer Protection

Mono Group continues to create and develop products and services in order to enhance customers' satisfaction and worthwhile spending, along with taking into account any impacts from business operation that may affect society and environment. So far all business groups' operation has been continued effectively based on consumer protection, with key points summarized as follows:

1. Business development: The Company offers various types of contents and services that are beneficial to all customer segments. Unbiased and reliable news, facts and reviews have been presented to all customers via all platforms. Also, content was divided into various sections based on customer segment such as teen, women, men etc. in order to better meet the customers' needs; and based on their lifestyles, such as doonung, music, travel, sport, etc.

2. Collaboration with government agencies: The Company promotes compliance with rules and laws, such as joining hands with Technology Crime Suppression Division to launch the project of "Lessons by Police Owl" in order to promote the proper use of the Internet as well as preventing the cyber crime; and the project of "Cyber Patrol" for being a channel to receive clues and information about misuse of internet, available 24 hours daily.

Environment Conservation

Mono Group gives significance to protect and improve environment and our efforts can be divided into two dimensions:

1. Environment conservation: The Company annually arranges many external activities for preserving and restoring environment. Also, the activities were changed each year in order to cover all parts of environment. In addition, the network to take care of environment has been strengthened and a number of activities in collaboration with business alliances were organized. On the part of internal activities, internal communication has been carried out regularly to increase the employees' awareness of energy saving. Also, the Company has promoted the use of electronic media instead of papers, reuse, work planning and effective resource management.

2. Growing sense of environmental awareness and stewardship: The Company promotes and supports employees and artists to participate in environment conservation activities organized by the Company and our business alliances via Mthai Click Dee Tumdee Project. This will help grow the sense of environment awareness in broader society, particularly for both youth and general people.



Improving Community and Society

Mono Group participated in development of community and society through many kinds of supports:

1. Education and sport: The Company offered financial supports for construction of buildings for four schools in rural areas, including Chalerm Prakiat 33 Border Patrol Police School, Chiang Mai; Indira Gandhi Award Border Patrol Police School, Chiang Mai; Bang Chan School, Chanthaburi; and “the 4th Mono Group Building” of Rajprachanukhro 48 School, Chanthaburi which was opened in 2013. The Company donated community sport field to Niwit Rat Uppatham School, Kanchanaburi. Moreover, scholarship, computers, school supplies (IT equipment) and sport equipment as well as financial supports were also given to various projects of students from many institutions.

2. Underprivileged and elderly people: The Company gave donations for foster homes and foundations in order to help orphans as well as the blind and disabled people. At the Gossip Girls Contest which has been arranged every year, the Company sold T-shirt and organized the stars’ favorite item auction in order to give money to Foundation for Senior Performing Artists Welfare (FSPA).

3. Natural disaster-affected people: The Company would like to alleviate hardship for natural disaster-affected people so aid packages were provided for natural disaster-affected people in many provinces.

Creation and Dissemination of Innovations from Operations Relating to Social Responsibility and Stakeholders

Mono Group has been used technology in order to help facilitate business management and continued to offer services via many channels, such as mobile phones, smartphones, the Internet, tablets and TVs and used these channels for publicizing our corporate social responsibility projects and building volunteer spirit network of youth and general people. Also, Mono Group has set up a unit to responsible for research and development in order to study new communication technology in order to support business operation and enhance the efficiency of working system.

Corporate Social Responsibility (CSR) Activities

During 2013, Mono Group organized many CSR activities, which can be summarized as follows:

Mono for Society

During 2013, Mono Group arranged many activities for improving community to be more pleasant place to live, promoting education, upgrading quality of life for children and youth as well as helping underprivileged people and those affected by natural disaster. Our projects included providing financial support for school building and sport field; offering of computers, school supplies, sport equipment and books to schools; arranging trips for children from foster homes to visit Dream World; organizing the project of “Lessons from Police Owl” in order to promote the proper use of the Internet and computers and organizing the music contest for making donations to SOS Children’s Villages Thailand, Bangpu, Samut Prakan.

Mono for Natural Environment

Mono Group placed importance on taking care of natural environment by continuously arranging activities to improve and restore environment in order to make a better place for living. Our projects included the activity to put focus on reforestation by filing seed bombs (with slingshot) at “Ban Mai Rom Yen” view point, nursery rehabilitation and mulberry tree planting in Uthai Thani; the activity to provide artificial salt lick for animal at Khao Yai Natural Park as well as the activity to release fish and other aquatic animals to their natural habitat at Sakon Nakhon. Moreover, the artists of Mono Music participated the activity to clean up Prao Bay, Samet, Rayong.

Mono Group gave financial supports via many projects relating to society and environment which were organized by government agencies, private sector and educational institutions:

- Educational institutions and projects organized by students: Donation was given to schools in rural area for buying sport equipment. Moreover, Mono Group offered financial supports for 4th Bangkok International Student Film Festival, the Invigorating Robot Activities Project (IRAP) of King Mongkut’s University of Technology North Bangkok (KMUTNB), the 5th project for Seub Nakhasathien Day which was organized by Kasetsart University and the program to promote reading for students of Watkerdkanudom School organized by Rangsit University.
- Foundation, clubs, associations and organizations: Mono Group gave financial supports to Duang Prateep Foundation, Thailand Association of the Blind (T.A.B.), Thai with Disability Foundation, Faculty of Engineering Foundation of Mahidol University, the Association for Supporting an Occupation for Cripple of Thai (A.O.C.T), Professor Mom Luang Pin Malakul Foundation under the royal patronage of Her Royal Highness Princess Maha Chakri Sirindhorn, Princess Maha Chakri Sirindhorn Foundation and Foundation for Senior Performing Artists Welfare (FSPAW).

For the full report of corporate social responsibility (CSR), please refer to Annual Registration Statement (Form 56-1). Also, updates of CSR news and activities are available via www.mono.co.th/CSR.aspx.

Shareholding and Management Structures



Shareholding Structure Information

Number of registered and paid-up capital

Registered capital	:	140,000,000	Baht
Paid-up capital	:	140,000,000	Baht
Ordinary capital	:	1,400,000,000	Shares
at the par value of 0.10 Baht			

Shareholders

The top ten shareholders of the Company as of the latest book closing date on November 25, 2013:

List of Shareholders	Number of Shares	Percent
1. Mr. Pete Bodharamik	1,006,124,900	71.87
2. Mr. Soraj Asavaprapha	32,500,000	2.32
3. Mr. Taweechart Churangkul	14,492,800	1.04
4. Mr. Navamin Prasopnet	10,000,000	0.71
5. Mr. Sang Do Lee	8,500,000	0.61
6. Mr. Pramote Pasawong	7,747,300	0.55
7. Mr. Komsak Wattanasriroj	5,425,000	0.39
8. Quam Securities Company Limited A/C Client	5,000,000	0.36
9. Mr. Teerapong Chansiri	4,500,000	0.32
10. Mr. Anuchit Reuksomboondee	4,300,000	0.31

Dividend Payment Policy

The Company shall make dividend payment at the rate of not less than 50 percent of net profit after tax and legal reserve. However, the Board of Directors shall consider the dividend payment based mainly on the benefit of shareholders and take into account reserves of funds for future investment or loan repayment or working capital. Annual dividend payment of the company must be approved by the Annual General Meeting of shareholders. Nevertheless, the Board of Directors shall have authority to occasionally approve the interim dividend payment if the profit is adequate. Also, the Board of Directors shall report such payment to the next Annual General Meeting of Shareholders.

Meanwhile, the subsidiaries will make dividend payment of at least 50 percent of net profit after tax and legal reserve. However, committees and/or shareholders of subsidiaries may consider dividend payment as per their business conditions, such as investment plan for business expansion. The said dividend policy shall be individually approved by meeting of the Board of Directors of each subsidiary.

Management Structure

Board of Directors

As of December 31, 2013, the Board of Directors consists of nine directors. In 2013, seven meetings of the Board of Directors were held and the details of directors' names and their attendances were as follows:

List of Directors	Positions	Number of Attendances /Number of Meetings (Time)
1. Mr. Pete Bodharamik	Chairman of the Board of Directors	7/7
2. Mr. Soraj Asavaprapha	Vice Chairman, Chairman of Executive Directors, Director of Nomination and Remuneration Committee and the Chairman of Risk Management Committee	7/7
3. Mr. Navamin Prasopnet	Assistant Chairman, and Executive Director	7/7
4. Mr. Sang Do Lee	Director and Executive Director	7/7
5. Mr. Siri Luengsawat	Director	7/7
6. Mr. Komsak Wattanasriroj	Director and Executive Director	7/7
7. Mrs. Punnee Worawuthichongsathit	Independent Director and Chairperson of Audit Committee	7/7
8. Mr. Preecha Leelasithorn	Independent Director, Member of Audit Committee and Chairman of Nomination and Remuneration Committee	6/7
9. Mr. Kriengsak Thiennukul	Independent Director, Member of Audit Committee and Member of Nomination and Remuneration Committee	6/7

Miss Saranya Amornrattanasuchad is the Secretary to the Board of Directors and Miss Pitirudee Sirisamphan is the Company Secretary.

Authorized Directors

Two out of top-four directors which are Mr. Pete Bodharamik, Mr. Soraj Asavaprapha, Mr. Navamin Prasopnet and Mr. Sang Do Lee are authorized to collectively sign with the Company's seal affixed.

Terms of Office

At each Annual General Meeting of Shareholders, one-third of the directors, or the number nearest to one-third if the number is not a multiple of three, must retire from office. The directors who must retire from the office in the first and second year after registration of a public limited company shall be decided by drawing lots. After that, the directors who have been in office the longest shall retire first. Retiring directors may be re-elected.

Authority, Duties and Responsibilities of Board of Directors

1. To perform his/her duties in compliance with the laws, objectives and Articles of Association of the Company as well as the resolutions passed by the shareholders' meeting based on responsibilities, reasonable diligence and integrity.
2. To consider, specify details and give approval towards vision, business strategies, direction, policy, guidelines, work plan and budget of the Company and subsidiaries as per details arranged by the Executive Committee and the Management Team.
3. To supervise and monitor management and performance of the Executive Committee, the Chief Executive Director, the Management Team or others who were assigned to perform such duties in order to ensure the compliance with the policy established by the Board of Directors.
4. To continuously monitor the Company's performance to ensure the compliance with the Company's work plan and budget.
5. To lead and control the Company and subsidiaries to employ appropriate and efficient accounting system as well as providing internal control and internal audit systems.
6. To designate the relevant units to arrange the statement of financial position and the statement of comprehensive income as of the end of fiscal year and sign off to certify such financial documents before presenting to the Annual General Meeting of Shareholders for asking approval.
7. To give opinion toward selection and appointment of the auditor as well as considering appropriate remuneration presented by the Audit Committee before proposing the Shareholders' Meeting.
8. implementing this policy in order to ensure the Company's responsibilities toward all stakeholders, with fair treatment.
9. To consider approving the appointment of persons having required qualifications, without prohibited characteristics according to Public Limited Companies Act, B.E. 2535 (as well as the amendment), Securities and Exchange Act, B.E. 2535 (as well as the amendment), and relevant notifications, requirements and/or regulations to assume the position of directors in cases of vacancy for directors due to other reasons other than retirement by rotation. The Board of Directors shall consider and give approval on appointment of new directors to replace directors retiring due by rotation as well as specifying the remuneration for directors as presented by the Nomination and Remuneration Committee before proposing the Annual General Meeting of Shareholders to consider approving.
10. To appoint committees, such as the Audit Committee, the Executive Committee, the Good Corporate Governance Committee, the Nomination and Remuneration Committee and the Risk Management Committee, or other committees as well as defining authority and duties of those committees in order to support the performance of the Board of Directors.
11. To specify and change names of authorized directors.
12. To consider the appointment of executives according to the specification and definition by SEC or CMSB and the Company Secretary as well as specifying remuneration of those executives as presented by the Nomination and Remuneration Committee.
13. To ask for external professional associations' opinion to support their precise decision making.
14. To encourage the Company's directors and executives to participate in seminars organized by Thai Institute of Directors (IOD), particularly seminars which are relevant to the directors and executives' duties and responsibilities.

However, the delegation of authority and responsibilities shall not be made in the manner that the Board of Directors or other persons delegated or sub-delegated by the Board of Directors enable to approve transaction, which they or others may have stake in, or receive benefit, or have conflicts of interest (as defined by the notifications of SEC or CMSB) with the Company or subsidiaries, except for approval of transaction according to the established policy and criteria approved by the Annual General Meeting of Shareholders or the Board of Directors.

Management Structure (as of December 31, 2013)



Remarks: *S.C. Accounting & Business Consultant (1995) Co., Ltd. is employed to be the Company and subsidiaries' internal auditor.

Executives

As of December 31, 2013, the Company has 10 executives:

Executives	Positions
1. Mr. Sang Do Lee	Chief Executive Officer
2. Mr. Navamin Prasopnet	Chief Marketing Officer
3. Mr. Komsak Wattanasriroj	Chief Financial Officer
4. Mr. Thawatvongse Silamanonda	Senior Vice President - International Business
5. Mr. Jiraparwat Boonyasen	Vice President - Mobile Business
6. Mr. Patompong Sirachairat	Vice President - Internet Business
7. Miss Pitirudee Sirisamphan	Vice President - Corporate Affairs
8. Miss Benjawan Rakwong	Vice President - Administration
9. Mr. Teerasak Tharaworn	Assistant Vice President - Human Resources
10. Miss Paweena Poonpattanasuk	Assistant Vice President - Accounting and Finance

The Company Secretary

The meeting of the Board of Directors No.1/2012 held on March 14, 2012 resolved to appoint Miss Pitirudee Sirisamphan to be the Company Secretary in compliance with the requirements of Securities and Exchange Act, B.E. 2535 (as well as the amendment). The Company Secretary shall be responsible for preparing and keeping registrations of directors, notices calling directors meeting, minutes of the Board of Directors Meeting, annual reports, notices calling shareholders' meeting, minutes of shareholders' meeting as well as keeping the report of interest filed by directors and executives and performing other duties as per the requirements of CMSB. The copy of report of interest under Section 89/14 arranged by the directors and executives must be submitted to the Chairman of the Board of Directors and the Chairperson of Audit Committee for their acknowledgement within seven business days from the date that the Company receives the report.

Remuneration for Directors and Executives

1) Remuneration in Cash

Remuneration for Director

The Company set a policy to fix appropriate remuneration for directors and high-ranking executives based on other companies within the same industry. Also, experience, scope of authority and responsibility of each position were taken into account. Meanwhile, the members of Nomination and Remuneration Committee are responsible for considering the remuneration and asking the meeting of the Board of Director and the shareholders' meeting to consider approval later on.

The 2014 Annual General Meeting of Shareholders resolved to approve the ceiling of remuneration for directors of not exceeding 5,000,000 Baht, with the gratuity for directors of not exceeding 2,000,000 Baht (equivalent to the gratuity for 2012). In addition, details of remuneration for the Board of Director, the Audit Committee and the Nomination and Remuneration Committee are as follows:

List of Directors	Positions	Remuneration (Baht)				
		Monthly Remuneration		Meeting Allowance ¹⁾	Gratuity	Total
		Board of Directors	Audit Committee	Nomination & Remuneration Committee		
1. Mr. Pete Bodharamik	Chairman	840,000	-	-	140,000	980,000
2. Mr. Soraj Asavaprapha	Vice Chairman, Chairman of Executive Directors, Member of Nomination and Remuneration Committee and Chairman of Risk Management Committee	600,000	-	20,000	120,000	740,000
3. Mr. Navamin Prasopnet	Assistant Chairman	360,000	-	-	60,000	420,000
4. Mr. Sang Do Lee	Director	240,000	-	-	40,000	280,000
5. Mr. Siri Luengsawat	Director	240,000	-	-	40,000	280,000
6. Mr. Komsak Wattanasirroj	Director	240,000	-	-	40,000	280,000
7. Mrs. Punnee Worawuthichongsathit	Independent Director and Chairperson of Audit Committee	240,000	240,000	-	80,000	560,000
8. Mr. Preecha Leelasithorn	Independent Director, Member of Audit Committee and Chairman of Nomination and Remuneration Committee	240,000	120,000	20,000	80,000	460,000
9. Mr. Kriengsak Thiennukul	Independent Director, Member of Audit Committee and Member of Nomination and Remuneration Committee	240,000	120,000	20,000	80,000	460,000
Total		3,240,000	480,000	60,000	680,000	4,460,000

Remarks: 1) Remuneration per meeting attendance

2) The Company did not fix the remuneration for other committees, such as Executive Committee and Risk Management Committee.

Remuneration for Executives

Total remuneration, including salary and bonus for 10 executives as of December 31, 2013 amounted to 20.46 million Baht.

2) Other Remuneration

Other Remuneration for Directors

None

Other Remuneration for Executives

On January 20, 2006, the Company established the provident fund under the management of TISCO Asset Management Co., Ltd. (TISCOASSET) in order to boost morale and promote long-term employee engagement. According to the provident fund policy, employees' contribution must be at least 3 percent of salary or they can select to adjust their contribution at the rate of not exceeding the contribution by the Company. In addition, the Company's contribution to the provident fund will be based on period of working of each employee. As of December 31, 2013, the Company's contribution to the provident fund for 10 executives amounted to 1.06 million Baht.

Personnel

1) As of December 31, 2013, there were 593 employees of the Company and subsidiaries and remuneration which is in the form of salary, overtime wage, social security fund contribution and provident fund contribution for those employees amounted to 240.58 million Baht.



Units	Employees (Persons)
Mono Technology PCL.	300
Subsidiaries	466
Total	766

2) As of December 31, 2013, number of employees can be summarized in terms of unit as follows:

Units	Employees (Persons)
Business Units	
Mobile Business	66
Internet Business	94
International Business	23
Support Unit	
Office of Chairman	8
Office of CEO	4
Sales and Corporate PR	20
Accounting and Finance	31
Administration	31
Human Resources	14
IT	5
Corporate Affairs	4
Total	300

3) Personnel Development Policy

Recognizing the importance of employees as a key driver for business success, the Company continues to enhance employees' knowledge, capability, skill and experience for efficient performance by arranging training courses for all levels of employees, as per annual training programs which were well-organized by the Company and external agencies.

Aside from learning as per the Company's regulations which was arranged by a department responsible for training and development, other internal units play a vital role to support the collaborative learning of employees through multiple activities, such as music clubs, marathon, mangrove reforestation, joining hands to build playgrounds for needy schools. Those activities have been provided for all employees throughout the year.



Corporate Governance

Corporate Governance Policy

The Board of Directors intends to encourage the Company to perform efficient operation together with conducting good corporate governance for best benefit of all shareholders and stakeholders. The Board of Directors also continues to protect the rights of shareholders with their best endeavors, perform equitable treatment of the shareholders and place emphasis on their responsibilities, transparency and disclosure. Therefore, the best practices have been set as guidelines in compliance with the Principles of Good Corporate Governance for Listed Companies (2006), with details divided into five core parts as follows:

1. Rights of Shareholders

In recognizing the importance on the rights of shareholders, the best practices have been defined below to ensure that the shareholders shall be protected for their basic legitimate rights, such as right to buy-sell-transfer shares, right to obtain adequate corporate information, right to participate in shareholders' meeting and vote on significant issue(s), right to obtain profit sharing and so on:

- (1) According to the law, shareholders shall be provided with prior notice of shareholders' meeting. The said notice shall contain necessary information about the meeting agenda(s), all supporting documents including with the Board's opinions, proxy forms designated by the Ministry of Commerce as well as the names of independent directors whom the shareholders can appoint as their proxy. The notice shall contain map of the meeting venue as well as lists of required documents that must be presented by the shareholders on the meeting date for the purpose of keeping their right to participate in the meeting. Also, the Company's Articles of Association relating to criteria and procedures of the meeting and voting must be specified in the notice. Necessary information on the meeting agenda(s) shall be disseminated via corporate website prior to the shareholders' receipt of the aforesaid documents. In this regard, the shareholders shall be allowed to register for the meeting at least one hour in advance.
- (2) Prior to commencement of the shareholders' meeting, the Chairman shall explain to the meeting about voting and vote counting criteria and procedures as clearly specified in the Company's Articles of Association. The Company shall also clearly separate vote for each agenda in order to protect the shareholders' right.
- (3) The Chairman shall allocate the meeting time sufficiently, and conduct the meeting appropriately and transparently. During the meeting, the shareholders shall be offered an opportunity to thoroughly express their opinions and raise their queries prior to voting and deciding resolution. All directors and executives in charge of core business shall attend the meeting so that the shareholders can raise any relevant questions to them.

