



Annual Report
2011



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...Starting Strong Step of Business...



 To Start Strong Step
of Business

มุ่งมั่นเพื่อก้าวเติบโตแข็งแรง



Message of the Chairman



“ The flooding disaster that our Company went through has brought together the directors, executives, management and all of our staffs to consolidate their effort to overcome the hard times and all the obstructions. The Company undertook the restoration and development of landscape and all of the streets within our industrial zone. In addition, we initiated the construction of a permanent floodwall with the objective to rehabilitate and develop Nava Nakorn Industrial Promotion Zone with a view to maintain its attractiveness to domestic and foreign investors and to rebuild confidence among our valued investors. ”

General Akaradej Sasiprapha
Chairman of the Board of Directors,
Nava Nakorn Public Company Limited

The business operations of Nava Nakorn Public Company Limited over the last year demonstrated high achievement for the areas of property sales and infrastructure-related services, despite the fact that the Company was affected by the severe flood striking Thailand in the last trimester of 2011. As we all are aware from the news, the entire area of Nava Nakorn Industrial Promotion Zone, Pathumthani was inundated. All the factories were forced to suspend their operations from mid October 2011 up until mid December 2011, causing massive loss in revenues and damages to assets as well as infrastructure systems. Nevertheless, the damages occurred are well covered by insurance.

The flooding disaster that our Company went through has brought together the directors, executives, management and all of our staffs to consolidate their effort to overcome the hard times and all the obstructions. The Company undertook the restoration and development of landscape and all of the streets within our industrial zone. In addition, we initiated the construction of a permanent floodwall with the objective to rehabilitate and develop Nava Nakorn Industrial Promotion Zone with a view to maintain its attractiveness to domestic and foreign investors and to rebuild confidence among our valued investors.

At last, on behalf of the Board of Directors, I would like express my sincere thanks to all of the staffs for their commitment and dedication to serve our Company to the best of their effort in time of crisis. I also wish to extend my deepest gratitude to the entrepreneurs and shareholders for the confidence and trust they put into our Company all along. Let us move steadfastly forward together.



Board of Directors



General Akaradej Sasiprapha
Chairman of the Board of Directors

Gen. Akaradej assumed the position of the Chairman of the Company's Board of Directors at Nava Nakorn in 2001. He also holds the position of the Chairman of the Board of Directors at the NEP Realty and Industry Public Co., Ltd. In the past, he held the positions of Member of the Board

of Directors at the Bangkok Metro Public Co., Ltd. and at the Petroleum Authority of Thailand or PTT Public Co., Ltd. Currently, he is 69 years old. He earned his Bachelor of Science from the Chulachomklao Royal Military Academy. He completed the Ranger Airborne Program from the U.S. Army Airborne School at Fort Benning, Georgia, USA, and graduated from the National Defence College of Thailand.



General Chainarong Noonpakdee
Member of the Board of Directors and
Chairman of the Executive Board

Gen. Chainarong took on the positions of the Member of the Board of Directors and the Chairman of the Executive Board at Nava Nakorn in 2001. He also holds the Member of the Board of Directors position at the NEP Realty and Industry Public Co., Ltd. In the past, he assumed the positions of the Chief

of Joint Staff of the Royal Thai Armed Forces Headquarters. He was the Member of the Board of Directors at Expressway Authority of Thailand, at Thai Airways International Public Co., Ltd, and at the New Bangkok International Airport Co., Ltd. (Suvarnabhumi). He also was the Chairman of the Board of Directors at the Thai Maritime Navigation Co., Ltd. At present, he is 71 years old. He earned his Bachelor of Science from the Chulachomklao Royal Military Academy. He completed the Infantry Officer Advance Course from Fort Benning, Georgia, USA and graduated from the National Defence College of Thailand. He earned certificates from the Directors Certification Program at the Thai Institute of Directors and from the Management Executive Certification Program (CMA Program) at the Capital Market Academy.



Police General Somchai Vanichsenee
Member of the Board of Directors and
Vice Chairman of the Board of Directors

Pol. Gen. Somchai assumed the positions of Independent Member of the Board of Directors and Member of the Audit Committee of the Company in 2002. In 2005, he was appointed the Member of the Board of Directors and the Vice Chairman of the Executive Board. Later in 2009, he

is appointed as the Company's Vice Chairman. In the past, he was the Deputy Police Commissioner for the Royal Thai Police. He also was the Member of the Board of Directors at the Port Authority of Thailand, at the Government Lottery Office, and at the Provincial Water Authority. At present, he is 68 years old. He earned his Master Degree in Public Administration from Chulalongkorn University and completed the Directors Certification Program from Institute of Directors (IOD).



Mr. Seksit Charoensethasil
Member of the Board of Directors and
Vice Chairman of the Executive Board

Khun Seksit assumed the position of Advisor to the Company's Board of Directors in 2003 and later in 2004 he was appointed Executive Vice President of the Company. In 2008, he was also appointed as the Member of the Company's Board of Directors and later in 2009 he is appointed

the Vice Chairman of the Executive Board. He also holds the Managing Director position at the NEP Realty and Industry Public Co., Ltd. In the past, he held the position of Executive Vice President at the NEP Realty and Industry Public Co., Ltd. Currently, he is 55 years old. He earned his Master Degree from the Faculty of Business Management, Kasetsart University.



Board of Directors



Mr. Nipit Arunvongse Na Ayudhya
Member of the Board of Directors and
Chief Executive Officer

Khun Nipit assumed the position of Chief Executive Officer of Nava Nakorn Public Co., Ltd. since 2001. And since 2002 he took up additional position as the Member of the Board of Directors of the Company. At the same time, he also holds the position of Member of the Board of Directors at Casa Co., Ltd., at NEP Realty and Industry Public Co., Ltd., and at Sumisho Global Logistics (Thailand) Co., Ltd. Currently, he is 49 years old. He earned his Bachelor Degree in Architecture from University of Minnesota, USA. Additionally, he completed the Directors Certification Program from the Thai Institute of Directors.



Lieutenant General Seekrin Singhaphan
Independent Member of the Board of Directors
and Member of Audit Committee

Lt. Gen. Seekrin assumed the positions of Independent Member of the Board of Directors and Member of the Audit Committee of Nava Nakorn Public Co., Ltd. since 2005. In the past, he was the Director of Information Process Center for the Internal Security Operations Command. At present, he is 70 years old. He earned his Bachelor of Science (The Royal Thai Army) from the Chulachomklao Royal Military Academy. He also graduated from the Command and General Staff College of the Royal Thai Army, the National Defence College of Thailand (Wor Por Ror Or. Class 36), and the Army Special Warfare School, Fort Bragg, North Carolina, USA. He also earned his certificates from the Director Accreditation Program (DAP) and the Audit Committee Program (ACP) from the Thai Institute of Directors.



Mrs. Leena Charernsri
Independent Member of the Board of Directors
and Chairman of the Audit Committee

Khun Leena assumed the position of Member of the Board of Directors at Nava Nakorn in 2002 and later was appointed as the Chairman of the Audit Committee of the Company in 2008. In the past, she held the position of Deputy Permanent Secretary of the Ministry of Finance in 2005. Presently, she is also the Member of the Board of Directors at Provincial Waterworks Authority, Member of the Audit and Evaluation Committee of the Ministry of Finance, and Member of the Board of Directors at Eastern Water Resources Development and Management Public Co., Ltd. At present she is 64 years old. She earned her Bachelor Degree in Accountancy and Mini MBA for Development of Executive from the Ministry of Finance Class1 from Thammasart University. She also earned the Advance Certificate in Democratic Politics and Governance for High-Level Administrators (Por. Por. Ror.) Class 6, from the King Prajadhipok's Institute.



Khunying Supanapa Attanand
Independent Member of the Board of Directors
and Member of the Audit Committee

Khunying Supanapa assumed the positions of Independent Member of the Board of Directors and Member of the Audit Committee at Nava Nakorn Public Co., Ltd. in 2002. In the past, she was the Member of the Audit Committee of the Ocean Securities and Finance Co., Ltd. and the Advisor to Siam Home Co., Ltd. At present, she is 64 years old. She graduated with Bachelor Degree in Architecture from the Chulalongkorn University.