- (4) The shareholders attending after commencement of the meeting were allowed to vote for agenda items that are still under consideration and do not reach the resolution.
- (5) Necessary news and information shall be regularly disseminated to the shareholders via corporate website as well as via communication channel(s) of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).
- (6) Communication channel(s) for direct inquiry about directors' activities, corporate governance, auditing issue(s) via emails of independent directors shall be provided for retail shareholders. Furthermore, retail shareholders are able to send their inquiry directly to Company Secretary for asking necessary information.
- (7) Shareholding structure of subsidiaries and associated companies (if any) shall be disclosed to all shareholders in order to ensure transparent and verifiable structure of corporate operation.
- (8) Corporate operation shall be performed with efficiency in order to produce sustainable growth, thus enabling the shareholders to gain appropriate returns.

2. Equitable Treatment of Shareholders

The Company has established guidelines of justified and equitable treatment of shareholders and undertook the following tasks:

- (1) The shareholders shall be offered an opportunity to propose extra issue(s) as the meeting agenda(s) prior to the shareholders' meeting date. Consequently, this shall be notified in advance via the SET's website. In addition, explicit criteria for the rights of shareholders to propose agendas for Annual General Meeting of Shareholders shall be notified via corporate website.
- (2) The shareholders shall be offered an opportunity to nominate any candidate(s) who have complete qualifications as defined in director's specifications for election as director and give their consent for nomination. Then, the application form (disseminated via corporate website) including required documents about their educational background and work experiences shall be submitted to the Company prior to the Board meeting, which is held before the Annual General Meeting of Shareholders (AGM). Deadline for submission of candidate name shall be specified by the Company in order to continue nomination procedures by the Nomination and Remuneration Committee. Furthermore, notification of nomination procedures and criteria shall be disseminated via the SET's communication channel(s). For the election, voting shall be made for individual director.
- (3) The shareholders' meeting shall be convened in accordance with the agenda(s) notified in the meeting notice. Corporate policy of no extra agenda(s) added without prior notice shall be set to offer the shareholders an opportunity to study relevant information before making decision. According to the Section 105 of Public Limited Company Act B.E. 2535, any extra issue(s) shall not be added in meeting agenda if it is not necessity, especially crucial issue(s) which the shareholders require a great deal of time to study relevant information before making decision.

- (4) The name of all independent directors shall be specified in the proxy form to help control voting direction. The shareholders shall be encouraged to specify their votes by themselves and provided with an option of proxy appointment including an opportunity to appoint any independent director as their proxy.
- (5) The Company promotes the use of ballot papers on significant agenda(s) such as related party transaction, acquisition or disposal of corporate assets and so on. Also, such ballot papers shall be classified for encouraging the shareholders to cast their votes as deemed appropriate. The scores on ballot papers (which will be collected in the meeting room) and on proxy forms shall be calculated altogether. Then, total scores shall be finally declared to the meeting.
- (6) The minutes of shareholders' meeting shall be taken accurately and completely and submitted to the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC) within 14 days after the meeting date. The aforesaid minutes shall be disseminated via corporate website enabling the shareholders to view it thoroughly.
- (7) In fairness to its shareholders, the Company shall have written procedures concerning the use and protection of inside information. These procedures shall be communicated to the Company's Board of Directors, executives, employees and all related persons, including spouse, minor children, and nominees, so as to prevent the use of important inside information that may have an impact on trading of the Company's shares and change in the Company's share price which has not been disclosed to the public. Directors and executives privy to such inside information are prohibited from trading in the Company's securities prior to the disclosure of information on the Company's performance and financial status or any important news that may cause a change in the Company's share price. According to the Securities and Exchange Act B.E. 2535, all directors and executives must regularly submit a report on their ownership of the Company's securities within 30 business days after they take office and must report all subsequent sales or purchase of the Company's securities to SEC within three business days from the transaction date.

3. Role of Stakeholders

The Company places great importance on the right of all stakeholders and conducts its business ethically with fair treatment of all stakeholders, within and outside the Company, including the shareholders, clients, employees, creditors, business partners and competitors, regulatory bodies, government agencies, society, and the environment.

The Company has established criteria for the treatment of each group of stakeholders:

Shareholders

Emphasis shall be given to the transparent dissemination of important information, both financial and non-financial, to the stakeholders that are accurate, sufficient and timely. Dissemination shall be made through different channels, such as announcements through the SET's electronic media, the Company's web site, newspapers, press releases, letters, etc.

Clients

The Company recognizes the importance of customer satisfaction through the enhancement of existing services and development of new services. At the same time, the Company ensures ethical treatment and responds to all customers' complaints or suggestions immediately.

Employees

The Company emphasizes the ethical treatment of employees who shall be appropriately remunerated. All employees must be advised through the manual of the Company's policies, benefits and welfare, such as rules and disciplines, leave obligations, group medical insurance scheme, group life insurance plan and provident fund.

The Company focuses on increasing knowledge, ability and experiences of employees through in-house and external training and seminars. This shall enable employees to perform their tasks efficiently and be able to cope with dynamic changes in products, technology, and rules of the various agencies. The topic of seminars includes notifications, requirements, rules and regulations of SET and SEC, accounting standards of various institutes, computer systems and programs, etc.

Creditors, Business Partners and Competitors

The Company focuses on practices in compliance with business terms and conditions that made with its contractual parties in a fair manner according to regulatory frameworks, fair competition principles, Statement of Business Conduct as well as relevant law and regulations.

Regulatory and Government Agencies

The Company adheres to the laws, notifications, rules and regulations stipulated by regulatory and related agencies, such as the Department of Business Development of the Ministry of Commerce, the Revenue Department of the Ministry of Finance, SET, SEC, etc. The Company also cooperates with relevant private agencies.

Society and Environment

The Company gives assistance through donations to various foundations and organizations, which carry out social activities such as the donation of tools, equipment and office supplies to temples, foundations and other social organizations. The Company shall also initiate campaigns on the conservation of energy and efficient utilization of office supplies.

To ensure good corporate governance in our business operation, the Company has established communication channels for its corporate governance (CG Hotline) through which complaints, comments and suggestions can be made. The stakeholders can communicate concerns about illegal or unethical practices by persons within the Company, including employees and other stakeholders via five communication channels of "CG hotline":

1. Telephone
2. Facsimile
3. The Company's website or email to cghotline@mono.co.th

4. Written submission to the Company Secretary by mail or in person.
5. Email to the Company's three independent directors that are the Audit committee

To gain confidence of those expressing their concerns via CG Hotline, the Company shall keep the source of such information confidential. The Company has written procedures for acknowledging and investigating such concerns which shall involve only authorized persons and the relevant persons.

In order to prevent and minimize unnecessary investigations that is not beneficial to the Company's operations and management and leads to the waste of the Company's resources, the Company Secretary together with the Audit Committee shall only investigate complaints that are considered beneficial to the Company's operations and management or related to the protection of the rights of shareholders and stakeholders:

- (a) Complaints or information that are useful for investigation of possible fraud or illegal practices of the Company or its directors or executives or employees that may cause damage or loss to the Company
- (b) Complaints about laws, rules and regulations with which the Company must comply
- (c) Complaints about the Company's operating and accounting policies which have already been set out
- (d) Complaints about transactions that constitute conflicts of interest or related party transactions as specified in the Notification of the Capital Market Supervisory Board (CMSB) or SET.
- (e) Complaints about the Company's financial statements and financial information
- (f) Complaints about the Company's operations and operational results
- (g) Complaints about other additional items as specified by the Board of Directors or the Audit Committee.

4. Disclosure and Transparency

The Company places emphasis on accuracy, sufficiency, timeliness and impartiality in disclosing information to SET, the Company's shareholders and related agencies.

- (1) The Company must disclose important information, both financial and non-financial. In disclosing financial information, especially the financial statements, the Company must ensure that they are correct, in accordance with generally accepted accounting principles, and have been audited/reviewed by an independent external auditor. The financial statements must also be approved by the Audit Committee and the Board of Directors before they are disclosed to SEC, SET, the shareholders, investors and relate agencies.
- (2) Information including financial statements, annual registration statements (Form 56-1), annual reports (Form 56-2) shall be disclosed on the Company's website, in both Thai and English.
- (3) Information on the roles and responsibilities of the Board of Directors and committees, the number of meetings and attendance of each director, and the director's and executives' remuneration policies are disclosed under the Management section of the Company's annual registration statements (Form 56-1) and annual reports (Form 56-2).

- (4) The Report of the Board of Directors' Responsibilities for Financial Statement must be presented together with the auditor report in the Company's annual report (Form 56-2).
- (5) The Company shall disclose the summary of approved corporate governance policy and the result of compliance with this policy in the Company's annual statements (Form 56-1) and annual reports (Form 56-2).

Currently, the Company has not established the specific unit to be responsible for investor relations because a small number of investor relations activities have been seen. However, the Chief Executive Officer is assigned to be responsible for communicating with institutional investors, shareholders, analysts and relevant government agencies.

5. Responsibilities of the Board of Directors

5.1 Structure of the Board of Directors

- (1) The Board of Directors is divided into two groups.

Group 1: Characterized by their executive management roles:

- Directors with executive management roles
- Directors without executive management roles

Group 2: Characterized by independency

- Independent Director
- Non-independent Director

As of December 31, 2013, the Board of Directors was comprised of nine members: three members were executive directors and six members were non-executive directors. ("The executive directors" is defined as top-four executives, next to the Chief Executive Officer.) Among those six members of the non-executive directors, three members were the independent directors and the members of Audit Committee. Meanwhile, three members of executive directors were comprised of the Chief Executive Officer, the Chief Marketing Officer and Chief Financial Officer. For the structure of Board of Directors, one-third of the total number of the Board of Directors are independent directors to ensure the checks and balances in voting as well as in the management of executives for the best benefit of the Company. In addition, the number of the Company's independent directors is in line with the SEC's regulations requiring one-third of the total number of members of the Board of Directors must be independent directors.

- (2) At each Annual General Meeting of Shareholders, one-third of the directors, or the number nearest to one-third if the number is not a multiple of three, must retire from office. The directors who must retire from the office in the first and second year after becoming a public company limited shall be decided by drawing lots. After that, the directors who have been in office the longest shall retire first.

Retiring directors may be re-elected in the Annual General Meeting of Shareholders.

Aside from retirement due by rotation, the directors shall retire due to:

1. Passing Away
 2. Resignation
 3. Qualifications fall short of the criteria or incompatibility as specified by law
 4. Resolution to be removed by the Annual General Meeting of Shareholders which requires not less than three-fourths of the number of shareholders attending the meeting and having the right to vote. Total number of shares shall be not less than a half of shares held by shareholders attending the meeting and having the right to vote.
 5. Order by the Court to resign
- (3) Persons to be appointed as independent directors must possess qualifications as required by SEC, CMSB and SET.
- (4) At least one-third, but not less than three members of the Company's Board of Directors must be independent directors.
- (5) The Chairman shall be elected by the Board of Directors, while the Chief Executive Officer shall be nominated by the Nomination and Remuneration Committee.
- (6) The Company's directors and executives can hold directorships or executive positions in the subsidiaries or other companies but directorships must be in accordance with the guidelines of SEC, CMSB, SET and other related agencies. Also, this matter must be disclosed to in the Board of Directors' meeting.
- (7) Company Secretary has been appointed by the Board of Directors to provide legal and regulatory advice to the Board, take care of the Board's administrative activities, monitor compliance with the Board's resolutions, and communicate with the shareholders, SEC, SET and other concerned regulatory agencies.

5.2 Committees

- (1) The Board of Directors can establish committees to assist in the study and screening of special tasks. The qualifications and scope of work of each committee shall be clearly defined.
- The Executive Committee must be appointed to formulate policies and make decision on important tasks. The Executive Committee shall carefully consider various matters before presenting to the Board of Directors for approval as well as checking and following up the policy implementation and management of the Company in compliance with the assignment of the Board of Directors.

The Chairman of the Board of Directors and the Chief Executive Officer must not be the same person for check and balance purposes by means of separation of supervision and management

roles. The Chairman of the Board of Directors is the director without executive management role; he is the leader of the directors, with the responsibility of being the Chairman in the meeting of the directors and the Annual General Meeting of Shareholders. On the other hand, the Chief Executive Officer who is the head and leader of the Company's executives shall perform his management role for the Board of Directors in order to achieve the specified work plans.

- The Audit Committee must be established to help the Board of Directors to review all financial reports of the Company to ensure accuracy and disclosure adequacy. The Audit Committee also reviews the suitability and efficiency of the internal control and audit systems as well as ensuring that all Company's operations are complied with the Company's regulations and policies as well as all applicable laws and notifications.
 - The Nomination and Remuneration Committee must be established to be responsible for nominating persons, with suitable qualification to be the Company's directors and proposing the Board of Directors or the Annual General Meeting of Shareholders (as the case may be) to consider those qualified persons for appointment as directors. Also, they must be responsible for considering the appropriate remuneration for the directors and high-ranking executives as well as the employment contract of high-ranking executives and overall rate for their salary increase. Consequently, the Board of Directors shall consider approving the remuneration of high-ranking executives and overall rate for salary increase. Nevertheless, the Annual General Meeting of Shareholders shall have the right to approve the remuneration for the directors.
 - A Risk Management Committee must be also established to evaluate risks to the Company business operation.
- (2) The Chairman of the Nomination and Remuneration Committee must be an independent director and at least one member of Nomination and Remuneration Committee must also be an independent director.

5.3 Roles and Responsibilities of the Board of Directors

The Separation of duties of policy establishment and regular task management

The Board of Directors considered and decided to clearly separate duty and responsibility for policy establishment and regular task management. The Chairman of the Board of Directors shall not be the same person as the Chief Executive Officer. The Chairman of the Board of Directors is the leader who takes an important role to make decision on the Company's policy according to the meeting of the Board of Directors that joins hands with the management team to consider and define business target. The Chairman of the Board of Directors is also the head to effectively run the meeting of the Board of Directors by encouraging all directors to take part in the meeting through freely expressing their opinion as well as to act as the Chairman of Annual General Meeting of Shareholders. The Chairman of the Board of Directors shall not engage in the management of regular works, but giving supports and suggestions for business undertaking by the management team through the

Chief Executive Officer. Typically, the Chief Executive Officer is responsible for management under the scope of authority assigned by the Board of the Directors.

Moreover, the Chairman of the Board of Directors is not the Chairman or a member of any committee in order to truly promote the independency of the committee.

5.4 Board of Directors' Meeting

- (1) The meeting of the Board of Directors shall be scheduled in advance and at least four meetings must be held per year (once every three months). The regular agenda for each meeting shall be clearly defined, such as the consideration of the financial statements reviewed or audited by auditors. The Chairman of the Board of Directors, Chief Executive Director and directors shall jointly consider the importance and necessity for inclusion of the other agenda items. In case where the Board of Directors' meetings are not held every month, the Company shall prepare a monthly report of its performance for the Board of Directors so that they can continuously monitor and control the performance of the management unit.
- (2) The Executive Committee shall meet approximately once every month to review the Company's performance and management.
- (3) All committees can hold meetings to approve matters, within authority and power assigned by the Board of Directors and the Company Secretary shall act as the coordinator.
- (4) Details of the meeting and supporting documents shall be sent to each director in advance of the meeting date. The documents shall be concise. In cases where details of the agenda cannot be disclosed in writing, the confidential issue shall be brought up for discussion during the meeting.
- (5) The meeting of non-executive directors, without the presence of the management team can be arranged as appropriate. The Company Secretary shall act as the coordinator and inform the executive directors of the meeting result.
- (6) Directors can access additional information via the Chief Executive Officer, the Company Secretary or the executives designated as a contact person.
- (7) Executives of the Company and other related persons shall attend the meeting of the Board of Directors to present information and details to support the Board's accurate and timely decision-making.

5.5 Self Assessment by the Board of Directors

- (1) The Board of Directors promotes assessment of the Board as a whole at least once a year so that their performance can be improved upon accordingly. The topic of assessment shall be clearly defined before the assessment which can be divided into two parts as follows:
 - (a) Assessment of performance of each member of the Board of Directors; and

- (b) Assessment of performance of the Board of Directors overall so that the result can be discussed in the meetings for acknowledgement and consideration which can be adopted for continuous improvement

5.6 Remuneration for Directors and Executives

- (1) Remuneration for the directors is fixed based on the level of remuneration of companies in the same industry as well as experiences, scope of work and responsibilities of each committee. The remuneration shall be considered appropriately at the fixed rate.
- (2) Remuneration including remuneration in terms of salary, bonus and other incentives for the Chief Executive Director and executive directors shall be in line with the criteria approved by the shareholders' meeting.
- (3) The Nomination and Remuneration Committee shall determine the remuneration and evaluate the performance of the directors, the executive directors and the Chief Executive Director before proposing to the Board of Directors and the shareholders' meeting for consideration.
- (4) The Chairman of the Board of Directors shall consider and review the remuneration for the executives and employees at least once a year based on the Company's performance as well as performance, years of employment and capability of employees. The result of consideration shall be submitted to the Nomination and Remuneration Committee, the Executive Committee and Board of Directors for consideration.

5.7 Professional Development for Directors, Executives and Employees

- (1) The Company encourages the directors, executives and Company Secretary to attend seminars and training programs hosted by the Thai Institute of Directors, SET, SEC and the National Corporate Governance Committee as the knowledge gained from the seminars will be beneficial and can help improve their performances. Basically, the directors must attend all development programs as required by SET and SEC.
- (2) The Company shall provide new directors with all relevant documents and information, such as the Director's Handbook, annual registration statements (Form 56-1), annual reports (Form 56-2), minutes of the Board of Directors' and shareholders' meetings, the Company's good corporate governance policies and other information to support the performance of new directors.
- (3) The Company shall arrange executives and employees to rotate their tasks as appropriate, based on their abilities, work assignment and timing. The Chief Executive Officer shall determine the duration of their assignment and evaluate their performances in preparation of the development and succession plans. This shall increase the capabilities of the executives and employees and enable them take over each other's position as required.

Committees

The Company's management structure consists of Board of Directors, Audit Committee, Executive Committee, Nomination and Remuneration Committee and Risk Management Committee. All directors and executives of the Company possess qualifications that meet requirements of Section 68 of Public Limited Companies Act, B.E. 2535, Securities and Exchange Act, and relevant notifications of Capital Market Supervisory Board (CMSB). The management structure of the Company is as follows:

1. Audit Committee

As of December 31, 2013, the Audit Committee comprised three members and details of their meeting attendances were as follows:

Name	Position	Number of Attendances/ Number of Meetings (Time)
Mrs. Punnee Worawuthichongsathit	Chairperson of Audit Committee	4/4
Mr. Preecha Leelasithorn	Member of Audit Committee	3/4
Mr. Kriengsak Thiennukul	Member of Audit Committee	4/4

The member of Audit Committee who has adequate expertise and experience to review creditability of the financial statements is Mrs. Punnee Worawuthichongsathit and the Secretary to the Audit Committee is Miss Suansri Suankul.

Term of Office

The Audit Committee serves a term of three years since the appointment date. The retiring members of the Audit Committee shall be re-elected. In cases of vacancy for the member of Audit Committee due to other reasons aside from retirement by rotation, the Board of Directors shall appoint those possessing complete qualification to be the member of Audit Committee in order to replace the vacant position as specified by the Board of Directors. The replacement member will serve only the remaining term of the Audit Committee member whom he/she replaces.

Authority, Duties and Responsibilities of the Audit Committee

1. To review the Company's financial reports and ensure its accuracy and adequacy.
2. To review the Company's internal control and internal audit systems and ensure that they are suitable and effective.
3. To review and ensure the Company's compliance with the law on securities and exchange, regulations of SET and the laws relating to the Company's business.
4. To consider, select and nominate an independent person for appointment as the Company's auditor and propose remuneration for such person, as well as to attend a non-management meeting with the auditor at least once a year.
5. To consider related party transactions or transactions that may lead to conflicts of interest and ensure that they are in compliance with the laws and the regulations of SET and reasonable as well as creating the highest benefit for the Company.

6. To prepare and disclose the Report of the Audit Committee in the Company's annual report. This report must be signed by the Chairperson of the Audit Committee and must contain at least the following information:
 - an opinion on the accuracy, completeness and credibility of the Company's financial reports;
 - an opinion on the adequacy of the Company's internal control system;
 - an opinion on the compliance with the law on securities and exchange, the regulations of SET, or the laws relating to the Company's business;
 - an opinion on the suitability of an auditor;
 - an opinion on the transactions that may lead to conflicts of interest;
 - the number of the Audit Committee's meetings and the attendance at such meetings by each committee member;
 - an opinion or overview of comments received by the Audit Committee from its performance of duties in accordance with the charter; and
 - other reports which should be disclosed to the shareholders and general investors within the scope of duties and responsibilities designated by the Board of Directors.
7. To review Internal Audit unit's operations in the following aspects:
 - Consider the scope of operations, annual audit plan and budget, and performance of personnel to ensure that they are suitable and aligned with the scope of operations and adequate for supporting the performance of duties of the Audit Committee;
 - Consider the appointment, rotation or termination of employment of head of Internal Audit unit;
 - Consider the performance report; and
 - Consider the independence of Internal Audit unit.
8. To consider and review the auditing rules and procedures and ensure they always fit with business circumstances.
9. To report the summary of the Audit Committee's missions to the Board of Directors.
10. To report the Board of Directors when the Audit Committee finds or suspects any of the following transactions or acts, which could materially affect the Company's financial position and operating results, in order to take a corrective action within the period of time that the Audit Committee deems fit:
 - a transaction which causes conflicts of interest;
 - a fraud, unusual practice or material defect in relation to the internal control system; and
 - a violation of the law on securities and exchange, the SET's regulations or the laws relating to the Company's business.

In the event that the Board of Directors or executives fails to have the corrective action taken within

the time period specified in the first paragraph, any member of the Audit Committee may report the occurrence of any such transaction or act specified in the first paragraph to SEC or SET.

11. To perform duties as mentioned in No. (1) - (10) in the part that is related to business operation of subsidiaries as the Audit Committee has been assigned to do so or upon request from the subsidiaries. Also, such performance must be within scope of their authority and duties.
12. To perform any other act as assigned by the Board of Directors, provided that such matter must be approved by the Audit Committee.

The Audit Committee has authority to take following actions: inviting directors, employees, staff to attend the meeting to clarify and answer any question relating to the Committee's duties and responsibilities; discussing with the Company's expert or consultant (if any) or hiring a third-party consultant or specialist if necessary at the Company's expenses; requesting the Company's employees to submit necessary documents about the Company's operations for auditing or investigation for work accomplishment; assigning any employee or staff to take particular action to support auditing activities; and taking action specified above in relations to subsidiaries as assigned or requested by subsidiaries and within scope of their authority and duties.

As the Internal Audit Unit has not been established, S.C. Accounting & Business Consultant (1995) Co., Ltd., a third party company, with no relationship with the Company and subsidiaries, was employed to be the internal auditor responsible for auditing internal control system of the Company and subsidiaries in order to ensure adequacy and appropriateness of our internal control system

2. Executive Committee

As of December 31, 2013, the Executive Committee comprised six members and details of their meeting attendances were as follows:

Name	Position	Number of Attendances/ Number of Meetings (Time)
Mr. Soraj Asavaprapha	Chairman of Executive Committee	14/17
Mr. Navamin Prasopnet	Executive Director	14/17
Mr. Sang Do Lee	Executive Director	17/17
Mr. Komsak Wattanasriroj	Executive Director	15/17
Mr. Jiraparwat Boonyasen	Executive Director	16/17
Mr. Patompong Sirachairat	Executive Director	14/17

Miss Saranya Amornrattanasuchad is the Secretary to the Executive Committee.

Term of Office of Executive Committee

The Executive Committee serves a term of two years since the appointment date. The retiring members of the Executive Committee shall be re-elected.

Authority, Duties and Responsibilities of the Executive Committee

1. To be responsible for management of the Company's business to meet the established objectives of business operation. The business management must be in line with the policy, requirements or orders designated by the Board of Directors. Moreover, the Executive Committee shall consider and screen relevant matters before proposing the Board of Directors to consider approving.
2. To arrange the Company's vision, business strategy, policy, work plan as well as budget of the Company and subsidiaries before proposing the Board of Directors to consider approving.
3. To monitor, examine and follow up management policy and guideline implementation by the Company to ensure that they are in compliance with the assignment of the Board of Directors.
4. To have authority to consider approving some cases or operations regarded as regular business of the Company under financial limit or annual budget approved by the Board of Directors and to perform any action as specified above. In details, the Executive Committee shall have authority to approve expenses or procurement or lease or hire purchase that are relevant to the Company's operation and investment for both core business or supporting units at the financial limit of 30 million Baht; and have authority to approve borrowing from financial institutions to continue regular transactions of the Company at the financial limit of 30 million Baht.
5. To report the operation results to the Board of Directors according to following topics and time limit:
 - 5.1 Quarterly report of operation results must be submitted within the period of time specified by SET
 - 5.2 Reports of Auditor on the Company's financial statements as well as annual and quarterly financial Statements must be submitted within the period of time specified by SET
 - 5.3 The submission of other reports will be made within the period of time that the Executive Committee deems fit.
6. At the meeting of the Executive Committee for considering any operations as per authority, duties and responsibilities specified in this orders, at least half of all members of Executive Committee must attend the meeting to constitute a quorum, allowing the Executive Committee to continue such operations.
7. For voting at the meeting of the Executive Committee, each director shall have 1 (one) vote. In case of an equality of votes, the Chairman of the Executive Committee shall cast 1 (one) vote to make the final decision.
8. For a resolution on each agenda at the Meeting of the Executive Director, votes for approval must reach at least half of entire votes at that meeting.
9. The meeting of the Executive Committee must be arranged as necessary and appropriate. Each director can convene the special meeting aside from the normal meeting. Nevertheless, the notification of meeting agenda(s) shall be presented to other directors prior to the meeting as appropriate, allowing other directors to have sufficient time to consider the said agenda(s).
10. The Executive Committee can appoint any working team and/or persons to consider and screen works before presenting to the Committee; or to perform other actions beneficial to the performance of duties of the Committee; or to perform other actions on their behalf as per their assignment and within their scope of authority, duties and responsibilities.

11. The Executive Committee shall have authority of sub-delegation. Moreover, the Executive Committee shall be able to designate any person to perform a particular works on their behalf. Such sub-delegation of authority and/or assignment must be under the scope of delegation of authority as per the given power of attorney and/or comply with regulations, requirements or orders specified by the Board of Directors. However, the delegation of authority and responsibilities of the Executive Committee shall not be made in the manner that the Executive Committee or other persons delegated by the Executive Committee enable to approve transaction, which they or others may have stake in, or receive benefit, or have conflicts of interest (as defined by the notifications of SEC or CMSB) with the Company or subsidiaries.

3. Nomination and Remuneration Committee

As of December 31, 2013, the Nomination and Remuneration Committee comprised three members and details of their meeting attendances were as follows:

Name	Position	Number of Attendances/ Number of Meetings (Time)
Mr. Preecha Leelasithorn	Chairman of Nomination and Remuneration Committee	2/2
Mr. Kriengsak Thiennukul	Member of Nomination and Remuneration Committee	2/2
Mr. Soraj Asavaprapha	Member of Nomination and Remuneration Committee	2/2

Miss Pitirudee Sirisamphan is the Secretary to the Nomination and Remuneration Committee.

Term of Office of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee serves a term of two years since the appointment date. The retiring members of the Nomination and Remuneration Committee shall be re-elected.

Authority, Duties and Responsibilities of the Nomination and Remuneration Committee

1. To consider the policy and criteria on selection of qualified persons to be the Company's directors and executives as well as to select persons and nominate names of qualified persons before proposing the meeting of the Board of Directors and/or the shareholder's meeting to consider approval of the appointment of the Company's directors and high-ranking executives.
2. To consider revision of the policy and criteria on remuneration and benefits of the Company's directors and high-ranking executives.
3. To advise the Board of Directors about presentation of the remuneration of directors and high-ranking executives

to the meeting of the Board of Directors and/or the shareholders' meeting in order to ask for their approval. The Board of Directors shall have authority to approve remuneration and benefits of high-ranking executives, while the shareholders' meeting shall have authority to approve remuneration and benefits of the Board of Directors.

4. Risk Management Committee

As of December 31, 2013, the Risk Management Committee comprised six members and details of their meeting attendances were follows:

Name	Position	Number of Attendances/ Number of Meetings (Time)
Mr. Soraj Asavaprapha	Chairman of Risk Management Committee	4/4
Mr. Thawatvongse Silamanonda	Member of Risk Management Committee	4/4
Mr. Jiraparwat Boonyasen	Member of Risk Management Committee	4/4
Mr. Patompong Sirachairat	Member of Risk Management Committee	4/4
Mr. Bannasit Rakwong	Member of Risk Management Committee	4/4
Miss Paweena Poonpattanasuk	Member of Risk Management Committee	4/4

Miss Paweena Poonpattanasuk is the secretary to the Risk Management Committee.

Term of Office of the Risk Management Committee

The Risk Management Committee serves a term of two years since the appointment date. The retiring members of the Risk Management Committee shall be re-elected.

Authority, Duties and Responsibilities of the Risk Management Committee

1. To review and screen policy and guidelines on overview of the Company's risk management covering key risks relevant to financial matters, investment and the Company's reputation before proposing the Board of Directors to consider approving.
2. To formulate strategies and guidelines on the Company's risk management to be in line with the established risk management policy as well as to evaluate, monitor and control the Company's risk at acceptable and appropriate level.

3. To monitor and ensure that risk management activities are in compliance with risk management policy and guidelines as approved by the Board of Directors.
4. To specify risk measurement criteria and the Company's risk appetite limit.
5. To set appropriate risk management measures that can cope with all different situations.
6. To review sufficiency of risk policy and management system as well as effectiveness of risk management system and compliance with the policy.
7. The Company's management, operation, risk status, changes and areas of improvement to keep risk management in line with the Company's policy and strategy must be regularly reported to the Board of Directors.
8. To appoint a working team of risk management as necessary.
9. To support the working team of risk management in terms of personnel, budget and other necessary resources under the scope of responsibilities of the team.

Recruitment and Appointment of Directors and Executives

For the selection of persons to assume the position of the Company's directors and executives, the Nomination and Remuneration Committee shall be responsible for recruit and select persons to take the said position as well as nominating names of qualified persons to the Board of Directors and/or the shareholders' meeting (as the case may be). Persons to be appointed as directors and executives must possess complete qualifications required by Section 68 of Public Limited Companies Act, B.E., 2535 (as well as the amendment), Securities and Exchange Act and relevant notifications of CMSB. Moreover, their knowledge and competency as well as working experiences shall be taken into consideration.

Details of composition and appointment of the Board of Directors/ independent directors, the Audit Committee, the Executive Committee, the Nomination and Remuneration Committee and the Risk Management Committee are as follows:

Composition and Appointment of the Board of Directors

The Board of Directors shall comprise no less than five members and half of them shall be resident in Thailand. The directors need not be the Company's shareholders.

Regarding the appointment of the Board of Directors, the Nomination and Remuneration Committee shall be responsible for selecting persons to assume the positions in the Board of Directors by taking into account their knowledge, competency and business-related experiences. Moreover, the Nomination and Remuneration Committee may consider appointing the Company's major shareholders to assume the positions in the Board of Directors as their business experience that may be beneficial to the Company's operation. However, the appointment of new directors must be approved by the meeting of the Board of Directors and/or the shareholders' meeting (as the case may be). In addition, the Company's Articles of Association requires that the directors shall be elected at the shareholders' meeting as per these following criteria and procedures.

- (1) One share is entitled to one vote
- (2) Each shareholder must exercise votes as per (1) above to elect one or several directors but cannot separate the votes among directors.
- (3) Persons who receive the largest number of votes, in descending order, shall be elected to be the directors until the vacancies are filled. In the event of persons receiving equal votes and exceeding the number of vacancies to be filled, the Chairman of the meeting shall cast the vote to make the final decision.

At each Annual General Meeting of Shareholders, one-third of the directors, or the number nearest to one-third if the number is not a multiple of three, must retire from office. The directors who must retire from the office in the first and second year after becoming a public company limited shall be decided by drawing lots. After that, the directors who have been in office the longest shall retire first. Retiring directors may be re-elected.

Composition and Appointment of Independent Directors and Audit Committee

Independent Directors

As specified by the Company, at least one-third, but not less than three members of the Company's Board of Directors must be independent directors which shall be appointed by the Board of Directors or the shareholders' meeting (as the case may be).

Based on the criteria of the selection of the Board of Directors, those who will be appointed to be independent directors shall possess qualifications, without prohibited characteristics of directors according the Public Limited Companies Act and law on securities and exchange, as well as relevant notifications, requirements and/or regulations. Qualifications of independent directors will be considered from their educational qualification, specialized expertise, working background and other preferable characteristics. Well qualified candidates for being independent directors shall be presented to the shareholders' meeting for consideration. In cases of vacancy for independent directors before the end of their term of office, the Board of Directors shall appoint those possessing complete qualifications to be the independent directors in order to replace the vacant position. The replacement member will serve only the remaining term of independent directors whom he/she replaces.

Qualifications of independent directors as specified by the Board of Directors are as follows:

1. Holding not more than one percent of shares (with voting right) of the Company, holding company, subsidiaries, associated company, a major shareholder or controlling person of the Company, which shall be inclusive of the shares held by any related person of such independent director;
2. Neither being nor having been an executive director, employee, staff or advisor receiving regular salary or controlling person of the Company, holding company, subsidiaries, associated company, subsidiaries of the same level or a major shareholder or controlling person of Company, unless the foregoing status has ended

for more than two years prior to the date of submitting the application to the Securities and Exchange Commission (SEC). This condition does not include an independent director who used to be a government officer or advisor to any government agencies who is a major shareholder or controlling person of the Company.

3. Not being a person related by blood or registration under law, such as father, mother, spouse, sibling, or child, including the spouse of a child of any executive, major shareholder, controlling person or person to be nominated as an executive or a controlling person of the Company or subsidiaries.
4. Neither holding nor having held a business relationship with the Company, holding company, subsidiaries, associated company, major shareholder or a controlling person of the Company in a manner which may interfere with his/her independent judgement, and neither being nor having been a substantial shareholder or a controlling person of any person having a business relationship with the Company, holding company, subsidiaries, associated company, major shareholder or controlling person of the Company unless the foregoing relationship has ended for more than two years prior to the date of submitting the application to the Securities and Exchange Commission (SEC).

The abovementioned business relationship includes normal business transaction, rental or lease of immovable property, the transaction relating to assets or services as well as the offer or the receipt of financial aids by way of borrowing or loan, guarantee, collateral loan and other transactions of similar manner which may cause debt burden between the Company and the party to agreement from the amount of three percent of net tangible assets of the Company or more than 20,000,000 Baht, whichever is lower. Mutatis mutandis, in calculating such debt, the method of calculating the value of related party transactions stated in the announcement of CMSB's regulations on the execution of related party transaction should be applied. Any debt burden occurring during the period of one year prior to the date of the business relationship with the same person must be included when considering such debt burden.

5. Neither being nor having been an auditor of the Company, holding company, subsidiaries, associated company, a major shareholder or controlling person, and not being a substantial shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, holding company, subsidiaries, associated company, major shareholder or controlling person unless the foregoing relationship has ended for more than two years prior to the date of submitting the application to the Securities and Exchange Commission (SEC).
6. Neither being nor having been any professional adviser including legal adviser or financial adviser who receives an annual service fee exceeding 2,000,000 Baht from the Company, holding company, subsidiaries, associated company, a major shareholder or controlling person, and not being a substantial shareholder, controlling person, or partner of the professional adviser, unless the foregoing relationship has ended for more than two years prior to the date of submitting the application to SEC.
7. Not being a director who has been appointed as a representative of the Company's director, major shareholder, or shareholder related to the major shareholder;

8. Not operating any business that is of the same nature as or that significantly competes with the business of the Company or subsidiaries as well as not being a significant partner in a limited company, an executive director, employee, staff, advisor receiving regular salary or a person holding over one percent of the total number of shares with voting rights of other companies which operate the same type of business and which significantly competes with the Company's and the subsidiaries' business operation.
9. Not having any characteristics that prohibit the expression of independent opinion towards the Company's business operation.

Audit Committee

The Audit Committee comprises of at least three independent directors who serve a term of three years since the appointment date. The Company set policy of selection of the Audit Committee and independent director that is in line with the Notification of CMSB No. Tor Chor. 28/2551 Re: Application for Permission and Grant Permission to Offer Newly Issued Shares, dated December 15, 2008 (as well as the amendment), with following details:

1. They must be appointed by the Board of Directors or the shareholders' meeting (as the case may be)
2. They must possess qualifications of independent directors as mentioned above and;
 - 2.1 They shall not be directors delegated by the Board of Directors to make decision on operations of the Company, subsidiaries, subsidiaries at the same level, major shareholders or controlling person of the Company and;
 - 2.2 They shall not be directors of subsidiaries or same-level listed subsidiaries.

In addition, at least one of independent director assuming the position of the Audit Committee must have sufficient knowledge and experience in accounting or finance to perform reviewing the creditability of financial statements. Meanwhile, business-related business, specialized expertise relating to business and the Code of Ethics of the said member of Audit Committee shall be taken into account.

Based on the criteria and methods of the appointment of the Board of Directors, the retiring members of the Audit Committee shall be re-elected. In cases of vacancy for the member of Audit Committee due to other reasons aside from retirement by rotation, the Board of Directors shall appoint those possessing complete qualification to be the member of Audit Committee in order to replace the vacant position as specified by the Board of Directors. The replacement member will serve only the remaining term of the Audit Committee member whom he/she replaces.

Composition and Appointment of the Executive Committee

The Board of Directors shall appoint the Executive Committee from the Company's directors or high-ranking executives who can perform management of the Company's normal business activities and can formulate policy, business plan, budget and management structure as well as auditing and monitoring the Company's operation results according to the policy specified by the Board of Directors.

Composition and Appointment of the Nomination and Remuneration Committee

Some directors of the Company shall be appointed as the Nomination and Remuneration Committee and one-third of the total number of the Nomination and Remuneration Committee must be the independent director and the Chairman of the Nomination and Remuneration Committee must be the independent director.

Composition and Appointment of the Risk Management Committee

The Board of Directors shall appoint the Risk Management Committee by selecting from the Company's directors or high-ranking executives in both business and supporting units to be responsible for considering risk-related issues of the Company.

Control of Subsidiaries and Associated Companies' Business Operations

The Company's Board of Directors shall be responsible for business management and operation of the Company as well as the operation of subsidiaries in compliance with our main business plan, resolutions of shareholders, laws as well as objectives and Articles of Association of the Company. The Board of Directors must control the operations of the Company and subsidiaries to comply with the regulations of SET, through the supervision of Board of Directors in order to control, manage and be responsible for the operation of the Company and subsidiaries, with details summarized as follows:

1. The Board of Directors sets the policy to appoint their representative to be the director or executive of subsidiaries and associated companies in order to monitor the operation of such companies to be in line with the Company's policy.
2. The Board of Directors continues to monitor the operation of subsidiaries or associated companies and sets guidelines to control the operation of such companies for a person who was appointed as the director or executive.
3. The Board of Directors continues to control the business operation of subsidiaries or associated companies to meet the approved business policy, goals, operation plan, strategy and budget.
4. The Board of Directors considers designing the organization structure and management of subsidiaries or associated companies to add their business operation efficiency and suit current business circumstances.
5. The Board of Directors shall consider approving the budget and spending for investment, operations, transactions of acquisition or disposition of assets, borrowing from financial institutions, lending, capital increase and decrease or business closure that may significantly affect subsidiaries or associated companies' operations.
6. The Audit Committee shall review accuracy and reliability of financial reports, internal control system, internal auditing works, related party transactions, compliance with related law and regulations as well as monitoring and controlling of subsidiaries and associated companies' operations.