Board of Directors



General Sommai Wichaworn
Independent Member of the Board of
Directors and Member of the
Remuneration Committee

Gen. Sommai assumed the Member of the Executive Board position in 2002 and, in 2009, he is appointed as the Member of the Remuneration Committee. Currently, he is 69 years old. He earned his Bachelor of Science from the Chulachomkiao Royal

Military Academy and graduated from the National Defence College of Thailand. He also earned his Master of Arts (Political Sciences) from the Ramkhamhaeng University and certificate from the Directors Certification Program at the Thai Institute of Directors.



Mrs. Suvalai Chandawanich
Member of the Board of Directors and
Member of the Remuneration Committee

Khun Suvalai assumed the position of Member of the Board of Directors at Nava Nakorn in 1971 and in 2009 she is appointed Member of the Remuneration Committee. In 1995, she was the Vice President for Accounting and Finance Department at Nava Nakorn Public Co.,

Ltd. Currently, she is 62 years old. She graduated with Bachelor Degree majoring in Accounting from Thammasart University.



**Air Chief Marshal
Dr. Nopporn Chandawanich**
Member of the Board of Directors

ACM. Dr. Nopporn assumed the Advisor position at Nava Nakorn in 1992 and the Member of the Executive Board position in 2004. At present, he is the Member of the Company's Board of Directors being appointed in 2009. In the past, he had been appointed as Member of the

Board of Directors at Provincial Waterworks Authority and at Airport of Thailand Public Co., Ltd. He also was the Chairman of Audit Committee at Airport of Thailand Public Co., Ltd, the Member of the Executive Board at the Thai Airways International Public Co., Ltd, and the Chairman of the Board of Directors at the New Bangkok International Airport Co., Ltd. (Suvannabhumi). He is now 67 years old. He earned his Doctor of Philosophy (PhD) degree in Engineering Mechanics from the Michigan State University, USA and also graduated from the Thai National Defence College. He also completed the Directors Certification Program from the Thai Institute of Directors (IOD).



Mrs. Chuanpis Chaimueanwong
Independent Member of the Board of
Directors

Khun Chuanpis joined Nava Nakorn Public Company Limited as Independent Member of the Board of Directors in 2005. In the past, she held the position of the Governor of the National Housing Authority (2002 to 2006) and the Member of the National Legislative Assembly.

At present, she is 62 years old. She earned her Bachelor of Arts and Master of Arts in Economics from Thammasart University, and Bachelor of Law from Ramkhamhaeng University. She graduated from the National Defence College of Thailand (Wor.Por.Or. 41) and from the Politics and Governance in Democratic Systems for Executives, Class 11, at King Prajadhipok's Institute.



Board of Directors



Ms. Warangkana Devahastin Na Ayudhya
Member of the Board of Directors

Khun Warangkana took on the Member of the Board of Directors position at Nava Nakorn in 2006. She also holds the position of Chief Executive Officer at Nava Nakorn Medical Co., Ltd. At present, she is 38 years old. She earned her Bachelor Degree from Hawaii Pacific

University and graduated with Master Degree from the Sasin Graduate Institute of Business Administration of Chulalongkorn University, majoring in Marketing.



Khunying Nathanon Thavisin
Member of the Board of Directors

Khunying Nathanon Thavisin assumed the positions of the Advisor to the Board of Directors in 2007 and the Member of the Board of Directors at Nava Nakorn in 2011.

In the past, she assumed the positions of Director of Revenue Division of Finance Bureau, Director of Accounting and Audit Division of Finance Bureau, Director of Budget Division of the Office of the Permanent Secretary for the Bangkok Metropolitan Administration, Chief of Inspector General of Inspector General Division, Director of Cleaning Bureau, Advisor to the Office of the Permanent Secretary for the Bangkok Metropolitan Administration, Director of Policy and Planning Bureau, and Permanent Secretary for the Bangkok Metropolitan Administration. At present, she is 66 years old. She earned her Bachelor Degree of Political Science from Thammasat University and her Master Degree of Public Administration from University of Kansas, USA. Additionally, she completed the National Defense College of Thailand, Class 39 from 1996 to 1997, Diploma of Government Administration and Public Law from King Prajadhipok's Institute, and Mini MMM from College of Management, Mahidol University in 2001. She also holds Honorary Doctor of Science in Environmental Education from Phranakhon Rajabhat University, Honorary Doctor of Human Resource Development from Ramkhamhaeng University, and Honorary Doctor of Arts from Suan Sunandha Rajabhat University. She earned certificates from Leadership Best Practice Program by Harvard Business School at Boston, Massachusetts, 2005, and from Making Corporate Boards More Effective Program by Harvard Business School.



Mrs. Nualphan Lamsam
Independent Member of the Board of Directors

Khun Nualphan assumed the position of Member of the Executive Board at Nava Nakorn in 2008. Later in 2009, she is appointed as the Member of the Company's Board of Directors. Before joining Nava Nakorn, she has held the position of the Managing Director of Muang Thai Insurance

Public Co., Ltd (2005 to 2009). Currently, Khun Nualphan is 44 years old. She earned her Master Degree in Education Management from the Boston University, USA. At present she is the Vice Minister at the Ministry of Social Development and Human Security.



Executive Board



General Chainarong Noonpakdee
Member of the Board of Directors and
Chairman of the Executive Board

Gen. Chainarong took on the positions of the Member of the Board of Directors and the Chairman of the Executive Board at Nava Nakorn in 2001. He also holds the Member of the Board of Directors position at the NEP Realty and Industry Public Co., Ltd. In the past, he assumed the positions of the Chief of Joint Staff of the Royal Thai Armed Forces Headquarters. He was the Member of the Board of Directors at Expressway Authority of Thailand, at Thai Airways International Public Co., Ltd., and at the New Bangkok International Airport Co., Ltd. (Suvarnabhumi). He also was the Chairman of the Board of Directors at the Thai Maritime Navigation Co., Ltd. At present, he is 71 years old. He earned his Bachelor of Science from the Chulachomklao Royal Military Academy. He completed the Infantry Officer Advance Course from Fort Benning, Georgia, USA and graduated from the National Defence College of Thailand. He earned certificates from the Directors Certification Program at the Thai Institute of Directors and from the Management Executive Certification Program (CMA Program) at the Capital Market Academy.



**Lieutenant General
Pornthep Thepayasuwan**
Member of the Executive Board

Lt. Gen. Pornthep assumed the position of Member of the Executive Board at Nava Nakorn since 2005. In the past, he held the position of Chief of Post Engineer and the Deputy Chief of Engineer Department at the Royal Thai Army. Presently, he is 71 years old. He graduated from the Command and General Staff College, Royal Thai Army, Class 52, and from the Joint Staff College, class 25.



Mr. Seksit Charoensethasil
Member of the Board of Directors and
Vice Chairman of the Executive Board

Khun Seksit assumed the position of Advisor to the Company's Board of Directors in 2003 and later in 2004 he was appointed Executive Vice President of the Company. In 2008, he was also appointed as the Member of the Company's Board of Directors and later in 2009 he is appointed the Vice Chairman of the Executive Board. He also holds the Managing Director position at the NEP Realty and Industry Public Co., Ltd. In the past, he held the position of Executive Vice President at the NEP Realty and Industry Public Co., Ltd. Currently, he is 55 years old. He earned his Master Degree from the Faculty of Business Management, Kasetsart University.



Lieutenant General Sakda Plodmechai
Member of the Executive Board

Lt. Gen. Sakda took on the position of Member of the Executive Board at Nava Nakorn in 2006. In the past, he held the positions of the Chief of Staff of the 1st Corps, the Deputy Chief of Staff of the Institute of Advance Military Study, and the Advisor to the Supreme Command Headquarters of the Royal Thai Armed Forces Headquarters. At present, he is 72 years old. He graduated from the Chulachomklao Royal Military Academy, CRMA 5 Year Program, and from the Command and General Staff College, Royal Thai Army, Core Program, Class 50.



Executive Board



General Yanyong Wongwit
Member of the Executive Board

Gen. Yanyong assumes the Member of the Executive Board position at Nava Nakorn in 2009. At present, he is 68 years old. In the past, he was the Advisor to the Supreme Command Headquarters of the Royal Thai Armed Forces Headquarters and the Advisor to the Election Commission of Thailand. He earned his Bachelor of Science from the Chulachomklao Royal Military Academy. Also, he completed the courses from the Command and General Staff College, Royal Thai Army and from the National Defence College of Thailand.