7. The Risk Management Committee shall consider screening the policy and risk management guidelines of subsidiaries and associated companies.
8. The Board of Directors focuses on improving management as well as providing good corporate governance and efficient risk management system of subsidiaries and associated companies.
9. The subsidiaries and associated companies must report their performance to the Board of Directors of the Company. Also, the Board of Directors must consider such performance regularly in order to support their planning and goals of business operation in the future.

Control of the Use of Inside Information

The Company has a policy and practices to control the exploitation of inside information by the directors and executives for their personal benefit, including securities trading:

1. The Company formulates the written guidelines for keeping information and preventing inside information exploitation in order to promote fairness to shareholders, customers, business partners and all stakeholders according to laws and principles of good corporate governance.
2. The directors, executives and employees are forbidden from exploitation of inside information that has a significant impact on the Company's securities trading and the change in share price that has not yet been declared to the public for their personal or other's interest.
3. The directors, executives as well as those in the executive positions of accounting or finance unit from the level of manager and above and employees in the unit where inside information is available must refrain from the Company's stock trading for one month prior to the date of announcement of operation results and financial statement or important information that have impact on the change in the Company's stock price until such information is declared to the public.
4. The directors, executives as well as those in the executive positions of accounting or finance unit from the level of manager and above shall report ownership of all securities issued by the Company, pertaining to themselves, spouses and/or minor children to the Company Secretary within 30 days after formally assuming the position as well as reporting all of their securities trading to SEC within three business day after transaction date as specified by the Securities and Exchange Act.
5. The directors, executives and those in the executive positions of accounting or finance unit from the level of manager or above as well as their spouses and minor children shall report all the change of their ownership of securities to the Company Secretary. Later, the Company Secretary shall report such change to relevant authorities.
6. The Company gives significance on inside information exploitation that may affect the Company's benefits or create the conflict of interest by specifying details in the Good Corporate Governance policy, the Code of Conduct, best practices for working, employment contract and working-related regulations.

7. The Company gives significance on strict and consistent protection of customers' confidential information and prevention of the use of such information for benefits of directors, executives, employees and relevant persons, unless otherwise prescribed by laws.
8. The Company gives significance on protection of information on IT system by controlling and/or preventing the access to the Company's information by outsiders and designing the access control for each level of employee based on their authority and responsibilities.
9. In cases where external parties are involved in special projects dealing with information undisclosed to the public and during the negotiation stage, such projects shall be regarded as inside information as it may affect Company's share price. These external parties must sign a confidentiality agreement with the Company until the information is disclosed to SET and SEC.
10. Directors, executives or employees that fail to comply with the Company's regulations of inside information must be subject to penalties according to the Company's disciplinary action and/or laws (as the case may be).

Remuneration of Auditor

In 2013, the Company and subsidiaries incurred audit fee for auditor from Ernst & Young Office Limited and other audit firms overseas , with details as follows:

Type	Fee (Baht)
Audit fee	3,410,000
Non-audit fee	70,000
Total	3,480,000

Other Compliance with Corporate Governance Principle

Report on Compliance with Corporate Governance Policy

In 2013, details of the Company's compliance with corporate governance policy established by the Board of Directors are as follows:

1. Rights of Shareholders and 2. Equitable Treatment of Shareholders

1. The Company arranged the 2013 Annual General Meeting of Shareholders on March 13, 2013 before listing on Market for Alternative Investment (mai). This practice is regarded as the compliance with the regulations of SET and SEC as well as corporate governance policy. Also, the invitation to the annual shareholders' meeting as well as attachment (as specified in the policy) was sent by registered mail at least 14 days prior to the meeting. All members of the Board of Directors participated in the shareholders' meeting, with 100-percent attendance of shareholders.
2. The Company gives the equal rights to shareholders to express their opinions and raise inquiries before voting and deciding resolution of each agenda. One share is equal to one vote. For the normal agenda, a resolution of the meeting shall be decided by a majority vote of the shareholders attending the Meeting and being entitled to vote.
3. The Company completely and accurately reported its performance to all shareholders and minutes of the 2013 Annual General Meeting of Shareholders was also completely recorded.
4. After being a listed company, the Company disclosed information via the SET and SEC's website as specified in the related regulations as well as via the Company's website (<http://www.mono.co.th>) Information about corporate governance policy and code of conducts of directors and executives is disclosed in the "Corporate Governance" section. Also, the Company reported news and information and financial information in the "Investor Relations" section and provided a communication channel for retail investors to raise any inquiry via Email: ir@mono.co.th.
5. The policy on the control of the use of inside information can be viewed from the Annual Registration Statement (56-1 form) No. 9.5 governing the control of the use of inside information. Also, the Company regularly sent a mail to prohibit the directors and executives to reveal the inside information which may significantly affect securities trading, especially before the disclosure of performance and financial position or other information that may result in any change in price of securities.

3. Role of Stakeholders

The Company has been conducting business based on ethical principal and gives significance on stakeholders. For the business operation, the Company established Customer Service unit in order to be responsible for giving news and information about products and services of the company, receiving complaints as well as coordinating works in order to help resolve problems that the customers may have.

On the part of Corporate Affairs unit, the Company provided a communication channel to hear matters relating to corporate governance via "CG Hotline." During the previous year, there was no dispute between the Company and each group of stakeholders.

4. Disclosure and Transparency

The Company accurately and completely disclosed important information, such as financial as well as non-financial information in equitable manner according to the requirements of SET and SEC in order to enhance the confidence of shareholders. In addition, related information was disseminated continuously via the Company's website.

5. Responsibilities of the Board of Directors

1. Structure of Board of Directors comprised of three independent directors from the entire number of nine directors. The three independent directors are also in the Audit Committee of the Company, with qualification required by SEC, CMSB and SET and independency in the management of auditing works.
2. The Board of Directors clearly separated the duties and roles of the Chairman of the Board of Directors and Chief Executive Officer (CEO). That is to say, the Chairman of the Board of Directors shall not participate in the normal business management, but regular giving support and advices for business operation of management team via CEO. On the other hand, CEO shall be responsible for management under the scope of authority empowered by the Board of Directors.
3. The Company clearly separated the roles, duties and responsibilities among the Board of Directors, the Executive Committee and executives by specifying (in writing) the scope of authority, duties and financial limit that each level of management can approve.
4. The Company set good practices relating to the code of conduct of the directors and executives in order to use as the principle of business operation. During their operations, all directors and executives must comply with this principle which is disseminated via the Company's website.
5. At least four meetings of the Board of Directors of the Company were regularly held per year in order to consider normal agendas of each quarter. Meanwhile, a monthly meeting of the Executive Committee was held in order to approve operational budget, acknowledge the Company's performance and management as well as dividing authority for other committees as per their scope of responsibilities. Such Committee shall screen information and monitor operations in order to promote efficiency and timeliness of the management and business operation.
6. Every year, at least one performance appraisal of directors was arranged in line with the Self-Assessment Program of the Director improved by the Corporate Governance Center of SET. Moreover, the members of the Board of Directors can use this performance appraisal as a guideline to develop their future performance.

Management Discussion and Analysis

Financial Statements

The Company's Auditors

Year	Name of Auditor	Registration No.	Audit Firms
2011	Mr. Pradit Rodloytuk	218	Ast Master Co., Ltd.
2012	Mr. Pradit Rodloytuk	218	Ast Master Co., Ltd.
2013	Mr. Supachai Phanyawattano	3930	Ernst & Young Office Limited

Audit Report Summary

The Company's consolidated and separate financial statements for 2011 - 2013 were audited by the aforementioned auditors, who were approved by SEC. The financial statement of some subsidiaries for 2011 - 2013 were audited by other auditors of the same audit firm. In addition, financial statements of some subsidiaries overseas during 2011 - 2013 were audited by auditors in each country.

Regarding the financial statements for 2011 - 2013, the auditors expressed their unconditioned opinion toward the audited financial statements and were of opinion that the Company's financial statement, operation results, changes in shareholders' equity and statement of cash flows for each year ended as the same day were correct in accordance with generally accepted accounting principles.

Summary of Financial Statements

Statements of financial position of the Company and subsidiaries as of December 31, 2011 - 2013

Statements of Financial Position	Consolidated Financial Statements					
	As of December 31					
	2011 ^{1/}		2012 ^{1/}		2013	
	Million Baht	%	Million Baht	%	Million Baht	%
Assets						
Current Assets						
Cash and cash equivalents	45.96	8.19	82.91	11.61	875.48	26.09
Current investments - deposits with financial institutions	-	-	-	-	1,401.50	41.76
Trade and other receivables	296.57	52.87	372.57	52.18	403.38	12.02
Inventories	3.65	0.65	5.79	0.81	6.68	0.20
Prepaid expenses	5.06	0.90	10.28	1.44	24.02	0.72
Total current assets	351.24	62.61	471.55	66.04	2,711.06	80.78
Non-current assets						
Restricted bank deposits	0.28	0.05	0.29	0.04	0.29	0.01
Building improvement and equipment	95.77	17.07	124.20	17.39	152.33	4.54
Intangible assets	94.11	16.78	95.16	13.33	322.60	9.61
Deposits and retentions	10.59	1.89	14.14	1.98	130.51	3.89
Deferred tax assets	-	-	-	-	21.77	0.65
Other non-current assets	8.99	1.60	8.73	1.22	17.55	0.52
Total non-current assets	209.74	37.39	242.52	33.96	645.05	19.22
Total assets	560.98	100.00	714.07	100.00	3,356.11	100.00
Liabilities and shareholders' equity						
Current liabilities						
Bank overdraft and short-term loans	22.72	4.05	-	-	-	-
Trade and other payables	185.51	33.07	195.48	27.37	199.65	5.95
Current portion of liabilities under finance lease agreements	14.54	2.59	17.22	2.41	16.83	0.50
Income tax payable	40.10	7.15	4.83	0.68	0.32	0.01
Other current liabilities	5.78	1.03	4.84	0.68	2.00	0.06
Total current liabilities	268.65	47.89	222.37	31.14	218.80	6.52

Statements of Financial Position	Consolidated Financial Statements					
	As of December 31					
	2011 ^{1/}		2012 ^{1/}		2013	
	Million Baht	%	Million Baht	%	Million Baht	%
Non-current liabilities						
Liabilities under finance lease agreements	16.06	2.86	16.55	2.32	14.65	0.44
Provision for long-term employee benefits	12.97	2.32	18.91	2.65	23.99	0.71
Deferred tax liabilities	-	-	-	-	5.74	0.17
Total non-current liabilities	29.03	5.18	35.46	4.97	44.38	1.32
Total liabilities	297.68	53.07	257.83	36.11	263.18	7.84
Shareholders' equity						
Registered capital	100.00		140.00		140.00	
Issued and fully paid-up capital	100.00	17.83	115.50	16.17	140.00	4.17
Premium on ordinary shares	-	-	3.10	0.43	2,698.95	80.42
Retained earnings						
Appropriated - statutory reserve	10.00	1.78	14.00	1.96	14.00	0.42
Unappropriated	305.36	54.43	476.33	66.71	392.25	11.69
Other components of shareholders' equity	(151.86)	(27.07)	(152.69)	(21.38)	(152.27)	(4.54)
Total parent's equity	263.50	46.97	456.24	63.89	3,092.93	92.16
Non-controlling interests	(0.20)	(0.04)	-	-	-	-
Total shareholders' equity	263.30	46.93	456.24	63.89	3,092.93	92.16
Total liabilities and shareholders' equity	560.98	100.00	714.07	100.00	3,356.11	100.00

Remark 1/The financial statement for 2011 - 2012 was reclassified to conform to the financial statements as of December 31, 2013 for financial status comparison and analysis

Statement of comprehensive income for the year ended December 31, 2011 - 2013

Statement of Comprehensive Income	Consolidated Financial Statements					
	For the year ended December 31					
	2011 ^{1/}		2012 ^{1/}		2013	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenues						
Sales and service income	1,290.49	97.75	1,538.21	98.48	1,407.38	93.95
Other income	29.65	2.25	23.66	1.52	90.58	6.05
Total revenues	1,320.14	100.00	1,561.87	100.00	1,497.96	100.00
Expenses						
Cost of sales and services	468.10	35.46	558.46	35.76	566.18	37.80
Selling and servicing expenses	80.44	6.09	87.63	5.61	101.04	6.75
Administrative expenses	176.19	13.35	242.35	15.51	287.98	19.22
Total expenses	724.73	54.90	888.44	56.88	955.20	63.77
Profit before finance cost and income tax expenses	595.41	45.10	673.43	43.12	542.76	36.23
Finance cost	(3.75)	(0.28)	(3.71)	(0.24)	(2.57)	(0.17)
Profit before income tax expenses	591.66	44.82	669.72	42.88	540.19	36.06
Income tax expenses	(92.36)	(7.00)	(62.42)	(4.00)	(39.07)	(2.61)
Profit for the year	499.30	37.82	607.30	38.88	501.12	33.45
Exchange Differences on translation of financial statements in foreign currency	0.17		(0.33)		0.42	
Other comprehensive income for the year	0.17		(0.33)		0.42	
Total comprehensive income for the year	499.47		606.97		501.54	
Profit attributable to:						
Equity holders of the Company	405.17		607.60		501.12	
Non-controlling interests of the subsidiary	94.13		(0.30)		-	
	499.30		607.30		501.12	
Basic earnings per share						
Basic earnings (loss) per share	0.41		0.58		0.39	
Weighted average number of ordinary shares (million shares)	1,000.00 ^{2/}		1,049.13		1,297.30	

Remarks: 1/The financial statement for 2011-2012 was reclassified to conform to the 2013 financial statements for financial status comparison and performance analysis.

2/The par value of 10 Baht was reduced to 0.10 Baht for financial status comparison as the Company changed the par value on March 9, 2012 onwards.

Statement of cash flows of the Company and subsidiaries for the year ended December 31, 2011 - 2013

Statement of Cash Flows	Consolidated Financial Statements		
	For the year ended December 31		
	2011	2012 ¹	2013
	Million Baht	Million Baht	Million Baht
Net cash from operating activities	570.07	557.85	350.34
Net cash from (used in) investing activities	(50.68)	(62.95)	(1,670.42)
Net cash from (used in) financing activities	(515.67)	(457.62)	2,112.23
Increase (decrease) in translation adjustments	-	(0.33)	0.42
Net increase (decrease) in cash and cash equivalents	3.72	36.95	792.57

Remarks: ¹/2012 statement of cash flows was reclassified to conform to the 2013 financial statements for comparison.

Key Financial Ratio

Financial Ratio	Financial Statement		
	2011	2012	2013
Liquidity ratio			
Liquidity Ratio (Time)	1.31	2.12	12.39
Quick Ratio (Time)	1.22	2.03	12.00
Cash Flow Liquidity Ratio (Time)	1.99	2.27	1.59
Account Receivable Turnover (Time)	4.52	4.63	3.85
Average Collection Period (Day)	79.67	77.67	93.51
Inventory Turnover (Time)	42.64	73.34	51.01
Average Sales Period (Day)	8.44	4.91	7.06
Payable Turnover (Time)	4.48	5.39	5.42
Average Payment Period (Day)	80.42	66.80	66.42
Cash Cycle (Day)	7.69	15.78	34.15
Profitability ratio			
Gross Profit Margin (%)	63.73	63.69	59.77
Operating Profit Margin (%)	43.84	42.24	32.13
Other Profit Margin (%)	2.25	1.52	6.05
Operating Cash Flows to Operating Profit Ratio (%)	100.76	85.85	77.48
Net Profit Margin (%)	37.82	38.88	33.45
Return on Equity (ROE) (%)	223.39	168.80	28.24

Financial Ratio	Financial Statement		
	2011	2012	2013
Efficiency ratio			
Return on Assets (ROA) (%)	93.99	95.26	24.62
Return on Fix Assets (ROFA) (%)	689.67	578.71	388.98
Total Assets Turnover (time)	2.49	2.45	0.74
Financial Policy Ratio			
Debt to Equity Ratio (Time)	1.13	0.57	0.09
Interest Coverage (Time)	50.46	178.48	165.54
Cash Basic (Time)	1.01	1.04	0.15
Dividend Payout (%)	80.61	95.80	113.57

Management Discussion and Analysis

1. Overview of Operation Results

Revenue

Total revenue of the Company and subsidiary for 2013 amounted to 1,497.96 million Baht, compared to 1,561.87 million Baht in 2012, declining by 63.91 million Baht or 4.09 percent, with details summarized as follows:

Revenue	Consolidated Financial Statements			
	2013	2012	Increase (Decrease)	%
Sales and service income	1,407.38	1,538.21	(130.83)	(8.51)
Other income	90.58	23.66	66.92	282.84
Total	1,497.96	1,561.87	(63.91)	(4.09)

Sales and service income of the Company and subsidiary for 2013 totaled 1,407.38 million Baht, compared to 1,538.21 million Baht in 2012, decreasing by 130.83 million Baht, or 8.51 percent. Details of sales and service income can be categorized in terms of business as follows:

Business	Consolidated Financial Statements			
	2013	2012	Increase (Decrease)	%
Media and content business	1,308.23	1,460.36	(152.13)	(10.42)
Entertainment business	99.15	77.85	21.30	27.36
Total	1,407.38	1,538.21	(130.83)	(8.51)

Revenue from media and content business comprising mobile value added service, internet, publishing and TV businesses of the Company and subsidiaries in 2013 was 1,308.23 million Baht, compared to 1,460.36 million Baht in 2012, declining by 152.13 million Baht, or 10.42 percent due mainly to the technical problems of mobile operators that resulted in a decrease in mobile value added service of 222.98 million Baht from 2012. However, the Company and subsidiaries' advertising revenue increased by 69.04 million Baht in 2013 because the product and service of the Company and subsidiaries became well-known, with popular contents due to various types of contents provided by the Company and subsidiaries.

Revenue from entertainment business comprising music and movie business of the Company and subsidiaries amounted 99.15 million Baht, compared to 77.85 million Baht in 2012, increasing by 21.30 million Baht, or 27.36 percent because the Company and subsidiaries made more investment on movie copyright for supporting online movie service via Doonung.com.

Other income of the Company and subsidiaries in 2013 was 90.58 million Baht, compared with 23.66 million Baht in 2012, increasing by 66.92 million Baht or 282.84 percent. Increasing income was due to interest income that rose by 36.49 million Baht and other income that rose by 30.43 million Baht.

Cost, Expense, Financial Cost and Income Tax

Cost, expense, financial cost and income tax of the Company and subsidiaries in 2013 totaled 996.85 million Baht, compared to 954.57 million Baht in 2012, increasing by 42.28 percent or 4.43 percent.

Details	Consolidated Financial Statements			
	2013	2012	Increase (Decrease)	%
Cost of sales and services	566.18	558.46	7.72	1.38
Selling and servicing expenses	101.04	87.63	13.41	15.30
Administrative expenses	287.98	242.35	45.63	18.83
Total expenses	955.20	888.44	66.76	7.51
Finance cost	2.57	3.71	(1.14)	(30.73)
Income tax expenses	39.08	62.42	(23.34)	(37.39)
Total	996.85	954.57	42.28	4.43

The cost and administrative expenses increased because the Company and subsidiaries' personnel and utility expenses adjusted higher for supporting the growth of digital TV business of a subsidiary. Other relevant factors included overseas business expansion by the Company and subsidiaries and increases in advertising and sales promotional campaigns for promoting and publicizing our products and services.

Net Profit

The Company and subsidiaries recorded the net profit for 2013 at 501.12 million Baht, compared to 607.30 million Baht in 2012, declining by 106.18 million Baht or 17.48 percent due to lower mobile value added service revenue that was affected by technical problems of mobile operators and the personnel and utility expenses for supporting the growth of digital TV business.

2. Financial Status Analysis

Assets

The total assets of the Company and subsidiaries as of the end of 2013 amounted 3,356.11 million Baht, increasing by 2,642.04 million Baht of 2012. The total assets of the Company and its subsidiaries comprised current assets of 2,239.51 million Baht and non-current assets of 402.53 million Baht.

The current assets increased to 2,239.51 million Baht because:

Cash and cash equivalents amounted to 875.48 million Baht, increasing by 792.57 million Baht and current investments amounted to 1,401.50 million Baht, increasing by 1,401.50 million Baht due to the investment in short-term deposit, with low risk. Cash and cash equivalents as well as current investments came from IPO.

Non-current assets increased 402.53 million Baht was mostly because:

Leasehold improvement and equipment and intangible assets amounted to 474.93 million Baht, increasing by 255.57 million Baht for investment to support Mono Group business expansion.

Liabilities

Liabilities of the Company and subsidiaries as of the end of 2013 amounted to 263.18 million Baht, increasing by 5.35 percent from 2012 due to an increase in non-current liabilities of 8.92 million Baht and a decrease in current liabilities of 3.57 million Baht.

A decrease in current liabilities was mostly because:

Other current liabilities amounted to 2.00 million Baht, declining by 2.84 million Baht and Current portion of liabilities under finance lease agreements amounted to 16.38 million Baht, decreasing by 0.39 million Baht.

An increase in non-current liabilities was mostly because:

Provision for long-term employee benefits amounted to 23.99 million Baht, increasing by 5.08 million Baht; deferred tax liabilities amounted to 5.74 million Baht, increasing by 5.74 million Baht and liabilities under finance lease agreements amounted to 14.65 million Baht, decreasing by 1.90 million Baht.

Shareholders' equity

Shareholders' equity of the Company and subsidiaries as of the end of 2013 was 3,092.93 million Baht, increasing by 2,636.69 million Baht from 2012 due to premium on ordinary shares rose by 2,698.95 million Baht.

The Company offered 245 million shares for IPO at the par value of 11.40 Baht and the Company's retained earnings from 2013 operating results increased by 501.12 million Baht, with dividend paid to the shareholders of 585.20 million Baht.

Investment Structure

As of December 31, 2013, the Company and subsidiaries recorded the total liabilities of 263.18 million Baht, accounting for 7.84 percent of liability and shareholders' equity. Shareholders' equity was 3,092.93 million Baht, accounting for 92.16 percent of liability and shareholders' equity. Debt to Equity Ratio was 0.09 times, decreasing by 0.48 times from the 2012.

Profitability

In 2013, the Company and Subsidiaries' gross profit margin was 59.77 percent, decreasing by 3.92 percent from 2012. Operating Profit Margin was 32.13 percent, decreasing by 10.11 percent from 2012. Net Profit Margin was 33.45 percent, decreasing by 5.43 percent. A key factor decreasing the profitability ratio over year was the technical problems of mobile operators in 2013. Cost and expenses increased from the previous year due to increases in personnel and utility expenses for supporting digital TV business, thus resulting in lower profitability ratio. Meanwhile, the Return on Equity (ROE) for 2013 was 28.24 percent, decreasing by 140.56 percent from 2012 due to lower profit as mentioned above and the shareholders' equity increased due to an increase in premium on ordinary shares from IPO.

Asset Management Ability

In 2013, the Company and subsidiaries' Return on Fix Assets (ROFA) was 388.99 percent, decreasing by 189.73 percent from the previous year and Total Assets Turnover was 0.74 times, decreasing 1.71 times because the Company and subsidiaries bought assets in order to support TV digital business.

Liquidity and Capital Adequacy

In 2013, the Company and subsidiaries' liquidity ratio was 12.39 times, increasing by 10.27 times from the previous year. Quick Ratio was 12.00 times, increasing by 9.97 times from 2012 due to IPO proceeds.

Liability Commitments

In 2013, the future minimum lease payments required under these operating lease and service contracts were as follows:

(Unit: Baht)

Payment Period	Amount
Within one year	69,192,223
More than one year	57,423,044

Related Party Transactions

Summary of related party transactions between Mono Group and persons that may have conflicts of interest during 2013:

Related party transaction between Mono Group, and individual and juristic persons can be summarized as follows:

Connected Company	Relationship
1. Jasmine International Group ("JAS")	- Mr. Pete Bodharamik is the major shareholder of both the Company (71.87 percent) and JAS (25.84 percent).
- Triple T Broadband Public Company Limited ("TTBB")	- TTTBB operates high-speed ADSL network in order to provide broadband internet service. - Mr. Pete Bodharamik is the director of both TTTBB and the Company and he is also the authorized director of both TTTBB and the Company. - ACU is the major shareholder of TTTBB (99.20 percent) and the wholly owned subsidiary of JAS.
- Triple T Internet Company Limited ("TTTI")	- TTTI offers internet service solution. - Mr. Pete Bodharamik is the director of both TTTI and the Company and he is also the authorized director of both TTTI and the Company. - TTTBB is the major shareholder of TTTI (99.93 percent). ACU is the major shareholder of TTTBB (99.20 percent) and is the wholly owned subsidiary of JAS.
- JasTel Network Company Limited ("JASTEL")	- JASTEL offers circuit leasing service as well as local and international data communication services. - Mr. Pete Bodharamik is the director of both JASTEL and the Company and he is also the authorized director of both JASTEL and the Company. - Jasmine Submarine Telecommunications (JSTC) is the major shareholder of JASTEL (100.00 percent) and the wholly owned subsidiary of JAS.

Connected Company	Relationship
- Acumen Company Limited ("ACU")	<ul style="list-style-type: none"> - ACU offers wireless communication service. - Mr. Pete Bodharamik is the director of both ACU and the Company and he is also the authorized director of both ACU and the Company. - JAS is the major shareholder of ACU (100.00 percent).
- Premium Asset Company Limited ("PA")	<ul style="list-style-type: none"> - PA operates office rental business and offers related service. Office space under its management is Jasmine International Tower. - Mr. Pete Bodharamik is the director of both PA and the Company and he is also the authorized director of both PA and the Company. - ACU and JSTC is the first and second largest shareholder of PA, with shareholding of 53.85 and 46.15 percent respectively. ACU and JSTC are the wholly owned subsidiaries of JAS.
- Jasmine Internet Company Limited ("JINET")	<ul style="list-style-type: none"> - JINET is a provider of various types of internet service, i.e. broadband Internet (ADSL) for individual and corporate customers. - Mr. Pete Bodharamik is the director of both JINET and the Company and he is also the authorized director of both JINET and the Company. - JAS is the major shareholder of JINET (98.30 percent).
2. TOYOTA P.S. Enterprise Company Limited ("TOYOTA PS")	<ul style="list-style-type: none"> - TOYOTA PS operates automobile business. - Mr. Soraj Asavaprapha is the director of both TOYOTA PS and the Company. He is also the authorized director of both TOYOTA PS and the Company and the major shareholder of TOYOTA PS (49.99 percent).
3. Green Star Environment Company Limited ("GS")	<ul style="list-style-type: none"> - GS is a waste buyer and operates recycling business. - Mr. Navamin Prasopnet is the shareholder and the director of both GS and the Company and he is the authorized director of both GS and the Company. He is also the major shareholder of Green Star (59.96 percent).
4. Media Checker Company Limited ("MS")	<ul style="list-style-type: none"> - MS operates outdoor advertising business via the shaker screen at Siam Square. - Mr. Kriengsak Thiennukul is the director of both MS and the Company. He is the independent director and the member of Audit Committee of the Company; and the director, the managing director and the authorized director of Media Checker, with shareholding of 10.00 percent.

The Company and subsidiaries' related party transactions that can be categorized as normal business, with fair trading conditions:

1. Normal business, with general trading conditions:

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
1. Triple T Broadband Public Company Limited	<u>Sales and service income</u> The Company provided corporate SMS to TTTBB customers according to the volume and telephone numbers under its service.	4.60	The said service is a normal business transaction similar to the service offered to other corporate customers. The Company has capable personnel, efficient equipment and expertise for offering service and the price is comparable with the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	<u>Cost and Expense</u> Mono Travel paid TTTB for fixed-line telephone service to support its hotel booking service. TTTB offered the fixed-line telephone number service and the monthly fee is at the agreed rate.	0.17	The use of fixed-line telephone service by Mono Travel is a normal business transaction and the service fee is based on the market rate. Therefore, this transaction is regarded as reasonable at a fair price.
2. Triple T Internet Company Limited	<u>Sales and service income</u> - The Company, Mono Gen and Mono Production provided advertising space via online media, magazine and cable TV channel for TTII.	24.01	Such services are normal business transactions of the Company, Mono Gen, Mono Production and Mono Film as channels to promote TTII's services. The price is comparable with the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	- Mono Film sold movie copyright to TTII.	0.31	

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
2. Triple T Internet Company Limited (cont.)	<u>Sales and service income</u> - The Company offered corporate SMS to TTTI customers according to the volume and telephone numbers under its service.	0.00	The said service is a normal business transaction similar to the service offered to other corporate customers. The Company has capable personnel, efficient equipment and professional expertise for offering service and the price is comparable with the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	- Mono Travel joined hands with TTTI to arrange marketing promotions by offering discount to 3BB customers. TTTI shall be responsible for the actual discount for accomodation.	0.05	The said hotel reservation service is a normal business transaction similar to the service offered to other corporate customers. The service fee is based on the market price. Therefore, this transaction is regarded as reasonable at a fair price.
	<u>Cost and Expense</u> - The Company, Mono Info and Mono Production paid for the space rental for co-location server.	8.89	The space rental for co-location server is a normal business transaction. TTTI provides Internet service solution with complete system and infrastructure. Service fee is based on the market rate. Therefore, the transaction is regarded as reasonable at a fair price.

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
3. JasTel Network Company Limited	<u>Cost and Expense</u>	0.81	The use of telecommunication network is a normal business transaction. JasTel is a provider of telecommunication via fiber-optic cable network with complete infrastructure. Service fee is based on the market rate comparable with that of other providers offering similar type of service. Therefore, this transaction is regarded as reasonable at fair price.
	- The Company paid JasTel for the use of telecommunication network linking between systems of Jasmine International Tower and DTAC (Rangsit).		
	- The Company and Mono Info paid JasTel for the rental of co-location server.	0.75	The space rental for co-location server is a normal business transaction. JasTel provides Internet service solution with complete infrastructure and offers space rental for co-location server at a specially designed room. Service fee is based on the market rate. Therefore, this transaction is regarded as reasonable at a fair price.
4. Acumen Company Limited	<u>Sales and service income</u>	0.01	The said service is a normal business transaction similar to the service offered to other corporate customers. The Company has capable personnel, effective equipment and professional expertise for offering service and the price is comparable with the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	- The Company provided corporate SMS to ACU customers according to the volume and telephone numbers under its service.		
	- The Company received sharing income from offering "Spider Hotspot" service via mobile phone for ACU customers. The shared income is based on the agreement.	1.05	This is a normal business transaction. The shared income for the Company is at the rate specified in the agreement. Therefore, this transaction is regarded as reasonable at fair price.

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
5. Premium Asset Company Limited	<u>Cost and Expense</u> - The Company, Mono Gen, Mono Travel, Mono Info, Mono Ent, Mono Film and Mono Production paid PA for office-related expenses, such as electricity charges as well as service fee for security guards and parking which are the expenses as per the agreement.	12.57	Such service is a normal transaction. PA is the owner of Jasmine International Tower and the fee is comparable to the rate collected from other tenants. Therefore, this transaction is regarded as reasonable at fair price.
6. Jasmine Internet Company Limited	<u>Sales and service income</u> - The Company provided corporate SMS to JINET customers according to the volume and telephone numbers under its service.	0.56	The said service is a normal business transaction similar to the service offered to other corporate customers. The Company has capable personnel, efficient equipment and professional expertise for offering service and the price is comparable with the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	<u>Cost and Expense</u> - The Company paid JINET for Internet corporate leased line service.	0.18	The use of Internet corporate leased line service is normal business. JINET is the Internet service solution, with efficient system and infrastructure. The service fee is at market rate. Therefore, this transaction is regarded as reasonable at fair price.

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
7. TOYOTA P.S. Enterprise Company Limited	<u>Cost and Expense</u> - For preventive maintenance of cars used in business operations, the Company, Mono Gen and Mono Ent paid TOYOTA PS for a vehicle check-up expenses.	0.28	The said transaction is normal expense, which is equal to the market rate. Therefore, such transaction is regarded as reasonable at a fair price.
	- The Company brought three Toyota Vigo cars as rewards for marketing activities organized by our mobile value added service business unit.	1.93	This transaction is a marketing activity to promote sales of the Company. The Company also buys cars at the market price. Therefore, the transaction is regarded as reasonable at a fair price.
8. Jasmine International Group, such as TTTBB, TTTI, JINET, JASTEL, ACU, PA	<u>Sales and Service Income</u> - Jasmine International Group offered sponsorship to support the marketing activities of Mono Gen and Mono Ent according to the agreement.	1.76	The said transaction for promoting our marketing activities is a normal business of the Company and the price is similar to the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
9. Green Star Environment Company Limited	<u>Sales and service income</u> - Mono Gen earned revenues from sales of old books in form of paper scraps for recycling at higher price, compared with the rate that Mono Gen sold to other trade partners and the market rate.	1.28	Such transaction is normal business transaction which is regarded as reasonable at a fair price.
10. Media Checker Company Limited	<u>Sales and service income</u> - The Company offered online advertising space service via Mthai.com and Yenta4.com	0.33	Such advertising space service is a normal business transaction of the Company for publicizing Media Checker's services. The price is similar to the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	- The Company offered website maintenance service.	0.32	Such website maintenance service is a normal business transaction of the Company. The price is similar to the rate that the Company charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.
	<u>Cost and Expense</u> - The Company and Mono Ent paid for outdoor advertising service (an outdoor TV at the Centerpoint of Siam Square,) for publicizing our websites and music videos.	0.85	Such transaction is a normal business transaction of the Company in order to publicize mthai.com and our artists. The advertising fee is similar to the rate that MS charges other customers. Therefore, this transaction is regarded as reasonable at a fair price.

2. Transactions supporting normal business:

Connected Company	Transactions	Value (Million Baht) As of December 31, 2013.	Necessity and Appropriateness/ Opinion of Audit Committee
1. TOYOTA P.S. Enterprise Company Limited	<u>Asset</u> - The Company brought pickup trucks from TOYOTA P.S.	0.49	The said transaction is a normal expense and the price is at the market rate. Therefore, such transaction is regarded as reasonable at a fair price.
2. Premium Asset Company Limited	<u>Space Rental</u> - The Company, Mono Gen, Mono Production and Mono Info paid PA for office rental.	30.44	Such service is a normal transaction of Mono Group. PA is the owner of Jasmine International Tower and the fee is comparable to the rate collected from other tenants. Therefore, such transaction is regarded as reasonable at a fair price.



Internal Control and Risk Management

Realizing the importance of appropriate internal control which will enhance our business operation efficiency, the Company established the Audit Committee to review the adequacy and the efficiency of internal control and audit system. Also, the Committee shall review business operation of the Company in order to ensure the compliance with securities and stock exchange laws, SET requirements and other law relating to our business operation.

S.C. Accounting & Business Consultant (1995) Co., Ltd. has been employed to be the internal auditor of the Company since 2007 to assess our internal control system, report the operating results as well as monitoring the correction. Such report shall be submitted directly to the Audit Committee and the copy of report will be quarterly sent to the relevant management. Also, the summarized internal audit report will be quarterly presented to the meeting of the Board of Directors for their acknowledgement.

According the meeting of the Board of Directors No. 2/2014 held on February 19, 2014 where all members of the Audit Committee participating in the meeting, the Board of Directors assessed the internal control system by discussing with the management and the Audit Committee. The Audit Committee approved the internal control adequacy assessment form after discussing with the internal auditor based on the assessment divided into five aspects:

Part 1 Internal Control of the Organization

The Company set clear business goal and work plans, arranged organization structure and delegated appropriate management authority. To stress emphasis on human resource, the Company prepared the human resource planning, as well as arranging corporate governance policy for promoting executives and employees to adhere to such good practices which will lead to internal control adequacy and sustainable growth.

Part 2 Risk Assessment

The Company appointed the Risk Management Committee, consisting of high ranking executives of Mono Group to be responsible for formulating risk management policy, analyzing and assessing risks, planning risk management as well as monitoring the compliance with plans.

Part 3 Operation Control

The Company formulated the policy and the process to control business operation as well as IT control process. The working process has been monitored to ensure the compliance with established plans. In addition, the Company provided the business contingency plan to brace for any situation that may affect the Company's operation under the supervision of five Committees, including the Board of Directors, the Audit Committee, the Executive Committee, the Risk Management Committee and the Nomination and Remuneration Committee.

Part 4 IT System and Data Communication

The Company always makes decision based on correct, appropriate, sufficient and accessible data and provides internal and external communication channels.

Part 5 Monitoring System

The Company set the regular monitoring system for correcting errors in timely manners. The quarterly audit report shall be submitted directly to the Audit Committee and the Board of Directors.

In addition, the Audit Committee views that Miss Suansri Suankul, the Head of the Internal Audit Unit of the Company, possesses appropriate qualification to effectively perform her duty. She is responsible for complying with the approved annual working plans and reporting the audit results directly to the Audit Committee. After reviewing the 2013 internal control system of the Company, the Audit Committee found no significant errors that may affect the Company's operation.

The Board of Directors views that the Company's internal control system and risk management are sufficient and appropriate. The Company has set up the adequate and appropriate internal control system for supporting transactions among the major shareholder, directors, the management team and other related persons.

The Audit Committee and the management team continue to put emphasis on internal control and risk management for ensuring good corporate governance, adequate internal control for our business operation, appropriate management process for controlling risk at the acceptable level and the compliance with business operation-related law and regulations to enhance business operation accuracy and reliability.



Report of Board of Directors' Responsibilities to the Financial Statements

To Shareholders,

The Board of Directors is responsible for separate financial statements of Mono Technology Public Company Limited and consolidated financial statements of Mono Technology Public Company Limited and subsidiaries, including financial information presented in this annual report. The aforementioned financial statements have been prepared in accordance with generally accepted accounting principles, with appropriate accounting policies applied on a consistent basis. Where judgment and estimates were required, these were made with careful and reasonable consideration, and adequate disclosures have been made in the notes to the financial statements. These financial statements have been audited by independent certified auditors who have given their unqualified opinions.

The Board of Directors supports the practice of good corporate governance, risk management system and appropriate and efficient internal controls to ensure that the Company's financial information is accurate and complete, thus promoting our efficient, transparent and reliable business operation.

In this regard, the Board of Directors has appointed an Audit Committee comprising of three independent directors to be responsible for reviewing the accounting policy, financial reports, internal controls, internal audit and risk management system. The Audit Committee has also reviewed a disclosure of related party transactions. All comments of the Audit Committee on these issues have included in the Report of the Audit Committee, which is presented in this annual report.

The separate financial statements of the Company and the consolidated financial statements of Company and subsidiaries for the year ended December 31, 2013 have been audited by Ernst & Young Office Limited - an external auditor. To conduct the audits and express an opinion in accordance with generally accepted auditing standards, the auditor was provided with all of the Company's records and related data. The auditor's opinion is presented in the independent auditor's report as part of this annual report.

The Board of Directors is of the opinion that the Company's overall internal control system is adequate and appropriate and can reasonably assure the creditability of the separate financial statements of the Company and the consolidated financial statements of the Company and subsidiaries for the year ended December 31, 2013.

Pete Bodharamik

Chairman

Report of Audit Committee

To Shareholders,

The Board of Directors of Mono Technology Public Company Limited appointed three independent directors, with expertise in accounting, finance and organizational management. The Audit Committee of the Company comprises Mrs. Punnee Worawuthichongsathit - the Chairperson of Audit Committee; and Mr. Preecha Leelasithorn and Mr. Kriengsak Thiennukul - members of Audit Committee. In addition, Miss Suansri Suankul was appointed as the Head of Internal Audit Unit and the Secretary to Audit Committee.