Mr. Hattajit Noonpakdee
Member of the Executive Board and Executive Vice President

Khun Hattajit assumed the position of Senior Vice President at Nava Nakorn in 2005. Later in 2007, he was appointed as the Member of the Executive Board of the Company. In the past, he held the position of Executive Vice President at the NEP Realty and Industry Public Co., Ltd. Currently, he is 48 years old. He earned his Master Degree in Business Management from the City University (Seattle), USA.



Gen. Worapan Worasakyothin
Executive Director

Gen. Worapan appointed Independent Director and the Chairman of the Audit Committee of the Nava Nakorn Public Company Limited from 2002 to 2008. At present, he is the member of the Company's Board of Director. He is now 74 years old. He earned his Bachelor of Science (The Royal Thai Army) from the Chulachomklao Royal Military Academy. He finish the Communications & Electronics Staff Officer course from the United States Air Force. In addition, he finish course from the RTAF Air Command and Staff College and the National Defence College and the National Defence College of Thailand (Public and Private Joint). He also earned the certificates from the Directors Certification Program, Audit Committee Program (ACP), and Director Accreditation Program (DAP) from the Thai Institute of Directors.



Nava Nakorn's Executives



Nipit Arunvongse Na Ayudhya
Member of the Board of Directors and
Chief Executive Officer

Khun Nipit assumed the position of Chief Executive Officer of Nava Nakorn Public Co., Ltd. since 2001. And since 2002 he took up additional position as the Member of the Board of Directors of the Company. At the same time, he also holds the position of Member of the Board of Directors at Casa Co., Ltd., at NEP Realty and Industry Public Co., Ltd., and at Sumisho Global Logistics (Thailand) Co., Ltd. Currently, he is 49 years old. He earned his Bachelor Degree in Architecture from University of Minnesota, USA. Additionally, he completed the Directors Certification Program from the Thai Institute of Directors.

Mrs. Peerayaluk Tangsunawan
Executive Vice President

Khun Peerayaluk took on the positions of the Member of the Board of Directors and the Member of the Remuneration Committee in 2001. In 2002, she was appointed Executive Vice President and assumed this position until present. In 2008, she also is the Member of the Board of Directors of the NEP Realty and Industry Public Co., Ltd. Prior to joining Nava Nakorn Public Co., Ltd, she worked in the Government Service as Trade Officer, Department of Foreign Trade, Ministry of Commerce. At present, she is 36 years old. She earned her Master of Business Administration from New Hampshire College, USA.

Mr. Hattajit Noonpakdee
Member of the Executive Board and
Executive Vice President

Khun Hattajit assumed the position of Senior Vice President at Nava Nakorn in 2005. Later in 2007, he was appointed as the Member of the Executive Board of the Company. In the past, he held the position of Executive Vice President at the NEP Realty and Industry Public Co., Ltd. Currently, he is 49 years old. He earned his Master Degree in Business Management from the City University (Seattle), USA.



Nava Nakorn's Executives



Mr. Piyabuth Chuwung
Vice President - Legal Office Department

Khun Piyabuth took on the position of Assistant Manager for the Administrative Department in 1996. In 2003, he was appointed Vice President for the Legal Office Department and the Company's Lawyer. At present, he is 44 years old. He earned his Bachelor Degree from Faculty of Law, Ramkhamhaeng University, Master of Laws from Dhurakij Pundit University, Mini MBA from the University of the Thai Chamber of Commerce, and MMP from Chulalongkorn University.

Mr. Narongrit Sammanuch
Vice President - Purchasing Department

Khun Narongrit joined Nava Nakorn in 1989, later in 1996, he was appointed to assume the position of Assistant Manager in Administrative Department. In 2003, he was appointed Acting Vice President of Purchasing Department. Then in 2004, he assumed the position of Vice President of Purchasing Department. At present, he is 44 years old. He earned his bachelor degree from Faculty of Law, Ramkhamhaeng University, and his MBA from the University of The Thai Chamber of Commerce.

Mr. Nutnarut Suriyapanuwat
Vice President - Sales Department

Khun Nutnarut assumed the position of Vice President for Sales Department in 2004. Before joining Nava Nakorn, he held the positions of Sales and Marketing Manager at Kabinburi Industrial Zone Limited and Project Manager (Engineering) at Fasco Manufacturing Co., Ltd. (Australia). At present, he is 41 years old. He graduated with Bachelor Degree in Mechanical Engineering from Royal Melbourne Institute of Technology University (R.M.I.T.) and in Advance Technology in Manufacturing Engineering from Monash University, both in Australia.



Nava Nakorn's Executives



Mr. Suthiporn Chandawanich
Vice President - Marketing Department

Acting Sub Lieutenant Pravit Kruttayuenyong
Vice President - Information Technology
Department



Khun Suthiporn assumed the position of Vice President for Maintenance Department in 2003. In 2005, he was appointed Vice President for Business Development Department. In 2009, he was appointed Vice President for Marketing Department. Currently, he is 35 years old. He graduated with Bachelor Degree in Mechanical Engineering from Washington University at St. Louis and Master Degree from Webster University at St. Louis, USA.

Khun Pravit assumed the role of Vice President for Information Technology Department in 2003. Before joining Nava Nakorn, he held the position of Computer Department Assistant Manager at Central Watson Co., Ltd. At present, he is 36 years old. He graduated with Bachelor Degree from the Faculty of Computer Sciences, Chandrakasem Rajabhat University, Mini MBA from National Institute of Development Administration (NIDA), and MBA (Information Technology) from Mahanakorn University of Technology.

Ms. Anocha Sasiprapha
Vice President - Investor Relations Department

Khun Anocha joined the Company as the Manager of Investor Relations Department in 2004. Later in 2005, she was appointed the Vice President of Investor Relations. Currently, she is 36 years old. She earned her Master of Science in Economics with reference to the Asia Pacific Region from SOAS (University of London), UK.

Mr. Surasee Hangsrisuwan
Vice President - Nava Nakorn - Nakhonratchasima
Project

Khun Surasee assumed the Vice President for Nava Nakorn – Nakhonratchasima Project position since 2004. At the same time, he was also appointed Member of the Review Board of Police Management for the Soongnern District Police Station in 2006. In 2008, he was appointed Member of the Advisory Board to Sport Authority of Nakhonratchasima Province by the Governor of Nakhonratchasima. At present, Khun Surasee is 48 years old.



Nava Nakorn's Executives



Mr. Veerachai Chutimakorn
Vice President – Wastewater Treatment and Environment Department



Khun Veerachai assumed the position of Environment Manager for Central Waste Water Treatment Plant of Nava Nakorn in 2004. He was later appointed Vice President -Wastewater Treatment and Environment Department in 2005. Currently, he is 47 years old. He earned his Bachelor Degree from Faculty of Education, Prince of Songkla University, Mini MBA from University of the Thai Chamber of Commerce, and a Master degree in Engineering Management from the Faculty of Business Administration from Rajamangala University of Technology Thanyaburi.

Lieutenant General Chiraphat Malai
Vice President - Retail Shops and Residential Project Department

Lt. Gen. Chiraphat was first joined Nava Nakorn as the Vice President for Special Affairs Department and later on, in 2008, he was appointed as Vice President for Retail Shops and Residential Project Department. At the same time, he is the Advisor to the Board of Directors of NEP Realty and Industry Public Co., Ltd. and the Advisor to the Managing Director of Nava Nakorn International Guard Co., Ltd. Currently, he is 64 years old. He earned his Bachelor of Science (The Royal Thai Army) from the Chulachomklao Royal Military Academy and a Master of Public Administration from the National Institute of Development Administration (NIDA).

Mrs. Sureerat Rangsikosai
Vice President - Internal Audit Department

Khun Sureerat assumed the Vice President for Internal Audit Department in 2007. Before joining Nava Nakorn, she held the position of Manager for Internal Audit Department at Sun Wood Industries Public Co., Ltd. Currently, she is 55 years old. She earned her Bachelor Degree in Business Administration from Bangkok University.