The Audit Committee has performed their duties according to the Audit Committee Charter specifying the scope of duties and responsibilities assigned by the Board of Directors and the Company's regulations that were stipulated in compliance with the SET's requirements and has conducted the annual self-assessment for evaluating their performance. In 2013, the Audit Committee held four meetings, including discussions between the Audit Committee and the management, the external auditor and the internal auditor; and non-executive session that there were only the attendances of Audit Committee and auditors. In addition, the Audit Committee discussed with other committees, such as Risk Management Committee and Nomination and Remuneration Committee. In 2013, the attendance at meetings of each member of Audit Committee is shown in the table below:

Audit Committee	Attendances / Total of meetings (Times)
1. Mrs. Punnee Worawuthichongsathit	4/4
2. Mr. Preecha Leelasithorn	3/4
3. Mr. Kriengsak Thiennukul	4/4

Duties of the Audit Committee can be summarized as follows:

1. To review the Company's quarterly and annual financial statements of 2013 and consolidated financial statements of the Company and subsidiaries before submission to the Board of Directors for approval. The Audit Committee inquired and listened to feedback from executives and auditors about the accuracy, completeness and reliability of financial statements. Also, adequate financial information was disclosed in a timely manner. The Audit Committee agreed with the external auditors that the financial statements present fairly, in all material respects, in accordance with financial reporting standards. The Audit Committee considered the auditing results from external and internal auditors independently to hear clarification, findings, recommendations and feedback of responsible persons.

2. To review related party transactions or the transactions which may have conflicts of interest and disclosure of such transactions in order to be in compliance with the law and the SET and SEC's requirements. The external auditors have an opinion that such transactions and related party transactions were completely disclosed in the notes to the financial statements. The Audit Committee agreed to the external auditors and also viewed that such transactions were in line with the related requirements and beneficial to business operations of the Company and subsidiaries.

3. To review the internal control and internal audit system as well as risk management. The Audit Committee has worked in collaboration with auditors and the Head of Internal Audit Unit to quarterly review and revise the internal control and internal audit system to ensure that the adequacy, efficiency and effectiveness of

the internal control that meet the established objectives by consideration of enterprise risk management to ensure to have resources efficiency, appropriate asset maintenance, reliable financial reporting and compliance with relevant laws, regulations and requirements. The assessment of internal control was conducted according to guidelines of SEC. The Audit Committee has an opinion agreeable with the external and the internal auditors that the internal control and risk management of the Company were adequate and appropriate, without significant problems and weak points seen.

4. To review the compliance with laws governing securities and exchange, business of the Company and subsidiaries as well as the Company's regulations. Based on the report of the internal auditor, executives and external auditor, the Audit Committee viewed that there was no significant issues of the non-compliance with relevant laws or requirements.

5. To review the practice of good corporate governance. The Audit Committee reviewed the corporate governance policy that the Company arranged in line with the SET's corporate governance guidelines. The Company arranged the Statements of Business Conducts, Code of Conduct for directors and employees, with fair treatment of all customers, trade partners and stakeholders. Also, the Audit Committee assessed the Company's compliance with the corporate governance policy according to the SET's requirements.

6. To review the internal audit function. The Audit Committee quarterly reviewed the audit results, gave suggestions and monitored operation and correction as per significant results in the audit report in order to promote good corporate governance, fraud protection policy, anti-corruption practice and sufficient and appropriate internal control. The Audit Committee also reviewed and considered approving the revision of internal audit charter to meet the international standard and fit with the organization. In addition, the annual budget for employment of the Internal Audit Unit, assessment of independency of the internal auditor's performance, as well as adequacy and appropriateness of internal auditor staff were also considered. After consideration on those matters, the Audit Committee viewed such issues were appropriate, without significant weak points.

7. To consider the nomination and appointment of the independent auditors and fix their remuneration in order to propose the Board of Directors and the 2014 Annual General Meeting of Shareholders to consider approving. After considering performance, independency and remuneration level, the Audit Committee agreed to appoint Mr. Supachai Phanyawattano (Certified Public Accountant No. 3930) or Miss Siraporn Ouaanunkun (Certified Public Accountant No. 3844) or Miss Waraporn Prapasirikul (Certified Public Accountant No. 4579) of Ernst & Young Office Limited, to serve as the Company and subsidiaries' external auditor for 2014. The Company will incur audit fees amounting to not exceeding 1,060,000 Baht (one million and sixty thousand Baht) and the Audit Committee shall acknowledge the audit fee for the Company and subsidiaries' consolidated financial statements for the year 2014 of not exceeding 5,350,000 Baht (five million three hundred and fifty thousand Baht).

Within the scope of their duties and responsibilities stipulated by the Board of Directors, the Audit Committee gives significance to corporate governance, adequate internal control that suit the Company's business operation by taking into account the acceptable operational risk appetite, accurate and reliable financial reporting as well as the compliance with laws and regulations related to the Company's business operation on continuing basis.

On Behalf of Audit Committee



Mrs. Punnee Worawuthichongsathit
Chairperson of Audit Committee



Independent Auditor's Report

To the Shareholders of Mono Technology Public Company Limited

I have audited the accompanying consolidated financial statements of Mono Technology Public Company Limited and its subsidiaries, which comprise the consolidated statement of financial position as at 31 December 2013, and the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, and have also audited the separate financial statements of Mono Technology Public Company Limited for the same period.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with Thai Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

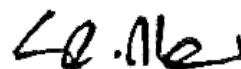
I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Mono Technology Public Company Limited and its subsidiaries and of Mono Technology Public Company Limited as at 31 December 2013, and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Other matters

The financial statements of Mono Technology Public Company Limited and its subsidiaries for the year ended 31 December 2012 were audited by another auditor who expressed an unqualified opinion on those financial statements, under his report dated 26 February 2013.



Supachai Phanyawattano

Certified Public Accountant (Thailand) No. 3930

Ernst & Young Office Limited
Bangkok: 19 February 2014

Consolidated Financial Statements

Statement of financial position

Mono Technology Public Company Limited and its subsidiaries

As at 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Assets					
Current assets					
Cash and cash equivalents		875,481,876	82,911,002	631,259,833	37,540,389
Current investments - deposits with financial institutions		1,401,501,274	-	1,401,501,274	-
Trade and other receivables	7	403,376,631	372,567,599	493,688,574	493,055,956
Short-term loans to subsidiaries	6	-	-	105,513,698	18,895,000
Inventories	8	6,675,411	5,790,315	-	-
Prepaid expenses		24,021,781	10,281,700	11,027,043	5,983,437
Total current assets		2,711,056,973	471,550,616	2,642,990,422	555,474,782
Non-current assets					
Restricted bank deposits		293,740	288,372	-	-
Investments in subsidiaries	9	-	-	469,289,187	80,393,635
Leasehold improvement and equipment	10	152,333,611	124,202,600	69,970,979	75,326,297
Intangible assets	11	322,601,536	95,159,153	19,992,978	12,720,745
Deposits and retentions	12	130,507,295	14,139,446	5,420,592	7,211,620
Deferred tax assets	19	21,767,666	-	1,604,078	-
Other non-current assets		17,548,368	8,729,406	11,104,403	7,798
Total non-current assets		645,052,216	242,518,977	577,382,217	175,660,095
Total assets		3,356,109,189	714,069,593	3,220,372,639	731,134,877

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

Statement of financial position

(continued)

Mono Technology Public Company Limited and its subsidiaries

As at 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Liabilities and shareholders' equity					
Current liabilities					
Trade and other payables	13	199,651,011	195,478,639	199,074,463	321,251,914
Short-term loans from subsidiary	6	-	-	-	73,000,000
Current portion of liabilities under finance lease agreements	14	16,829,655	17,214,175	3,960,055	9,090,212
Income tax payable		318,924	4,827,898	-	987,230
Other current liabilities		1,998,604	4,840,732	1,477,306	1,853,802
Total current liabilities		218,798,194	222,361,444	204,511,824	406,183,158
Non-current liabilities					
Liabilities under finance lease agreements, net of current portion	14	14,645,015	16,552,968	832,066	5,010,886
Provision for long-term employee benefits	15	23,992,585	18,910,462	13,796,387	11,072,896
Deferred tax liabilities	19	5,738,642	-	-	-
Total non-current liabilities		44,376,242	35,463,430	14,628,453	16,083,782
Total liabilities		263,174,436	257,824,874	219,140,277	422,266,940

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

Statement of financial position

(continued)

Mono Technology Public Company Limited and its subsidiaries

As at 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Shareholders' equity					
Share capital					
Registered					
1,400,000,000 ordinary shares of Baht 0.1 each		140,000,000	140,000,000	140,000,000	140,000,000
Issued and fully paid-up					
1,400,000,000 ordinary shares (2012: 1,155,000,000 ordinary shares)					
of Baht 0.1 each	16	140,000,000	115,500,000	140,000,000	115,500,000
Premium on ordinary shares	16	2,698,945,842	3,100,000	2,698,945,842	3,100,000
Retained earnings					
Appropriated - statutory reserve	17	14,000,000	14,000,000	14,000,000	14,000,000
Unappropriated		392,254,201	476,334,509	148,286,520	176,267,937
Other components of shareholders' equity		(152,265,290)	(152,689,790)	-	-
Total shareholders' equity		3,092,934,753	456,244,719	3,001,232,362	308,867,937
Total liabilities and shareholders' equity		3,356,109,189	714,069,593	3,220,372,639	731,134,877

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

Income statement

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Revenues					
Sales and service income		1,407,385,912	1,538,205,927	1,284,847,697	1,440,439,192
Dividend income from subsidiaries	9	-	-	348,786,920	464,264,212
Other income		90,578,512	23,663,173	123,565,315	46,299,178
Total revenues		1,497,964,424	1,561,869,100	1,757,199,932	1,951,002,582
Expenses					
Cost of sales and services		566,177,867	558,460,474	882,890,976	1,078,310,749
Selling and servicing expenses		101,044,956	87,628,496	70,492,475	39,051,566
Administrative expenses		287,981,229	242,354,867	194,053,702	186,670,100
Total expenses		955,204,052	888,443,837	1,147,437,153	1,304,032,415
Profit before finance cost and income tax expenses		542,760,372	673,425,263	609,762,779	646,970,167
Finance cost		(2,565,404)	(3,703,711)	(1,603,906)	(4,670,080)
Profit before income tax expenses		540,194,968	669,721,552	608,158,873	642,300,087
Income tax expenses	19	(39,078,251)	(62,419,581)	(50,943,265)	(42,564,386)
Profit for the year		501,116,717	607,301,971	557,215,608	599,735,701
Profit attributable to:					
Equity holders of the Company		501,116,717	607,596,502	557,215,608	599,735,701
Non-controlling interests of the subsidiary		-	(294,531)	-	-
		501,116,717	607,301,971	557,215,608	599,735,701
Basic earnings per share	21				
Profit attributable to equity holders of the Company		0.39	0.58	0.43	0.57
Weighted average number of ordinary shares (shares)		1,297,301,370	1,049,125,683	1,297,301,370	1,049,125,683

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

Statement of comprehensive income

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Profit for the year		501,116,717	607,301,971	557,215,608	599,735,701
Other comprehensive income:					
Exchange differences on translation of financial statements in foreign currency		424,500	(329,488)	-	-
Other comprehensive income for the year		424,500	(329,488)	-	-
Total comprehensive income for the year		501,541,217	606,972,483	557,215,608	599,735,701
Total comprehensive income attributable to:					
Equity holders of the Company		501,541,217	607,285,929	557,215,608	599,735,701
Non-controlling interests of the subsidiaries		-	(313,446)	-	-
		501,541,217	606,972,483	557,215,608	599,735,701

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

Statement of cash flows

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Cash flows from operating activities					
Profit before tax		540,194,968	669,721,552	608,158,873	642,300,087
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities					
Depreciation		36,716,102	29,196,847	19,566,362	17,720,149
Amortisation		22,710,579	7,003,104	2,265,589	1,373,807
Allowance for impairment loss of intangible assets		-	3,191,644	-	-
Doubtful accounts		645,227	351,376	363,276	358,440
Reduction of inventory to net realisable value		2,551,481	1,782,569	-	-
Dividend income from investments in subsidiaries		-	-	(348,786,920)	(464,264,212)
Losses (gains) on sales of equipment		(255,687)	10,115	11,290	311,423
Losses on sales and written-off of intangible assets		296,186	10,530,036	-	2,959
Written off withholding tax		-	1,720,934	-	-
Unrealised losses (gains) on exchange		7,168	(21,831)	(164,881)	1,277,370
Provision for employee benefits		3,225,086	10,899,270	1,208,262	6,360,502
Interest income		(37,087,182)	(595,906)	(38,650,565)	(1,062,338)
Interest expenses		2,565,404	3,703,711	1,603,906	4,670,080
Profit from operating activities before changes in operating assets and liabilities		571,569,332	737,493,421	245,575,192	209,048,267
Operating assets (increase) decrease					
Trade and other receivables		(14,203,232)	(78,500,012)	(18,215,862)	(82,995,169)
Inventories		(3,436,577)	(3,929,331)	-	-
Prepaid expenses		(13,740,081)	(5,217,669)	(5,043,606)	(2,927,135)
Other non-current assets		(116,367,850)	(3,545,524)	1,791,027	2,004,585
Operating liabilities increase (decrease)					
Trade and other payables		(2,205,106)	9,185,446	(120,278,887)	23,244,839
Other current liabilities		(2,842,128)	(934,561)	(376,496)	1,071,272
Cash from operating activities		418,774,358	654,551,770	103,451,368	149,446,659
Cash paid for corporate income tax		(72,527,407)	(98,841,963)	(64,631,177)	(62,276,622)
Cash received from withholding tax refund		4,092,196	2,135,198	-	-
Net cash from operating activities		350,339,147	557,845,005	38,820,191	87,170,037

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

Statement of cash flows (continued)

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
Cash flows from investing activities					
Interest income		19,836,155	595,906	20,471,680	926,667
Increase in current investments - deposits with financial institutions		(1,401,501,274)	-	(1,401,501,274)	-
Decrease (increase) in short-term loans to subsidiaries		-	-	(86,454,145)	49,764,580
Increase in restricted bank deposits		(5,368)	(3,736)	-	-
Increase in investments in subsidiaries		-	(3,195)	(388,895,552)	(2,840)
Dividend received from investments in subsidiaries		-	-	384,185,773	369,267,810
Acquisitions of leasehold improvement and equipment		(39,840,291)	(42,869,545)	(13,474,512)	(34,238,849)
Proceeds from sales of equipment		259,055	494,428	686,057	84,132
Acquisitions of intangible assets		(249,168,048)	(21,159,778)	(9,537,822)	(6,004,608)
Net cash from (used in) investing activities		(1,670,419,771)	(62,945,920)	(1,494,519,795)	379,796,892
Cash flows from financing activities					
Interest expenses		(2,565,404)	(3,703,711)	(3,662,267)	(2,803,620)
Decrease in bank overdrafts		-	(22,717,828)	-	(17,560,224)
Increase (decrease) in short-term loan from subsidiary		-	-	(73,000,000)	5,150,000
Repayment of liabilities under finance lease agreements		(20,597,890)	(17,175,573)	(9,308,977)	(11,897,051)
Proceeds from increase in share capital (Note 16)		2,720,345,842	18,600,000	2,720,345,842	18,600,000
Dividend paid to the Company's shareholders		(584,955,550)	(432,620,000)	(584,955,550)	(432,620,000)
Net cash from (used in) financing activities		2,112,226,998	(457,617,112)	2,049,419,048	(441,130,895)
Increase (decrease) in translation adjustments		424,500	(329,488)	-	-
Net increase in cash and cash equivalents		792,570,874	36,952,485	593,719,444	25,836,034
Cash and cash equivalents at beginning of year		82,911,002	45,958,517	37,540,389	11,704,355
Cash and cash equivalents at end of year		875,481,876	82,911,002	631,259,833	37,540,389
		-	-	-	-
Supplemental cash flows information:					
Non-cash transaction					
Purchases of equipment for which no cash has been paid		25,010,190	15,267,204	1,433,879	-
Purchases of intangible assets for which no cash has been paid		1,281,100	614,000	-	-

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

Statement of changes in shareholders' equity

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

(Unit: Baht)

	Consolidated financial statements										
	Equity attributable to owners of the Company										
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Other components of equity				Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity
					Appropriated	Unappropriated	Business combination under common control	Total other components of shareholders' equity			
Balance as at 31 December 2011	100,000,000	-	10,000,000	305,358,007	(4,703)	(151,858,337)	(151,863,040)	263,494,967	(199,536)	263,295,431	
Acquisition of investment in a subsidiary	-	-	-	-	(9,347)	(506,830)	(516,177)	(516,177)	512,982	(3,195)	
Unappropriated retained earnings transferred to statutory reserve	-	-	4,000,000	(4,000,000)	-	-	-	-	-	-	
Dividend paid (Note 23)	-	-	-	(432,620,000)	-	-	-	(432,620,000)	-	(432,620,000)	
Increase share capital	15,500,000	3,100,000	-	-	-	-	-	18,600,000	-	18,600,000	
Total comprehensive income for the year	-	-	-	607,596,502	(310,573)	-	(310,573)	607,285,929	(313,446)	606,972,483	
Balance as at 31 December 2012	115,500,000	3,100,000	14,000,000	476,334,509	(324,623)	(152,365,167)	(152,689,790)	456,244,719	-	456,244,719	
Balance as at 31 December 2012	115,500,000	3,100,000	14,000,000	476,334,509	(324,623)	(152,365,167)	(152,689,790)	456,244,719	-	456,244,719	
Dividend paid (Note 23)	-	-	-	(585,197,025)	-	-	-	(585,197,025)	-	(585,197,025)	
Increase share capital (Note 16)	24,500,000	2,695,845,842	-	-	-	-	-	2,720,345,842	-	2,720,345,842	
Total comprehensive income for the year	-	-	-	501,116,717	424,500	-	424,500	501,541,217	-	501,541,217	
Balance as at 31 December 2013	140,000,000	2,698,945,842	14,000,000	392,254,201	99,877	(152,365,167)	(152,265,290)	3,092,934,753	-	3,092,934,753	

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

Statement of changes in shareholders' equity (continued)

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

(Unit : Baht)

	Separate financial statements				
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Total shareholders' equity
			Appropriated	Unappropriated	
Balance as at 31 December 2011	100,000,000	-	10,000,000	13,152,236	123,152,236
Unappropriated retained earnings transferred to statutory reserve	-	-	4,000,000	(4,000,000)	-
Dividend paid (Note 23)	-	-	-	(432,620,000)	(432,620,000)
Increase share capital	15,500,000	3,100,000	-	-	18,600,000
Total comprehensive income for the year	-	-	-	599,735,701	599,735,701
Balance as at 31 December 2012	115,500,000	3,100,000	14,000,000	176,267,937	308,867,937
Balance as at 31 December 2012	115,500,000	3,100,000	14,000,000	176,267,937	308,867,937
Dividend paid (Note 23)	-	-	-	(585,197,025)	(585,197,025)
Increase share capital (Note 16)	24,500,000	2,695,845,842	-	-	2,720,345,842
Total comprehensive income for the year	-	-	-	557,215,608	557,215,608
Balance as at 31 December 2013	140,000,000	2,698,945,842	14,000,000	148,286,520	3,001,232,362

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



Notes to consolidated financial statements

Mono Technology Public Company Limited and its subsidiaries

For the year ended 31 December 2013

1. General information

Mono Technology Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. Mr. Pete Bodharamik is a major shareholder of the Company. The registered office of the Company is at 200 Jasmine International tower 16th Floor, Moo 4 Chaengwattana Road, Pakkred, Nonthaburi. The core businesses of the Company and its subsidiaries are as follows:

- a) The media and content business consists of Mobile Value Added Service (MVAS), Internet business, publishing business and TV business
- b) Entertainment business consists of music business and movie business

On 6 June 2013, the Stock Exchange of Thailand approved the listing of the Company's ordinary shares, to begin trading from 6 June 2013.

2. Basis for the preparation of financial statements

- 2.1** The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 28 September 2011, issued under the Accounting Act B.E. 2543.

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

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of the Company and the following subsidiary companies ("the subsidiaries"):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			2013 Percent	2012 Percent
Held by the Company				
Mono Generation Co., Ltd.	Production, distribution and service of entertainment contents, magazine and other books, including motion picture, music and other entertainment media	Thailand	100	100
Mono Travel Co., Ltd.	Service of offering hotel accommodations, tour package and air ticket, including production and service of contents	Thailand	100	100
Mono Production Co., Ltd.	Production, manufacturers, including service of entertainment contents	Thailand	100	100
Mono Info Systems Co., Ltd.	Production, manufacturers and providers software; Enterprise software and Digital content	Thailand	100	100
Mono Entertainment Co., Ltd.	Production, distribution and service of entertainment contents, including other entertainment media	Thailand	100	100
Mono Technology Korea Corporation	Provide information and entertainment content through several channels	Korea	100	100
PT Mono Technology Indonesia (1% held by Mono Generation Co., Ltd.)	Provide information and entertainment content through several channels	Indonesia	99	99
Mono Technology Vietnam Co., Ltd.	Provide information and entertainment content through several channels	Vietnam	100	-
Mono Technology Hong Kong Ltd.	Provide information and entertainment content through several channels	Hong Kong	100	-
Held by the subsidiaries				
Mono Film Co., Ltd. (100% held by Mono Generation Co., Ltd.)	Production television program, film and other entertainment media, including service of contents.	Thailand	-	-
Mono TV Co., Ltd. (100% held by Mono Production Co., Ltd.)	Broadcasting and television business	Thailand	-	-
Mono Broadcast Co., Ltd. (100% held by Mono Production Co., Ltd.)	Broadcasting and television business	Thailand	-	-

- b) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- c) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- d) The assets and liabilities in the financial statements of overseas subsidiary companies are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly average exchange rates. The resulting differences are shown under the caption of "Exchange differences on translation of financial statements in foreign currency" in the statements of changes in shareholders' equity.
- e) Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements, which present investments in subsidiaries under the cost method, have been prepared solely for the benefit of the public.

3. New accounting standards

Below is a summary of accounting standards that became effective in the current accounting year and those that will become effective in the future.

(a) Accounting standards that became effective in the current accounting year

Accounting standards:

TAS 12	Income Taxes
TAS 20 (revised 2009)	Accounting for Government Grants and Disclosure of Government Assistance
TAS 21 (revised 2009)	The Effects of Changes in Foreign Exchange Rates

Financial Reporting Standard:

TFRS 8	Operating Segments
--------	--------------------

Accounting Standard Interpretations:

TSIC 10	Government Assistance - No Specific Relation to Operating Activities
TSIC 21	Income Taxes - Recovery of Revalued Non-Depreciable Assets
TSIC 25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders

Accounting Treatment Guidance for Transfers of Financial Assets

These accounting standards, financial reporting standard, accounting standard interpretations and accounting treatment guidance do not have any significant impact on the financial statements.

(b) Accounting standards that will become effective in the future

		Effective date
Accounting Standards:		
TAS 1 (revised 2012)	Presentation of Financial Statements	1 January 2014
TAS 7 (revised 2012)	Statement of Cash Flows	1 January 2014
TAS 12 (revised 2012)	Income Taxes	1 January 2014
TAS 17 (revised 2012)	Leases	1 January 2014
TAS 18 (revised 2012)	Revenue	1 January 2014
TAS 19 (revised 2012)	Employee Benefits	1 January 2014
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates	1 January 2014
TAS 24 (revised 2012)	Related Party Disclosures	1 January 2014
TAS 28 (revised 2012)	Investments in Associates	1 January 2014
TAS 31 (revised 2012)	Interests in Joint Ventures	1 January 2014
TAS 34 (revised 2012)	Interim Financial Reporting	1 January 2014
TAS 36 (revised 2012)	Impairment of Assets	1 January 2014
TAS 38 (revised 2012)	Intangible Assets	1 January 2014
Financial Reporting Standards:		
TFRS 2 (revised 2012)	Share-based Payment	1 January 2014
TFRS 3 (revised 2012)	Business Combinations	1 January 2014
TFRS 4	Insurance Contracts	1 January 2016
TFRS 5 (revised 2012)	Non-current Assets Held for Sale and Discontinued Operations	1 January 2014
TFRS 8 (revised 2012)	Operating Segments	1 January 2014
Accounting Standard Interpretations:		
TSIC 15	Operating Leases - Incentives	1 January 2014
TSIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	1 January 2014
TSIC 29	Service Concession Arrangements: Disclosures	1 January 2014
TSIC 32	Intangible Assets - Web Site Costs	1 January 2014

		Effective date
Financial Reporting Standard Interpretations:		
TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities	1 January 2014
TFRIC 4	Determining whether an Arrangement contains a Lease	1 January 2014
TFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds	1 January 2014
TFRIC 7	Applying the Restatement Approach under TAS 29 <i>Financial Reporting in Hyperinflationary Economies</i>	1 January 2014
TFRIC 10	Interim Financial Reporting and Impairment	1 January 2014
TFRIC 12	Service Concession Arrangements	1 January 2014
TFRIC 13	Customer Loyalty Programmes	1 January 2014
TFRIC 17	Distributions of Non-cash Assets to Owners	1 January 2014
TFRIC 18	Transfers of Assets from Customers	1 January 2014

The management of the Company and its subsidiaries believes that these accounting standards, financial reporting standard, accounting standard interpretations and financial reporting standards interpretations will not have any significant impact on the financial statements for the year when they are initially applied.

4. Significant accounting policies

4.1 Revenue recognition

Sales of goods

Sales of goods are recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Sales are the invoiced value, excluding value added tax, of goods supplied after deducting discounts and allowances.

Rendering of services

Revenues from mobile value added service, advertising and other services relating to Internet business are recognised when services have been rendered taking into account the stage of completion.

Interest income

Interest income is recognised on an accrual basis based on the effective interest rate.

Dividends

Dividends are recognised when the right to receive the dividends is established.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less from acquisition date and not subject to withdrawal restrictions.

4.3 Trade and other receivables

Trade and other receivables are stated at the net realisable value. Allowance for doubtful accounts is provided for the estimated losses that may be incurred in collection of receivables. The allowance is generally based on collection experience and analysis of debt aging.

4.4 Inventories

Compact discs, video compact discs, digital versatile discs and video clips are valued at the lower of cost (First-in, First-out method) and net realisable value.

Magazines and pocket books are valued at the lower of cost (Specific identification method) and net realisable value.

4.5 Investments

Investments in subsidiaries are accounted for in the separate financial statements are stated at cost net of allowance for impairment loss (if any). The weighted average method is used for computation of the cost of investments.

4.6 Leasehold improvement and equipment/Depreciation

Leasehold improvement and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of leasehold improvement and equipment is calculated by reference to their costs on the straight-line basis over the following estimated useful lives:

Leasehold improvement	-	3, 5, 10	years
Furniture, fixtures and office equipment	-	3 - 5	years
Computer and equipment	-	3 - 5	years
Motor vehicles	-	5	years

Depreciation is charged to the income statement.

No depreciation is provided on assets under installation.

An item of leasehold improvement and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in the income statement when the asset is derecognised.

4.7 Intangible assets

Intangible assets are stated at cost less any accumulated amortisation and allowance for loss on impairment of assets (if any).

Intangible assets with finite lives are amortised on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows:

	Useful lives	
Films, music and video copyright	5	years or contract period
Other copyright	3, 5	years or contract period
Computer software	5, 10, 20	years

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually either individually or at the cash generating unit level. The assessment of indefinite useful lives of the intangible assets is reviewed annually.

4.8 Related party transactions

Related parties comprise enterprises and individuals that control, or are controlled by, the Company and its subsidiaries, whether directly or indirectly, or which are under common control with the Company and its subsidiaries.

They also include individuals which directly or indirectly own a voting interest in the Company and its subsidiaries that gives them significant influence over the Company and its subsidiaries, key management personnel, directors, and officers with authority in the planning and direction of the Company and its subsidiaries' operations.

4.9 Long-term leases

Leases of equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases are depreciated over the useful life of the asset and the lease period.

Leases of building and equipment which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognised as an expense in the income statement on a straight line basis over the lease term.

4.10 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements of each entity are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are charged to the income statement.

4.11 Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of assets whenever events or changes in circumstances indicate that an asset may be impaired. The Company and its subsidiaries also carry out annual impairment reviews in respect of intangible assets with indefinite useful lives. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

4.12 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company, its subsidiaries and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company and its subsidiaries. The fund's assets are held in a separate trust fund and the Company and its subsidiaries' contributions are recognised as expenses when incurred.

Defined benefit plans

The Company and its subsidiaries have obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in the income statement.

The defined benefits liability comprises the present value of the defined benefit obligation less unrecognised past service cost and unrecognised actuarial gains or losses.

4.13 Provisions

Provisions are recognised when the Company and its subsidiaries have a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

4.14 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company and its subsidiaries recognise deferred tax liabilities for all taxable temporary differences while they recognise deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Company and its subsidiaries review and reduce the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Company and its subsidiaries record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Leases

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to use judgement regarding whether significant risk and rewards of ownership of the leased asset has been transferred, taking into consideration terms and conditions of the arrangement.

Allowance for doubtful accounts

In determining an allowance for doubtful accounts, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Leasehold improvement and equipment/Depreciation

In determining depreciation of leasehold improvement and equipment, the management is required to make estimates of the useful lives and residual values of leasehold improvement and equipment and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review leasehold improvement and equipment for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Intangible assets

The initial recognition and measurement of intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

6. Related party transactions

The followings are relationships with enterprises and individuals that control, or are controlled by, the Company and its subsidiaries, whether directly or indirectly, or which are under common control with the Company and its subsidiaries.

Name of entities	Nature of relationship
Subsidiary companies	More than 50% shareholding by the Company
Jasmine Group	Common major shareholders and directors
Toyota PS Enterprise Co., Ltd.	Common directors
Green Star Environment Co., Ltd.	Common directors
Media Shaker Co., Ltd.	Common directors

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

(Unit: Million Baht)

	Consolidated financial statements		Transfer Pricing Policy
	2013	2012	
Transactions with related companies			
Sales and service income	32	19	Contract price
Other income	2	1	Contract price
Cost of sales and services	2	-	Contract price
Selling and servicing expenses	1	-	Contract price
Administrative expenses	68	59	Contract price
Purchases of equipment	1	1	Market price

(Unit: Million Baht)

	Separate financial statements		Transfer Pricing Policy
	2013	2012	
Transactions with subsidiaries (eliminated from the consolidated financial statements)			
Sales and service income	4	1	Contract price
Dividend income	349	464	According to the resolution of the subsidiaries' meeting
Interest income	2	1	3% per annum
Other income	43	30	Contract price
Cost of sales and services	576	758	Contract price
Selling and servicing expenses	21	7	Contract price
Administrative expenses	3	4	Contract price
Interest expenses	1	2	3% per annum
Transactions with related companies			
Sales and service income	15	11	Contract price
Cost of sales and services	2	-	Contract price
Selling and servicing expenses	1	-	Contract price
Administrative expenses	57	55	Contract price

As at 31 December 2013 and 2012, the balances of accounts between the Company, its subsidiaries and those related parties were as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Trade receivables - related parties (Note 7)				
Subsidiaries (eliminated from the consolidated financial statements)	-	-	5,228	1,379
Related companies	17,292	6,665	6,928	1,940
Total trade receivables - related parties	17,292	6,665	12,156	3,319
Other receivables - related parties (Note 7)				
Subsidiaries (eliminated from the consolidated financial statements)	-	-	91,779	28,161
Related companies	129	423	-	-
Total other receivables - related parties	129	423	91,779	28,161
Dividend receivables - related parties (Note 7)				
Subsidiaries (eliminated from the consolidated financial statements)	-	-	83,197	118,596
Total dividend receivables - related parties	-	-	83,197	118,596
Deposits and retentions - related parties				
Related companies	7,625	5,016	5,204	5,016
Total deposits and retentions - related parties	7,625	5,016	5,204	5,016
Trade payables - related parties (Note 13)				
Subsidiaries (eliminated from the consolidated financial statements)	-	-	77,760	189,774
Related companies	2,767	7,989	2,767	7,989
Total trade payables - related parties	2,767	7,989	80,527	197,763
Other payables - related parties (Note 13)				
Subsidiaries (eliminated from the consolidated financial statements)	-	-	5,155	10,074
Related companies	13,827	16,937	7,605	16,016
Total other payables - related parties	13,827	16,937	12,760	26,090

Short-term loans to subsidiaries and short-term loan from subsidiary

As at 31 December 2013 and 2012, the balances of short-term loans to subsidiaries and short-term loan from subsidiary and the movements were as follows:

(Unit: Thousand Baht)

	Separate financial statements			
		During the year		
	2012	Increase	Decrease	2013
Short-term loans to subsidiaries				
Mono Generation Co., Ltd.	-	70,000	-	70,000
Mono Travel Co., Ltd.	10,000	3,000	-	13,000
Mono Production Co., Ltd.		133,355	(133,355)	-
Mono Entertainment Co., Ltd.	-	55,000	(55,000)	-
PT Mono Technology Indonesia	8,895	538	-	9,433
Mono Technology Korea Corporation	-	9,786	-	9,786
Mono Technology Vietnam Co., Ltd.	-	3,295	-	3,295
	18,895	274,974	(188,355)	105,514
Short-term loan from subsidiary				
Mono Generation Co., Ltd.	73,000	-	(73,000)	-
	73,000	-	(73,000)	-

Directors and management's benefits

During the year ended 31 December 2013 and 2012, the Company and its subsidiaries had employee benefit expenses payable to their directors and management amounting to Baht 43 million (2012: Baht 45 million) and of the Company only amounting to Baht 27 million (2012: Baht 36 million).

7. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Trade receivables - related parties (Note 6)	17,292	6,665	12,156	3,319
Trade receivables - unrelated parties	181,648	239,534	147,340	217,327
Accrued revenue	156,579	129,394	144,109	127,731
Dividend receivables - related parties (Note 6)	-	-	83,197	118,596
Other receivables - related parties (Note 6)	129	423	91,779	28,161
Other receivables - unrelated parties	55,472	3,650	18,560	1,011
Total	411,120	379,666	497,141	496,145
Less: Allowance for doubtful accounts	(7,743)	(7,098)	(3,452)	(3,089)
Trade and other receivables - net	403,377	372,568	493,689	493,056

The outstanding balances of trade receivables as at 31 December 2013 and 2012, aged on the basis of due dates, are summarised below.

(Unit: Thousand Baht)

Age of receivables	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Trade receivables - related parties				
Not yet due	2,928	200	1,700	535
Past due				
Up to 3 months	12,564	6,224	6,273	1,992
Longer than 3 - 6 months	1,010	241	663	792
Longer than 6 - 12 months	490	-	2,578	-
Longer than 12 months	300	-	942	-
Total trade receivables - related parties	17,292	6,665	12,156	3,319
Trade receivables - unrelated parties				
Not yet due	131,172	206,967	110,500	193,684
Past due				
Up to 3 months	46,461	30,917	27,764	17,037
Longer than 3 - 6 months	6,098	4,544	3,973	1,989
Longer than 6 - 12 months	7,743	2,493	973	1,332
Longer than 12 months	9,998	8,162	4,130	3,285
	201,472	253,083	147,340	217,327
Less: Allowance for sales return	(19,824)	(13,549)	-	-
	181,648	239,534	147,340	217,327
Less: Allowance for doubtful accounts	(7,743)	(7,098)	(3,452)	(3,089)
Total trade receivables - unrelated parties, net	173,905	232,436	143,888	214,238
Total trade receivables - net	191,197	239,101	156,044	217,557

8. Inventories

(Unit: Thousand Baht)

	Consolidated financial statements					
	Cost		Reduce cost to net realisable value		Inventories-net	
	2013	2012	2013	2012	2013	2012
Finished goods	12,847	9,351	(7,029)	(4,478)	5,818	4,873
Work in process	857	917	-	-	857	917
Total	13,704	10,268	(7,029)	(4,478)	6,675	5,790

9. Investments in subsidiaries

(Unit: Thousand Baht)

Company's name	Separate financial statements					
	Paid-up capital		Cost		Dividend received during the year	
	2013	2012	2013	2012	2013	2012
Mono Generation Co., Ltd.	132,000	132,000	52,010	52,010	-	38,280
Mono Travel Co., Ltd.	20,000	20,000	9,307	9,307	-	10,000
Mono Info Systems Co., Ltd.	8,000	8,000	8,000	8,000	348,787	415,984
Mono Production Co., Ltd.	320,000	5,000	320,000	5,000	-	-
Mono Entertainment Co., Ltd.	58,000	3,000	55,010	10	-	-
PT Mono Technology Indonesia	3,767	3,767	3,421	3,421	-	-
Mono Technology Korea Corporation	18,373	2,646	18,373	2,646	-	-
Mono Technology Hong Kong Ltd.	43	-	43	-	-	-
Mono Technology Vietnam Co., Ltd.	3,125	-	3,125	-	-	-
			469,289	80,394	348,787	464,264

- 9.1 In August 2013, the Company invested in all ordinary shares, amounting to Baht 3 million, of Mono Technology Vietnam Co., Ltd. (100% paid-up share capital).
- 9.2 In September 2013, Mono Production Co., Ltd., a subsidiary, invested in all ordinary shares, 5,000,000 shares, of Mono TV Co., Ltd., at a price of Baht 10 per share (25% paid-up share capital), and invested in all 5,000,000 ordinary shares of Mono Broadcast Co., Ltd., at a price of Baht 10 per share (25% paid-up share capital).
- 9.3 In September 2013, the Board of Directors' Meeting of Mono Production Co., Ltd., a subsidiary, approved to call up a further 75% of its registered capital, or a total of Baht 15 million. The Company's shareholding in this subsidiary remained unchanged.
- 9.4 In October 2013, the Company invested in all ordinary shares, amounting to Baht 43,000, of Mono Technology Hong Kong Ltd. (0.04% paid-up share capital).
- 9.5 On 6 November 2013, a meeting of the Company's Board of Directors approved the restructuring of shareholding for its subsidiaries. The details are as follows:
- 1) Approved to acquire all of the additional ordinary shares of Mono Entertainment Co., Ltd., a subsidiary, amounting to Baht 55 million. In addition, the Company's Board of Directors resolved to reduce the subsidiary's registered and paid-up share capital amounting to Baht 20 million, in order to write-off retained losses. The subsidiary registered the decrease in share capital with the minister of commerce on 27 January 2014. The Company's shareholding in this subsidiary remained unchanged.
 - 2) Approved to acquire all of the additional ordinary shares of Mono Production Co., Ltd. and Mono Technology Korea Corporation, amounting to Baht 300 million and Baht 16 million, respectively. The Company's shareholding in these subsidiaries remained unchanged.