Mr. Veerapong Gankhunthod
Vice President - Human Resource and Administrative Department

Khun Veerapong joined Nava Nakorn in 2007 as Human Resource Manager. In 2008, he was promoted to the position of Vice President of Human Resource Department. In 2009, there was a re-organization, where he was appointed as Vice President of Human Resource and Administrative Department. Furthermore, Khun Veerapong is appointed as Expert Director at the Industrial Technology Faculty at the Valaya Alongkorn Rajabhat University Under the Royal Patronage. Before joining Nava Nakorn, in 1980, he worked at the Education Evaluation Unit, Office of Registration and Evaluation, Sukhothai Thammathirat Open University. In 1991, he joined Bangkok Union Insurance Public Co., Ltd. as an analyst and in 1994 he held the Manager position in the Analysis and Planning Department at Assets Insurance Co., Ltd. At present, Khun Veerapong is 50 years old. He earned his bachelor degree from the Faculty of Education, Sukhothai Thammathirat Open University.



Nava Nakorn's Executives



Mr. Don Panichanok
Vice President - Special Affairs Department

Khun Don assumed the position of Secretary to the Chairman of the Company in 2000. In 2005, he assumed the position of Supervisor for Juristic Laws and Contracts Unit. In 2007, he was appointed Manager for Laws and Contracts Division. In 2009, he is promoted to Vice President for Special Affairs Department. Current, he is 34 years old. He graduated with a Bachelor of Law from Bangkok University.

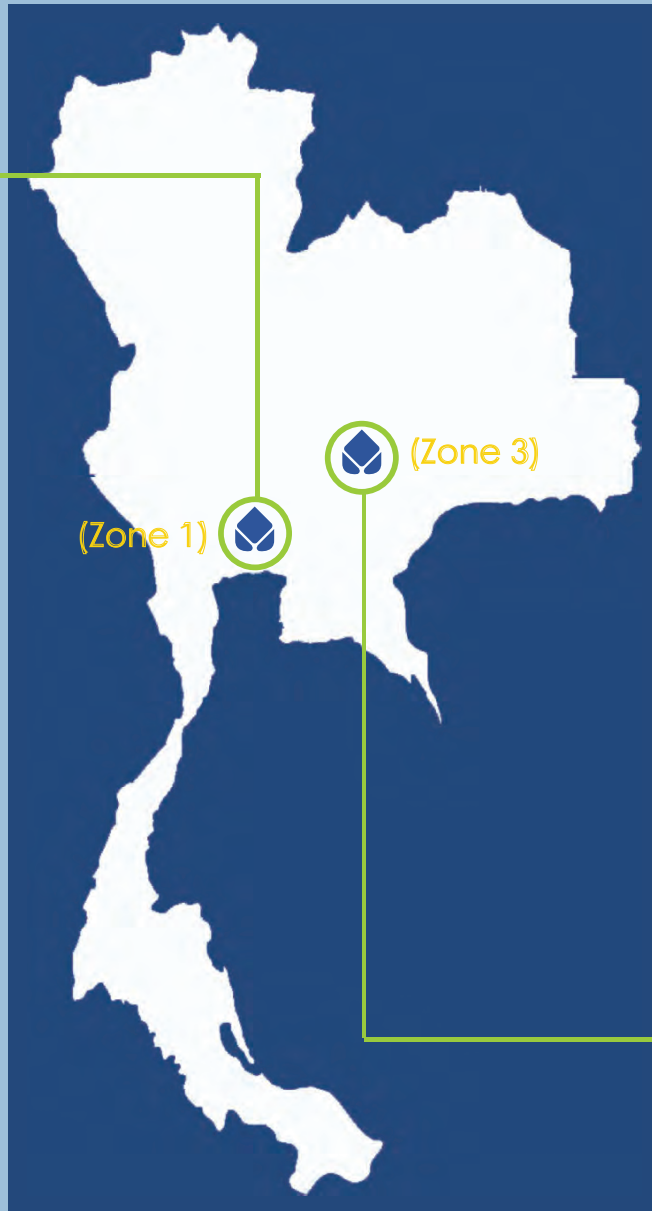
Mr. Phopporn Chandawanich
Vice President - Public Works Department

Khun Phopporn took the position of Vice President for Public Works Department in 2009. In the past, he was the Manager for Operation Department at TSK Co., Ltd. At present, he is 34 years old. He earned a Bachelor Degree from USA.

Major General Prajak Visuttakul
Vice President - Industrial Water Processing Department

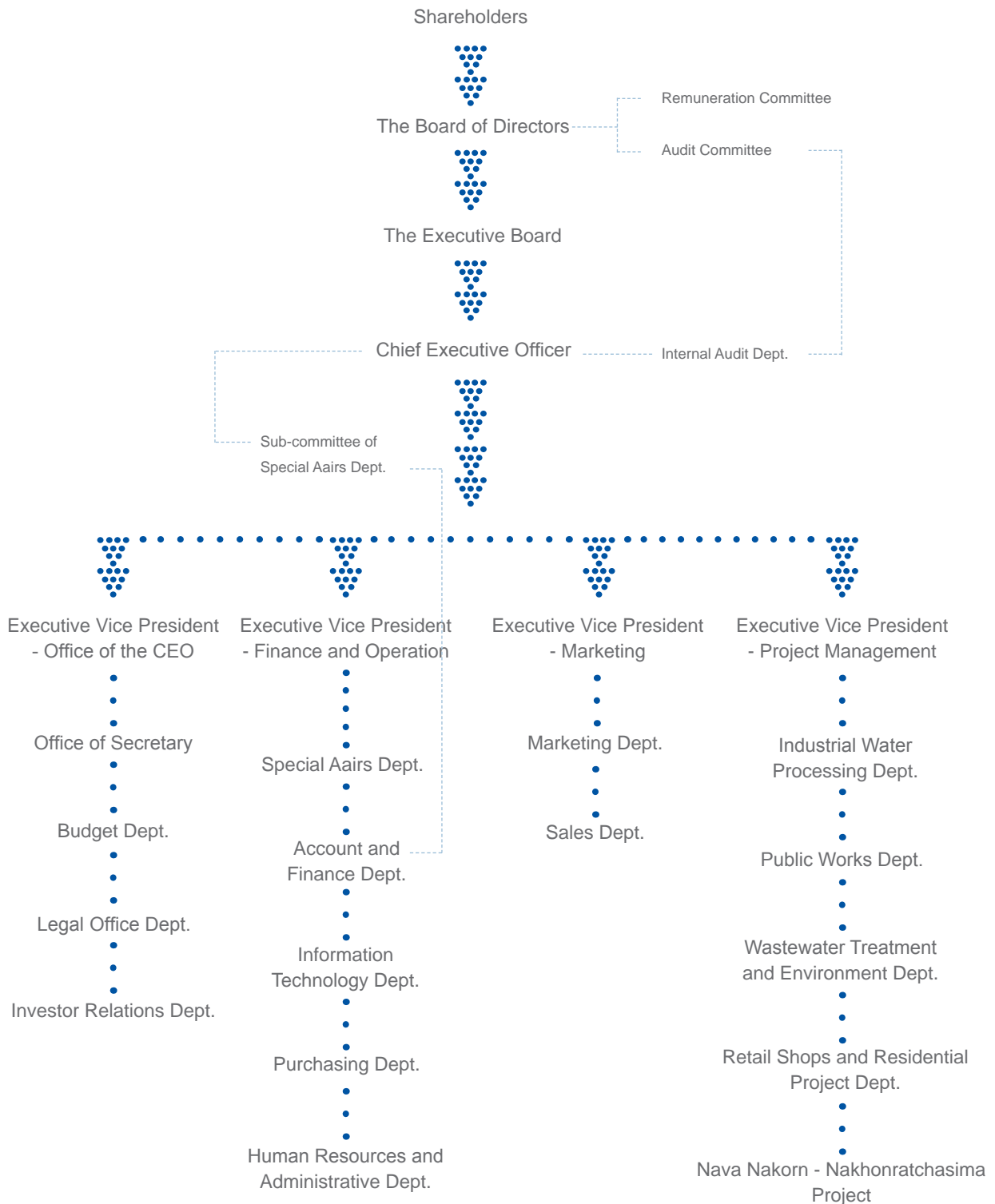
Gen. Prajak joined Nava Nakorn in 2006 as the Advisor to the Company. In 2007, he resigned and was later appointed as the Assistant Managing Director and Plant Manager for NEP Realty and Industry Public Co., Ltd. In 2008, he was appointed Deputy Manager for the Industrial Water Processing Plant at Nava Nakorn. In 2009, he is appointed Acting Manager for the Industrial Water Processing Plant at Nava

Nakorn and now he holds the position of Vice President for Industrial Water Processing Department. He, previously, held the position of 2nd Army Area Deputy Commander, Nakorn Ratchasima Province. At present, he is 67 years old. He earned his Bachelor of Science from the Chulachomklao Royal Military Academy. Also, he graduated from the National Defence College of Thailand (Wor.Por.Or 399).





Organization Structure of Nava Nakorn Public Company Limited





Report of the Audit Committee

Dear Shareholders of Nava Nakorn Public Company Limited

The Audit Committee of Nava Nakorn Public Company Limited consists of three independence directors. All of whom shall be non-executive directors, employees, or advisors of the Company, namely Mrs. Leena Charoensri, as Chairman of the Audit Committee, Lt. Gen. Sikharin Singhaphan and Mrs. Supanapa Attanan, as Member of the Audit Committee, and Ms. Sureerat Rangsikosai, serves as the Secretary of the Audit Committee.

The Audit Committee has performed its duties within the scope of responsibilities stipulated in the charter of the Audit Committee which delegated by the Board of Directors and in accordance with the regulations of the Stock Exchange of Thailand. In the fiscal year of 2011, the Audit Committee has held four meetings and in 2012 has an additional two meetings, totaling six meetings until the reporting date. All members of the Audit Committee is required to attend the Meeting with senior management, auditors, and internal auditors as appropriate, details of which can be summarized as follows;

- Reviewed the quarterly and annually financial statements, the Audit Committee has asked and listened to the explanation from the management and external auditors for the accuracy and completeness of financial statements, and the adequacy of disclosure, which the Audit Committee had the same opinion as the external auditors that such financial statements are accurate, as appropriate in accordance with generally accepted accounting standards.

The audit of financial statements in 2011 includes the situations, which have been affected by a big flood in Thailand. As a result, the services had stopped in the Nava Nakorn Industrial Promotion, Phatumthani Province during the mid of October and to mid of December 2011, and the operations has returned in second half of December 2011. The management, insurers and loss adjusters are in the process of determining the actual damage and assessing the amount of loss suffered by the Company. Management believes that losses consequent to flood damage will be covered by the Company's insurance policies.

- Reviewed disclosure of information with accurately, completeness and reliable. In addition, the Audit Committee has evaluated the internal control in compliance with the regulations of Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET), as well as, is of the opinion that the Company's operations system was adequate, appropriate and effective.
- Considered the mission, scope of work, duties and responsibilities, independency, manpower and budget of the Internal Audit Division, as well as reviewed the amendment of the Internal Audit Charter to be appropriate, up to date and comply with the internal

audit practice manual of the Stock Exchange of Thailand, and approved the audit plans each year.

- In 2011, the Company has considered hiring KPMG Phoomchai Audit Ltd., to be the auditors of the Company. The Audit Committee has considered and opined that the proposed audit firm and auditors have qualifications according to the guideline of the Stock Exchange of Thailand, also as the auditors of the Company in 2010. The accounting and financial systems are accurate and reliable.
- Reviewed the selection and remuneration of auditors for the year 2012, the Company has considered hiring KPMG Phoomchai Audit Ltd., to propose the Board of Directors agreed to propose the Annual General Meeting of Shareholders for the year 2012 for approval. The Audit Committee has selected the Company's auditors by considering their performance, their independence, sufficiency of resources, and their suitable remuneration, it is appropriate to propose the appointment of Mr. Charoen Phosamritlert, Certified Public Accountant No. 4068, or Mr. Vichien Thamtrakul, Certified Public Accountant No.3183, or Ms. Vannaporn Jongperadechanon, Certified Public Accountant No. 4098 of KPMG Phoomchai Audit Ltd, with the remuneration in the amount of Baht 2,100,000 decreased by Baht 150,000 from the previous year.
- In the previous year, the Company has connected transactions or potential conflicts of interests in compliance with the regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC) which the external auditor is of the opinion that the significant transactions with related persons were disclosed and shown in the Financial Statements and Notes to the Financial Statements. The Audit Committee had the same opinion as the external auditors that such transactions were reasonable and disclosed correctly and completely. the auditor in that the transactions were reasonable and the disclosure of information was accurate and complete.

In summary, the Audit Committee has performed its duties and responsibilities as stipulated in the Audit Committee Charter, is of the opinion that the Company disclosed financial and operation information correctly, had appropriate and effective internal control systems, complied with laws, disclosed the connected transactions correctly, performed duties in compliance with the Good Corporate Governance principles with adequacy, transparency and reliability.

On behalf of the Audit Committee

(Mrs. Leena Charoensri)
Chairman of the Audit Committee
16 February 2012



Good Governance Report

At all times, Nava Nakorn Public Company Limited focuses on the importance of the 15 principles of Good Corporate Governance enforced by the Securities and Exchange Commission and the Stock Exchange of Thailand. The 15 principles of Good Corporate Governance are used as a guideline for Company's operation with transparency, efficiency and trustworthiness to all shareholders and public, as well as being responsible to the shareholder and stakeholder societies for strong and sustainable growth. The details are as followed:

1. Policy on Corporate Governance

The Board of Directors of the Company, representing the shareholders, believes that the policy of good corporate governance is an essential factor for the Company's success. The Company sets out the good corporate governance policy in writing published in the Company's various policies and operation manuals in order to protect shareholder's benefits and to ensure transparency through the ability to review the Company's operation, hence creating confidence and fairness to all shareholders. The policies cover the following principles:

1. Rights and equality of all shareholders and stakeholders
2. The Board of Directors clearly defines authorities and responsibilities of every committee including the Management.
3. The disclosure of company's information with accuracy, truthfulness, transparency and the ability to be audited in accordance with the Stock Exchange of Thailand
4. The control and the internal audit
5. Morals and business ethics

2. Rights and Equality of Shareholders

The Company schedules the annual general meeting within 4 months after the end of fiscal year. In 2011, the Company convenes the annual general meeting for 2011 on April 25th 2012. The Companies sent out invitation letters for the meeting that includes all meeting agendas and the Board of Directors' comments on each agenda as well as the date, time and place of the meeting, along with relevant documents to shareholders at least 7 days prior to the meeting in order that the shareholders can arrange their schedules for the meeting.

Moreover, the invitation letter for the annual general meeting also contains details of which documents the shareholders have to bring to the meeting in order to fully exercise their rights. With the invitation letter, proxy form is attached so that the shareholders could assign anyone else or any independent director to attend the meeting on their behalves. The Company allows shareholders to register at least 2 hours before the meeting time.

Once the meeting starts, the Chairman of the meeting will explain the rights and duties in voting process in accordance with the Public Company Limited Act and the Company's regulations. During the meeting, shareholders have equitable rights to express their opinions and suggestions, and to inquire for further information. For voting and vote counting, the Company counts 1 share of common stock as 1 vote and holds the majority vote as the resolution, except in the case of an extraordinary resolution, which requires not less than three-fourth of the total vote casts of all the shareholders who are present at the meeting and have the right to vote. The Company systematically records in writing every resolution with details on how many votes are in favor for, against, and abstained, in the minute of the meeting. In addition, all the questions, clarifications, and opinions of the meeting are thoroughly recorded in the minute for shareholder's later review.

3. Rights of Stakeholders

Besides ensuring equal right to every shareholder, the Company emphasizes the importance of the rights of every stakeholder group such as customers, the Management, employees, business partners, investors, shareholders, lenders, as well as public and societies. The Company has been operating according to rules and regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand as well as other relating laws in order to ensure that all these stakeholders are well taken care of, fully protected and equally treated.



4. The Board of Directors

The Board of Directors, on behalf of the shareholders, is accountable for overseeing and managing the Company. The Board determines vision, strategic goal, business plan, and annual budget of the Company. In performing these duties, the Board of Directors considers laws, objectives and regulations of the Company as well as the Shareholders meeting's resolutions with honesty, sincerity, and caution in protecting shareholders' benefits. The Board also takes other stakeholders into consideration.