10. Leasehold improvement and equipment

(Unit: Thousand Baht)

	Consolidated financial statements					
	Leasehold improvement	Furniture, fixtures and office equipment	Computer and equipment	Motor vehicles	Assets under installation	Total
Cost						
1 January 2012	24,233	43,460	103,555	14,903	4,665	190,816
Additions	4,645	9,653	22,124	4,577	17,138	58,137
Disposals/write off	(8,596)	(6,395)	(4,547)	(1,519)	-	(21,057)
Transfer in (out)	15,356	4,889	-	-	(20,245)	-
31 December 2012	35,638	51,607	121,132	17,961	1,558	227,896
Additions	3,104	11,020	38,611	1,012	11,103	64,850
Disposals/write off	-	(104)	(123)	(411)	-	(638)
Transfer in (out)	4,866	81	(71)	-	(4,876)	-
31 December 2013	43,608	62,604	159,549	18,562	7,785	292,108
Accumulated depreciation:						
1 January 2012	12,107	19,926	56,932	6,083	-	95,048
Depreciation for the year	2,703	8,322	15,792	2,380	-	29,197
Depreciation on disposals	(8,211)	(6,351)	(4,471)	(1,519)	-	(20,552)
31 December 2012	6,599	21,897	68,253	6,944	-	103,693
Depreciation for the year	4,031	9,359	20,780	2,546	-	36,716
Depreciation on disposals	-	(112)	(112)	(411)	-	(635)
31 December 2013	10,630	31,144	88,921	9,079	-	139,774
Net book value:						
31 December 2012	29,039	29,710	52,879	11,017	1,558	124,203
31 December 2013	32,978	31,460	70,628	9,483	7,785	152,334
Depreciation for the year						
2012 (Baht 19,784 thousand included in cost of services, and the balance in administrative expenses)						29,197
2013 (Baht 24,076 thousand included in cost of services, and the balance in administrative expenses)						36,716

(Unit: Thousand Baht)

	Separate financial statements					
	Leasehold improvement	Furniture, fixtures and office equipment	Computer and equipment	Motor vehicles	Assets under installation	Total
Cost						
1 January 2012	10,424	12,570	73,994	5,835	4,665	107,488
Additions	4,497	6,137	5,628	839	17,138	34,239
Disposals/write off	(923)	(2,077)	(3,187)	(683)	-	(6,870)
Transfer in (out)	15,356	4,889	-	-	(20,245)	-
31 December 2012	29,354	21,519	76,435	5,991	1,558	134,857
Additions	740	2,483	6,211	-	5,474	14,908
Disposals/write off	-	(799)	(678)	-	-	(1,477)
Transfer in (out)	4,866	9	-	-	(4,875)	-
31 December 2013	34,960	23,212	81,968	5,991	2,157	148,288
Accumulated depreciation:						
1 January 2012	1,751	3,695	38,544	727	-	44,717
Depreciation for the year	2,243	3,665	10,912	900	-	17,720
Depreciation on disposals	(554)	(873)	(960)	(519)	-	(2,906)
31 December 2012	3,440	6,487	48,496	1,108	-	59,531
Depreciation for the year	3,434	4,201	11,013	918	-	19,566
Depreciation on disposals	-	(334)	(446)	-	-	(780)
31 December 2013	6,874	10,354	59,063	2,026	-	78,317
Net book value:						
31 December 2012	25,914	15,032	27,939	4,883	1,558	75,326
31 December 2013	28,086	12,858	22,905	3,965	2,157	69,971
Depreciation for the year						
2012 (Baht 11,137 thousand included in cost of services, and the balance in administrative expenses)						17,720
2013 (Baht 10,186 thousand included in cost of services, and the balance in administrative expenses)						19,566

As at 31 December 2013, certain equipment items of the Company and its subsidiaries had been fully depreciated but were still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 49 million (2012: Baht 30 million) and of the Company only amounting to Baht 19 million (2012: Baht 13 million).

As at 31 December 2013, the Company and its subsidiaries had vehicles and equipment under finance lease agreements with net book values amounting to Baht 44 million (2012: Baht 45 million) and of the Company only amounting to Baht 12 million (2012: Baht 23 million).

11. Intangible assets

(Unit: Thousand Baht)

	Consolidated financial statements					
	Website copyright	Films, music and video copyright	Other copyright	Computer software	Work in process	Total
Cost						
1 January 2012	70,645	18,851	-	11,590	22,075	123,161
Additions	-	12,679	-	697	8,398	21,774
Disposals/write off	-	(7,649)	-	(66)	(5,937)	(13,652)
Transfer in (out)	-	20,324	-	-	(20,324)	-
31 December 2012	70,645	44,205	-	12,221	4,212	131,283
Additions	-	9,983	16,449	280	223,737	250,449
Disposals/write off	-	(1,151)	-	-	(2,356)	(3,507)
Transfer in (out)	-	85,049	5,790	-	(90,839)	-
31 December 2013	70,645	138,086	22,239	12,501	134,754	378,225
Accumulated amortisation :						
1 January 2012	20,029	1,510	-	6,868	-	28,407
Amortisation for the year	-	6,165	-	838	-	7,003
Amortisation on disposals	-	(3,059)	-	(63)	-	(3,122)
31 December 2012	20,029	4,616	-	7,643	-	32,288
Amortisation for the year	-	20,518	1,276	917	-	22,711
Amortisation on disposals	-	(19)	-	-	-	(19)
31 December 2013	20,029	25,115	1,276	8,560	-	54,980
Allowance for impairment loss:						
1 January 2012	644	-	-	-	-	644
Increase during the period	-	1,132	-	-	2,060	3,192
31 December 2012	644	1,132	-	-	2,060	3,836
Decrease during the period	-	(1,132)	-	-	(2,060)	(3,192)
31 December 2013	644	-	-	-	-	644
Net book value:						
31 December 2012	49,972	38,457	-	4,578	2,152	95,159
31 December 2013	49,972	112,971	20,963	3,941	134,754	322,601
Amortisation for the year						
2012 (Baht 6,413 thousand included in cost of services, and the balance in administrative expenses)						7,003
2013 (Baht 20,463 thousand included in cost of services, and the balance in administrative expenses)						22,711

(Unit: Thousand Baht)

	Separate financial statements					
	Website copyright	Films, music and video copyright	Other copyright	Computer software	Work in process	Total
Cost						
1 January 2012	10,645	288	-	3,206	-	14,139
Additions	-	6,005	-	-	-	6,005
Disposals/write off	-	(288)	-	(4)	-	(292)
31 December 2012	10,645	6,005	-	3,202	-	19,852
Additions	-	809	-	3	8,726	9,538
Transfer in (out)	-	2,305	-	-	(2,305)	-
31 December 2013	10,645	9,119	-	3,205	6,421	29,390
Accumulated amortisation :						
1 January 2012	3,508	163	-	1,731	-	5,402
Amortisation for the year	-	891	-	483	-	1,374
Amortisation on disposals	-	(287)	-	(2)	-	(289)
31 December 2012	3,508	767	-	2,212	-	6,487
Amortisation for the year	-	1,800	-	466	-	2,266
31 December 2013	3,508	2,567	-	2,678	-	8,753
Allowance for diminution in value :						
1 January 2012	644	-	-	-	-	644
31 December 2012	644	-	-	-	-	644
31 December 2013	644	-	-	-	-	644
Net book value:						
31 December 2012	6,493	5,238	-	990	-	12,721
31 December 2013	6,493	6,552	-	527	6,421	19,993
Amortisation for the year						
2012 (Baht 891 thousand included in cost of services, and the balance in administrative expenses)						1,374
2013 (Baht 1,800 thousand included in cost of services, and the balance in administrative expenses)						2,266

12. Deposits and retentions

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Deposit for digital TV spectrum license auction	38,000	-	-	-
Deposits for land acquisition	68,000	-	-	-
Others	24,507	14,139	5,421	7,212
Total deposits and retentions	130,507	14,139	5,421	7,212

12.1 Mono Broadcast Co., Ltd., a subsidiary, won digital TV spectrum license auction for variety Standard Definition (SD) ("the license") held by the National Broadcasting and Telecommunications Commission ("NBTC"). The subsidiary was required to make payment for the bid price of Baht 2,250 million (exclusive of VAT) under the following payment conditions:

- 1) Payment for the minimum bid price of the license fee amounting to Baht 380 million, divided into 4 installments and has to be made within 3 years from the date of obtaining the license as specified by NBTC.
- 2) For the exceeding amount of the minimum bid price of the license fee, the payment is divided into 6 installments and has to be made within 5 years from the date of obtaining the license as specified by NBTC.

The subsidiary was required to request the digital TV license within 45 days upon the date it was notified of the winning (13 January 2014). The license is valid for 15 years from the date of the license.

In addition, the subsidiary is required to pay license fee, other fees and fee for the Broadcasting and Telecommunications Research and Development Fund for the Public Interest as specified by NBTC.

12.2 On 18 December 2013, the meeting of Mono Production Co., Ltd.'s, a subsidiary, Board of Directors passed a resolution regarding land acquisition, amounting to Baht 180 million, for the subsidiary's operations. As at 31 December 2013, the subsidiary paid the deposit for land acquisition totaling Baht 68 million.

13. Trade and other payables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Trade payables - related parties (Note 6)	2,767	7,989	80,527	197,763
Trade payables - unrelated parties	95,823	102,333	64,569	65,689
Other payables - related parties (Note 6)	13,827	16,937	12,760	26,090
Other payables - unrelated parties	38,783	31,791	22,625	14,000
Accrued expenses	37,903	33,867	15,697	16,247
Payables for equipment	10,548	2,562	2,896	1,463
Total trade and other payables	199,651	195,479	199,074	321,252

14. Liabilities under finance lease agreements

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Liabilities under finance lease agreements	33,620	36,397	4,952	14,882
Less : Deferred interest expenses	(2,145)	(2,630)	(160)	(781)
Total	31,475	33,767	4,792	14,101
Less : Portion due within one year	(16,830)	(17,214)	(3,960)	(9,090)
Liabilities under finance lease agreements - net of current portion	14,645	16,553	832	5,011

The Company and its subsidiaries have entered into the finance lease agreements with leasing companies for rental of motor vehicles and equipment for use in their operations, whereby they are committed to pay rental on a monthly basis. The terms of the agreements are generally between 3 and 5 years.

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

(Unit: Thousand Baht)

	As at 31 December 2013					
	Consolidated financial statements			Separate financial statements		
	Less than 1 year	1-5 years	Total	Less than 1 year	1-5 years	Total
Future minimum lease payments	18,341	15,279	33,620	4,103	849	4,952
Deferred interest expenses	(1,511)	(634)	(2,145)	(143)	(17)	(160)
Present value of future minimum lease payments	16,830	14,645	31,475	3,960	832	4,792

(Unit: Thousand Baht)

	As at 31 December 2012					
	Consolidated financial statements			Separate financial statements		
	Less than 1 year	1-5 years	Total	Less than 1 year	1-5 years	Total
Future minimum lease payments	18,885	17,512	36,397	9,656	5,226	14,882
Deferred interest expenses	(1,671)	(959)	(2,630)	(566)	(215)	(781)
Present value of future minimum lease payments	17,214	16,553	33,767	9,090	5,011	14,101

15. Provision for long-term employee benefits

Provision for long-term employee benefits, which is compensations on employees' retirement, was as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Defined benefit obligation at beginning of year	18,910	12,968	11,073	7,309
Current service cost	4,309	3,489	2,267	1,913
Interest cost	774	325	456	87
Actuarial loss	-	2,128	-	1,764
Provisions for long-term employee benefits at end of year	23,993	18,910	13,796	11,073

Long-term employee benefit expenses included in the profit or loss were as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Current service cost	4,309	3,489	2,267	1,913
Interest cost	774	325	456	87
Actuarial loss	-	2,128	-	1,764
Total expenses recognised in the income statement (included in the administrative expenses)	5,083	5,942	2,723	3,764

Principal actuarial assumptions at the valuation date were as follows:

	2013	2012
Discount rate	3.9 - 4.4%	3.9 - 4.4%
Future salary increase rate	5%	5%

Amounts of defined benefit obligation for the current and previous two years are as follows:

(Unit: Thousand Baht)

	Defined benefit obligation		Experience adjustments arising on the plan liabilities	
	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements
Year 2013	23,993	13,796	-	-
Year 2012	18,910	11,073	(1,460)	(1,538)
Year 2011	12,968	7,309	-	-

16. Share capital

On 3 June 2013, the Company made an initial public offering of 245 million shares with a par value of Baht 0.1 each, at a price of Baht 11.40 per share, for total proceeds of Baht 2,793 million. The Company incurred expenses relating to the share offering totaling Baht 73 million (net of income tax of Baht 17 million), and these were presented as a deduction from the premium on ordinary shares. The Company registered the increase of its paid-up share capital to Baht 140 million (1,400 million ordinary shares of Baht 0.1 each) with the Ministry of Commerce on the same date.

17. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

18. Expenses by nature

Significant expenses by nature are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Salary and wages and other employee benefits	258,067	224,073	106,908	94,497
Cost of Mobile Value Added Services	212,820	242,511	769,561	948,038
Advertising and sales promotion expenses	85,220	61,560	62,056	19,134
Utilities expenses	76,932	62,865	61,988	57,952
Cost of sale	65,191	35,491	-	-
Depreciation and amortisation	59,426	36,200	21,832	19,094
Cost of production	31,025	30,276	-	-

19. Income tax

Income tax expenses for the years ended 31 December 2013 and 2012 are made up as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Corporate income tax charge	37,649	62,420	35,089	42,564
Deferred tax relating to origination and reversal of temporary differences	(16,029)	-	(1,604)	-
Effects of income tax related to the share offering (Note 16)	17,458	-	17,458	-
Deferred tax effect of the expenses relating to the share offering	39,078	62,420	50,943	42,564

Reconciliation between income tax expenses and the product of accounting profit multiplied by the applicable tax rates for the years ended 31 December 2013 and 2012

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Accounting profit before tax	540,543	669,722	608,159	642,300
Applicable tax rate	20%	23%	20%	23%
Accounting profit before tax multiplied by applicable tax rate	108,109	154,036	121,632	147,729
Tax effect of income and expenses that are not taxable income or not deductible in determining taxable profit:				
Promotional privileges (Note 20)	(67,563)	(98,668)	-	-
Dividend income from subsidiaries	-	-	(69,757)	(106,781)
Others	(1,468)	7,052	(932)	1,616
Income tax expenses reported in the income statement	39,078	62,420	50,943	42,564

The components of deferred tax assets and deferred tax liabilities as at 31 December 2013 and 2012 are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Deferred tax assets (liabilities)				
Trade and other receivables (Allowance for doubtful accounts and allowance for sale return)	5,514	-	691	-
Intangible assets (Difference in amortisation)	(7,095)	-	(1,098)	-
Provision for long-term employee benefits	4,595	-	2,759	-
Unused tax loss	12,368	-	-	-
Other	647	-	(748)	-
Total	16,029	-	1,604	-
Presented as follows:				
Deferred tax assets	21,768	-	1,604	-
Deferred tax liabilities	(5,739)	-	-	-
Total	16,029	-	1,604	-

As at 31 December 2013 the subsidiaries had deductible temporary differences and unused tax losses totaling Baht 22 million, on which deferred tax assets have not been recognised as the subsidiaries believe future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

20. Promotional privileges

On 11 January 2011, Mono Info Systems Co., Ltd., a subsidiary, has received promotional tax privileges from the Board of Investment, pursuant to the promotion certificate No. 1029(7)/2554. The privileges include an exemption from corporate income tax for a period of 8 years from the date of the promoted operations commenced generating revenues (31 July 2011).

In 2013, the subsidiary had revenues from the promoted operations amounting to Baht 374 million (2012: Baht 458 million).

21. Basic earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

22. Provident fund

The Company, its subsidiaries and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The Company, its subsidiaries and its employees contribute to the fund monthly at the rate of 5 percent of basic salary. The fund, which is managed by TISCO Asset management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules. During the year 2013, the Company and its subsidiaries contributed Baht 8 million (2012: Baht 7 million) to the fund and of the Company only amounting to Baht 4 million (2012: Baht 3 million).

23. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht per share)
Annual dividends for 2012	Annual General Meeting of the shareholders on 13 March 2013	161.7	0.14
Interim dividends for 2013	The Company's Board of Director's Meeting on 8 May 2013	161.7	0.14
	The Company's Board of Director's Meeting on 7 August 2013	161.0	0.12
	The Company's Board of Director's Meeting on 6 November 2013	100.8	0.07
Total dividend payments for the year 2013		585.2	0.47
Annual dividends for 2011	Annual General Meeting of the shareholders on 8 March 2012	12.5	1.25
Interim dividends for 2012	The Company's Board of Director's Meeting on 14 March 2012	39.0	0.04
	The Company's Board of Director's Meeting on 9 May 2012	127.0	0.13
	The Company's Board of Director's Meeting on 8 August 2012	134.0	0.13
	The Company's Board of Director's Meeting on 7 November 2012	120.1	0.10
Total dividend payments for the year 2012		432.6	1.65

24. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

The Company and its subsidiaries' operations are mainly carried on in Thailand. As a result, all of the revenues, and assets as reflected in these financial statements pertain to the aforementioned geographical reportable area.

Most of revenues of the Company and its subsidiaries are from three major customers.

Below is revenues, profit and assets information regarding the Company and its subsidiaries' operating segments for the year ended 31 December 2013 and 2012.

(Unit: Thousand Baht)

	Media and Content ⁽¹⁾		Entertainment ⁽²⁾		Elimination of inter-segment revenues		Consolidation	
	2013	2012	2013	2012	2013	2012	2013	2012
Sales and service income								
Revenues from external customers	1,308,228	1,460,346	99,158	77,860	-	-	1,407,386	1,538,206
Inter-segment revenues	-	-	12,853	8,351	(12,853)	(8,351)	-	-
Total revenues	1,308,228	1,460,346	112,011	86,211	(12,853)	(8,351)	1,407,386	1,538,206
Segment income	805,729	953,130	35,479	26,615			841,208	979,745
Unallocated income and expenses:								
Other income							90,579	23,663
Selling and servicing expenses							(101,045)	(87,628)
Administrative expenses							(287,981)	(242,355)
Finance cost							(2,566)	(3,703)
Income tax expenses							(39,078)	(62,420)
Profit for the year							501,117	607,302
Leasehold improvement and equipment	147,680	121,237	4,654	2,966	-	-	152,334	124,203
Intangible assets	142,318	68,798	180,284	26,361	-	-	322,602	95,159

⁽¹⁾ The media and content segment consists of Mobile Value Added Services (MVAS), Internet media business, publishing business and TV media business.

⁽²⁾ The entertainment segment consists of music business and movie business.

25. Commitments and contingent liabilities

25.1 Capital commitments

As at 31 December 2013, the Company and its subsidiaries had capital commitments of approximately Baht 160 million (2012: Baht 4 million), relating to acquisition of land, equipment, movie rights and television programs.

25.2 Guarantees

As at 31 December 2013, the Company and its subsidiaries had outstanding bank guarantees of Baht 6 million (2012: Baht 6 million) and of the Company only amounting to Baht 5 million (2012: Baht 5 million) issued by banks on behalf of the Company and its subsidiaries in respect of performance bonds.

25.3 Operating lease and service commitments

The Company and its subsidiaries had entered into several lease agreements in respect of the lease of office building space and other services contracts. The terms of the agreements were generally between 1 and 5 years.

As at 31 December 2013 and 2012, future minimum lease payments required under these non-cancellable operating lease and service contracts were as follows.

	(Unit: Thousand Baht)	
	2013	2012
Payable:		
in up to 1 year	69,192	56,518
in over 1 and up to 5 years	57,423	33,395

26. Financial instruments

26.1 Financial risk management

The Company and its subsidiaries' financial instruments, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, current investments, trade and other receivables, trade and other payables, short-term loans to subsidiaries and short-term loans from subsidiaries and financial lease liabilities. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Company and its subsidiaries is exposed to credit risk primarily with respect to trade and other receivables, and short-term loans to subsidiaries. The Company and its subsidiaries manages

the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. However, the Company and its subsidiaries is exposed to concentrations of credit risk with respect to trade receivables because it has a few major customers who are in the same industry. The maximum exposure to credit risk is limited to the carrying amounts of trade and other receivables, and short-term loans to subsidiaries as stated in the statement of financial position.

Interest rate risk

The Company and its subsidiaries' exposure to interest rate risk relates primarily to its cash at banks, current investments, short-term loans to subsidiaries and short-term loans from subsidiaries and financial lease liabilities. Most of the Company and its subsidiaries' financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

26.2 Fair values of financial instruments

Since the majority of the Company and its subsidiaries' financial instruments are short-term in nature or bear floating interest rates, their fair value is not expected to be materially different from the amounts presented in statement of financial position.

A fair value is the amount for which an asset can be exchanged or a liability settled between knowledgeable, willing parties in an arm's length transaction. The fair value is determined by reference to the market price of the financial instruments or by using an appropriate valuation technique, depending on the nature of the instrument.

27. Capital management

The primary objective of the Company and its subsidiaries' capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2013, the Company and its subsidiaries' debt-to-equity ratio was 0.09:1 (2012: 0.57:1) and the Company's was 0.07:1 (2012: 1.37:1).

28. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 19 February 2014.



Mono Technology Public Company Limited

Jasmine International Tower 16th Fl.
200 Moo 4 Chaengwattana Rd.,
Pakkred, Nonthaburi Thailand 11120
Tel : +66 2502 0700
Fax : +66 2100 8148



SOY-BASED INKS

The Annual Report is printed
using eco-friendly soy inks