In terms of roles, duties, and responsibilities of the Board of Directors and the Management, they are clearly separated. It is published in writing. In that, each level of authority to proceed is clearly defined. Every director of the Company possesses qualifications required by the regulation of the Stock Exchange of Thailand and is knowledgeable and skillful. The total of 8 directors completed the Director Certification Program (DCP) from the Thai Institute of Directors (IOD).

4.1 Structure of the Board of Directors

The Board of Directors comprises of 15 members as follows:

- 3 Executive Directors
- 6 Non-executive Directors
- 6 Independent Directors

The Board of Directors has exact tenure. The Company's regulations prescribed that in every Annual General Meeting, one-third of the Board members must retire from the post and those who are retired can be reelected.

4.2 Clearly separated roles and responsibilities between the Board of Directors and the Management

The Company clearly separates roles and responsibilities between the Chairman and the Chairman of the Executive Board. The Chairman cannot be a chairman or member of any committee nor can be involved in management. The Chairman must be independent and free to express opinion and is knowledgeable, capable, and experienced. This is to balance the power and done to clearly separate roles and responsibilities.

4.3 Remuneration for Directors and the Management

Remuneration for Directors

The Company determines the remuneration policy for the Company's directors clearly with transparency and it is approved at every shareholder's meeting. Remuneration policy is determined by comparison with other companies in the same industry. Remuneration for directors is comprised of monthly salary, meeting allowance, and bonus.

Remuneration for the Management

The Company determined remuneration policy for the Management according to the Company's policy. It is composed of monthly salary, bonus, and provident fund. The remuneration is linked to the Company's operation result of every year as well as individual performance. For the year 2011, the total remuneration for the 17 members of the Management team totals 32.94 million baht.

4.4 Board of Directors' Meetings

The Company convenes the Board of Directors' meeting, on average, once a month and might convene additional special meeting when needed. In every meeting, there are clearly defined agendas and time allocated adequately and appropriately allowing all the attending directors time to freely debate and express their opinion that is beneficial to the Company as well as to propose additional agenda for the meeting to review.

Furthermore, in every Board Meeting, the Company follows the Public Company Limited Act regarding how to convene Board of Directors' Meetings properly. That is to send out invitation letter to the meeting with related document, not less than 7 days in advance in order that the directors can read prior to the meeting. For each meeting, a minute of meeting and all related document is systematically recorded. The approved minutes of meeting and related document are filed for later review. In addition, any director who has stake in certain resolution cannot be present in the meeting when reviewing the agenda, which he or she has stakes on the issue.

In 2011, the Board of Directors convened the total of 11 meetings and each director's participation in the meetings can be summarized as follows:

(Times)		
No.	Name	Number of Meetings Attended
1	Gen. Akaradeja Sasiprapha	11
2	Gen. Chainarong Noonpakdee	11
3	Pol. Gen. Somchai Vanichsenee	11
4	Mr. Pongpun Buranasiri	0
5	Mr. Nipit Arunvongse Na Ayudhya	9
6	Mrs. Suwalai Chandhawanich	10
7	Khunying Supanapa Attanand	11
8	Mrs. Leena Charernsri	11
9	Lt. Gen. Seekrin Singhaphan	11
10	Mrs. Chuanpis Chaimueanwong	9
11	Miss Varangkha Thephussadin Na Ayudhaya	10
12	Gen. Sommai Wichaworn	11
13	Mr. Seksith Charoensethasilpa	11
14	Mrs. Nuanpan Lamsam	7
15	Acm. Dr. Nopphorn Chandhawanich	11

4.5 Appointment of Committee

The Board of Directors appoints 2 sets of committee. They are Audit Committee and Remuneration Committee. Furthermore, the Board of Directors appoints knowledgeable and skillful persons as the Board of Executive Directors. Their job is to work on behalf of the Board of Directors in important issues. The Board of Directors clearly defines responsibilities of both sets of committee and the Board of Executive Directors as follows:

• **The Audit Committee, which comprises of:**

1. Mrs. Leena Charernsri Chairman of the Audit Committee
2. Khunying Supanapa Attanand Audit Committee
3. Lt. Gen. Seekrin Singhaphan Audit Committee

Roles and Responsibilities of the Audit Committee

1. Review to ascertain that the Company has reported all financial information accurately and disclosed information adequately and in line with the Accounting Standards. In this review, the Committee cooperates with the external auditor and the management who are responsible for preparing both quarter and annual financial statements.
2. Review to ensure that the Company has proper and effective internal auditing systems. It cooperates with the external and internal auditors (if available) in this review.
3. Review the Company's operation to ensure its compliance with the Securities and Exchange Act and the Stock

Exchange of Thailand's rules and regulations, as well as related regulations and laws.

4. Consider nomination and appointment of the Company's external auditor and determine its annual fee by considering the trustworthiness, sufficiency of resources, and assigned workload, as well as experience of the personnel who are assigned to perform auditing function for the Company.
5. Review the Company's disclosure of information and give opinion on related transactions or conflicting of interest transactions to ensure accuracy and completeness.
6. Operate as assigned by the Board of Directors, where the Audit Committee must agree on. Such assignments include review the financial and risk management policies, review if the Management has followed business ethics, review with the Management important reports that must be present to public in compliance with the abiding laws such as report and analysis of the Management.
7. Prepare the report of corporate governance and activities of the Audit Committee. Disclose the reports that are signed by the Chairman of the Audit Committee in the Annual Report of the Company.
8. The Audit Committee has authority to call for and order the Management, head of department or relevant employees to attend a meeting, or submit necessary and important document including acquiring appropriate independent opinion from advisors or experts when deem necessary.



- The Remuneration Committee, which comprises of:
 1. Pol. Gen. Somchai Vanichsinee Chairman of the Remuneration Committee
 2. Gen. Sommai Wichaworn Remuneration Committee
 3. Mrs. Suwalai Chandhawanich Remuneration Committee

Roles and Responsibilities of the Remuneration Committee

1. Propose compensation guidelines and procedures for Directors of the Company as well as personnel whom the Board of Director has appointed. Remuneration for each non-executive director must be conformed to the industry norm, relevant work experience, relating to work, and expected benefits that the Company will receive from each director.
2. Propose remuneration policy or management incentive for the Management that must be in line with the Company's performance and individual performance. If it deems appropriate, the Committee shall hire external advisor to provide recommendation.
3. Consider budget for incremental remuneration and an adjustment of wage, compensation, and an annual bonus for top management before submitting for approval from the Board of Directors.
4. The Committee must report remuneration issues in the Company's Annual Report of at least the following items:
 - Remuneration Policy for directors and top management including principle, reason, and objective
 - Disclosure of the total directors' remuneration
 - List of the members of the Remuneration Committee
 - The Executive Board of Directors, which comprises of:
 1. Gen. Chainarong Noonpakdee Chairman of the Executive Board
 2. Mr. Seksith Charoensethasilpa Vice Chairman of the Executive Board
 3. Lt. Gen. Phornthep Executive Director Thepphayasuwan
 4. Lt. Gen. Sukda Plodmeechai Executive Director
 5. Mr. Huttajit Noonpakdee Executive Director
 6. Gen. Yanyong Wongwit Executive Director
 7. Gen. Worapan Worasakyothin Executive Director

Roles and Responsibilities of the Executive Board of Directors

1. Authorized to oversee management of the Company accordingly as assigned by the Board of Directors
2. Examine carefully the Company's investment projects before submitting for approval from the Board of Directors.
3. Examine carefully problem relating policy, regulation, rule, or issuance of long-term liability of the Company to propose to the Board of Directors.
4. In case of the Chief Executive Officer/Manager of the Company has any important or urgent issue that cannot be prolonged for the Board of Directors to give approval and that important or urgent issue might cause any gain or loss to the Company, which must not be the approval for investment outside the Company's plan, the Executive Board has authority to approve it first and is obliged to later report to the Board of Directors without delay.
5. Authorized to approve organization of liability and payment of the Company as follows:
 - 5.1 Payment according to the project or to the investment budget or normal operating expenses that already determined in the annual budget that the Board of Directors previously approved.
 - 5.2 In case that operating expense is more than the budget, but not more than 10%, the Executive Board can first grant approval and later give ratification to the Board of Directors.
 - 5.3 Approve the sale of land in the Company's projects according to what previously approved by the Board of Directors Meetings.
 - 5.3.1 Authorized to approve the payment of commission fee to agent with the rate that is approved by the Board of Directors Meeting.
 - 5.3.2 Authorized to approve the payment for renovating, maintaining, and developing of the land that is being sold. Report operating performance of any important project to the Board of Directors.

However, the authority of the Executive Board does not include an approval of any transaction that any member of the Executive Board might have conflict of interests, or when Executive Board has stakes or benefits in any form that is in conflict with the Company or its subsidiaries, according the regulations of the Stock Exchange of Thailand. This specific kind of approval must be proposed to the Board of Directors' meeting and/or Shareholders' meeting to grant approval according to the Company's regulation or an abiding law.

5. Disclosure of Information and Transparency

The Company emphasizes the importance of disclosing Company's information including financial and operating result information to be done correctly, completely, transparently, and timely through various communication channels including those of the Stock Exchange of Thailand and Securities and Exchange Commission in both Thai and English as well as via the Company's website. Furthermore, the Company has the Investor Relations Department that acts as liaison in communicating with investors, shareholders, analysts, and other organizations both public and private with equality and fairness.

Contact Investor Relations via:

http://www.navanakorn.com/ir_home.th.html

Phone: 02-667-4700 Ext. 4111

Fax: 02-667-4701

6. The Control and Management of Risk

The Company has a policy to promote the internal control in both management and operation levels by creating an organization structure that clearly separates functions in order to help the Management operate effectively. In addition, the Board of Directors ensures that the Company sets out clear and measureable business target as an operating guideline for employees. The Company also evaluates both internal and external risk by appointing the internal audit department to perform an assessment of internal control systems and to perform risk management. The internal audit department will report the assessment results to the Audit Committee on a quarterly basis. In case there is significant information for the Company, it shall report to the Board of Directors to examine for solution.

7. Morals and Business Ethics

The Board of Directors is responsible for overseeing the Management in establishing ethical standards. These standards cover the topic of how to take care of each stakeholder group such as customers, management, employees, business partners, shareholders, investors, and the community where the Company is located in. The approval of related transactions, important sale transactions, and connecting transactions must be considered by the Audit Committee, the Board of Directors, and in the Stakeholders' Meeting according to the rules and regulations of the Stock Exchange of Thailand and Securities and Exchange Commission. Additionally, the Board of Directors is responsible for overseeing subordinates to act according to the defined ethical standards as well as to act as a role model for the Company. By that, it is aimed to achieve that the Company's operation is executed on the moral ground of honesty and transparency.



Management Explanation and Analysis

Operating Results Overview

Nava Nakorn Public Company Limited ("The Company") operates on a business of industrial estate development. The major revenues comprises of two sources which are of revenues from land sales and revenues from rendering services. For the year 2011, the Company's proportion of revenues from land sales accounted for 51.75 percent of total revenue, while revenues from rendering services accounted for 44.64 percent of total revenue. The revenue from rendering of services is firm, stable and continually increasing along with the sales of land area, number of employers, employees and residents in the project. The Company has targeted to increase revenue from business of providing utilities services. The major changes and relevant factors affecting the Company's operating results in the past period are detailed as follows:

Upon the various government's economic and investment stimulus measures such reduction in property development business tax and land transfer fee, and investment promotion measures for Small and Medium Sizes Businesses together with low interest rate. These will boost an increase in investment and consumption as well as drive a continual economic expansion. As a result, both domestic and international investors gained more confidence in the domestic economy and thus increasingly expand their production and investment. Likewise, the Company has also improved the management efficiency of the Industrial Estates. As the result, the Company the certification of for its Quality Management Standard ISO 9001:2000 on property development and providing utilities services in the Industrial Estates, from the Organization of National Accreditation Council. This helps creating more confidence in the Company's management in the eyes of customers. With all the factors mentioned earlier, the Company is able to continually generate profit from operation for the shareholders.

With all the factors mentioned earlier, the Company is able to continually generate operating profit to the shareholders. However, the Company has experiencing fluctuation in revenue from land sales. In any year, if the Company earns high volume of revenue from land sales; the Company will have ample profit in that year. In order to reduce the fluctuation in revenue from land sales, the Company has a policy to expand investment in the Industrial Estate Nakornratchasima Project in order to increase revenue from land sales. Furthermore, the Company has arranging to find business

ally who have expertise and international network to become sale agent to international target customers. According to this policy, it would help the Company maintains stabilization of revenue from land sales in the future. The Company's operating results are detailed as follows:

In 2009, the Company's total revenue was Baht 565.28 million, decreased by Baht 170.95 million from 2008, or 23.22 percent (YoY) due to a decrease in revenue from land sales of Baht 129.96 million following global economic slowdown and domestic political instability which continued from the third quarter of 2008. As the result, the investors had slowdown their investment decision. This was directly affected on the Company's property development business. Furthermore, there was a decrease in service revenue by Baht 39.59 million or 8.07 percent (YoY). Rental revenue slightly increased by Baht 0.87 million, or 5.38 percent (YoY). In 2010, the Company's total revenue was Baht 1,113.95 million, increased by Baht 548.67 million from 2009 or 97.06 percent (YoY) following an increase in revenue from land sales of Baht 465.58 million.

In 2011, the Company's total revenue was Baht 961.45 million, decreased by Baht 108.30 million or 10.12 percent (YoY) following a decrease in revenue from land sales of Baht 20.12 million and a decrease in revenue from services of Baht 98.63 million following serve flooding in Nava Nakorn industrial estate Pathumthani Project during the mid of October to mid of December 2011. As the result, all factories in the industrial estate zone and the Company halted business operation during that period.

Revenues from Sale and Services

The Company's major revenue from the Industrial Estate Projects comprises of two sources which are revenue from sale of real estate and revenue from rendering of services. In 2009, the Company's revenue from land sale was Baht 56.04 million, comprised of the revenue recognition from installment of land sold in previously period totaling Baht 19.97 million and the remaining Baht 36.07 million was the recognition of land sales from newly signed contract. Since January 1, 2011, the Company has adopted Thai Accounting Standards ("TAS") 18: Revenue. The Company previously recognized revenue from the sale of land development for sale on installment method. Since January 1, 2011, the Company therefore has changed the accounting policy recognizing revenue

from the sale of land development for sale from the installment method to the completed contract method. The effects of these changes are recognized retrospectively in the financial statements for the year 2010 financial statements. In 2010 (restated), the Company's revenue from land sales of Baht 477.43 million. In 2011, the Company's revenue from land sales was Baht 497.55 million.

The Company's revenue from land sales growth at unstable rate depends upon which year the Company can sell large land plot and if it receives payment in between the selling year, the Company will recognize larger land sale revenue. The details of land sale revenue from 2009-2011 as follows:

Revenue From Land Sale	2011		2010 (Restated)		2009	
	Million Baht	Increase (Decrease)% ²	Million Baht	Increase (Decrease)%	Million Baht	Increase (Decrease)%
Total	497.55	4.21	477.43	815.56	56.04	-69.87%
Major clients ¹	361.95		319.86		32.18	

Remark : ¹ In 2010, the revenue from land sale to Oishi Trading Co.,Ltd. in the amount of Baht 151.78 million, to Hon Chuan (Thailand) Co.,Ltd. in the amount of Baht 57.00 million, to Canon Hi-Tech (Thailand) Co.,Ltd. in the amount of Baht 111.08 million, In 2011, the revenue from land sales to Nissin Foods (Thailand) Co., Ltd. of Baht 213.48 million, to Sum Hi-Tech Co., Ltd in the amount of Baht 79.46 million to Canon Hi-Tech (Thailand) Co.,Ltd. in the amount of Baht 69.01 million

The Company's service revenue come from rendering of service in Nava Nakorn Industrial Estates including water usage fee, wastewater treatment fee, community fee, and waste collection fee. The majority of service revenue, about 64 percent, is the revenue

from water usage fee. Approximately 18 percent of the service revenue is from wastewater treatment fee. The detail of service revenues during 2009 - 2011 are as follows:

	2011		2010 (Restated)		2009	
	Million Baht	Increase (Decrease)%	Million Baht	Increase (Decrease)%	Million Baht	Increase (Decrease)%
Service Revenue	429.16	(18.69)	527.78	17.08	450.77	(8.08)

In 2011, the service revenues decreased was due to the serve flooding in Nava Nakorn Industrial Estates Pathumthani Project during the mid of October to the mid of December 2011. As the

result, all factories in industrial estate zone and the Company had halted the business operation during that period.

Rental Revenue

In 2009, the Company's rental revenue was Baht 17.11 million, increased from 2008 by Baht 0.87 million or 5.38 percent (YoY). In 2010, the Company's rental revenue was Baht 15.82 million, decreased from 2009 by Baht 1.29 million or 7.54 percent (YoY). In 2011, the Company's rental revenue was Baht 17.46 million, increased from 2010 by Baht 1.64 million or 10.40 percent (YoY)

Other Revenue

- For the year 2009, the Company's other revenue was Baht 41.36 million which were revenue from such profit from selling long-term investment, dividend from related companies, profit from selling of assets, and adjustment of impairment of assets.
- For the year 2010, the Company's other revenue was Baht 48.72 million which were revenue from such selling of asset and adjustment of impairment of assets.
- For the year 2011, the Company's other revenue was Baht 17.28 million which were revenue from interest income, bus parking fee, and adjustment of impairment of assets.



Cost of Goods Sold and Selling and Administrative Expenses

- Cost of Goods Sold

The Company's cost of goods sold can be classified according to the 2 major sources of revenue which are cost of land sale and cost of Providing Services. During 2009 to 2011, the Company's ratios of total cost of goods sold to total revenue by 53.91%, 52.76%, and 57.71% respectively. This was the result of difference in the profit margin of land sale in those periods. Furthermore, if in any year, land sale revenue is less than service revenue, in that year the ratio of cost of goods sold to total revenue will increase; and on the other hand, if the revenue from land sale is higher, the ratio will be lower.

For the year 2009, the Company's total cost was Baht 304.74 million. The cost of land sold was Baht 17.95 million and the cost of providing services was Baht 286.79 million.

In 2010, the Company's total cost was Baht 587.73 million. The cost of land sold was Baht 251.99 million and the cost from providing services was Baht 335.74 million.

For the year 2010 (restated), the Company's total cost was Baht 587.73 million. The cost of land sold was Baht 251.99 million and the cost of providing services was Baht 335.74 million.

For the year 2011, the Company's total cost was Baht 554.88 million. The cost of land sold was Baht 187.73 million and the cost of providing services was Baht 367.15 million.

- Selling and Administrative Expenses

For the year 2009, the Company reported the selling and administrative expenses was Baht 189.05 million, decreased from 2008 by Baht 25.80 million, or 12.01 percent (YoY) due to a decrease in transfer fee and business specific tax (which vary in relation to land sale) and a reduction in bonus.

For the year 2010 (restated), the Company reported the selling and administrative expenses was Baht 285.19 million, increased from 2009 by Baht 60.54 million, or 28.84 percent (YoY) due to an increase in transfer fee and business specific tax (which was varied in relation to land sale) as well as an increase in Directors' remuneration.

For the year 2011, the Company reported the selling and administrative expenses was Baht 306.70 million, increased from 2010 by Baht 21.50 million, or 7.54 percent (YoY) due to an increase in the flood protection and rehabilitation expenses as well as provision for doubtful account.

Profit

- Gross Profit

During 2009-2011, the Company's average gross profit margin by 43.10 percent of the total sales. Meanwhile, the gross profit margin classified by its source of revenue, which are revenue from land sale and revenue from rendering of services and rental in the Nava Nakorn Industrial Estate, the averages gross profit margin by sources of revenue was 58.69 and 32.13 percent of total sales, respectively. The details of changes for those periods are detailed as follows:

(Unit : percentage of Total Sales)				
Gross Profit Margin	Average	2011	2010 (restated)	2009
- From Land Sale	58.69	62.27	53.69	67.96
- From Services and Rental	32.13	17.79	38.24	38.70
Total	43.10	41.23	45.46	41.83

From the above information, it can be seen that the gross profit margin from land sale is high, however it was fluctuated for each year due to the Company recognized cost of goods sold based on cost of land whereby each land was varied. Therefore, the gross profit margin from land sale of which increase/decrease depends upon the cost of the land plot sold. For example, in 2011, the Company record revenue from selling of land mostly in Pathumthani Project, accounted for 53.19 percent of total land sale. The cost of land sold in this project is lower than the cost of land in the new project. As the result, the gross profit margin improved to 62.27 percent from 53.69 percent.

The yearly average gross profit margin for providing services during 2009-2011, has a constant trend. For the year 2011, the gross profit margin declined to 17.79 percent, compared with 38.24 percent in 2010 due to severe flooding in Nava Nakorn Industrial Estate Pathumthani during the mid of October to the mid of December 2011, resulting in the revenue lost in that period.

- Net Profit

During 2009-2011, the Company's net profit was Baht 22.38 million, 179.38 million and 49.54 million respectively. The factor that contributed to regular profit generation is that the Nava Nakorn Industrial Estate has been established for more than 30 years ago.

In term of service revenue, the Company determines service fee from the cost of service plus profit margin in the rate that the Company specified and will adjust the service fee when cost increases. As the result, the Company has continually created gross profit from providing service. Furthermore, the investment in developing projects mainly came from the operating profit. Therefore, the Company does not have much financial liability. Furthermore, the Company is trying to improve the organization

structure and management, develop effective utilities services systems, and to increase versatility in providing more coverage and better service to all customers. This helps reduce the operating cost while increase revenue to the Company. However, the net profit for each year is fluctuated largely in relation to the Company's land sale. Therefore, if in any year, the Company's revenue from land sale is high, the net profit for that year will be high as well.

In 2009, the Company's net profit was Baht 22.38 million, decreased from 2008 by Baht 55.18 million, or 71.14 percent (YoY) as a result of the global economic slowdown and the domestic political instability which caused the prospective customers to slow down their decision making in land purchase as they wait for situation to unfold. In 2009 (restated), the Company's net profit was Baht 179.38 million, increased from 2009 by Baht 158.18 million, or 746.07 percent (YoY). In 2011, Company's net profit was Baht 49.54 million, decreased by Baht 129.84 million or 72.38 percent (YoY)

- Return on Equity

During years 2009 – 2011, the Company's return on equity (ROE) was 1.09%, 7.99% and 2.00%, respectively. In 2011, the Company's return on equity drops following the severe flooding causing revenue loss while increasing operating expenses, and decreasing net profit.

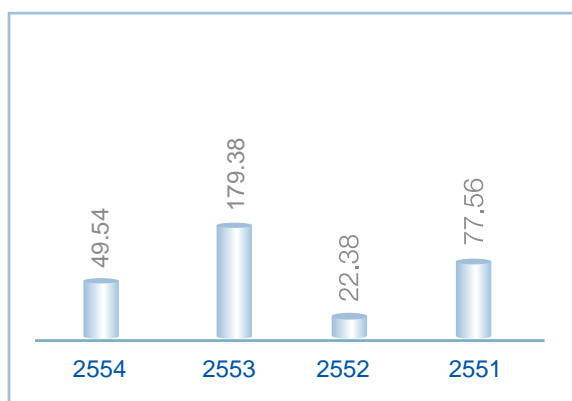


Summarized Financial Data

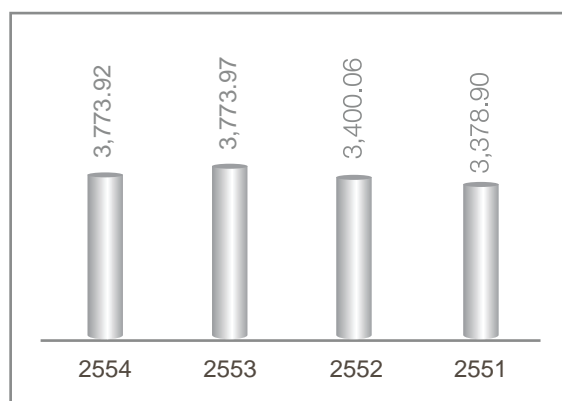
(Million Baht)

	Jan - Dec 2011	Jan - Dec 2010	Jan - Dec 2009	Jan - Dec 2008
Financial Report				
Revenue from Land Sale	487.55	477.43	56.04	186.00
Service Revenue	428.16	527.78	450.77	490.37
Rental Revenue	17.46	15.82	17.11	16.24
Total Revenue	961.45	1,069.75	565.28	736.23
Gross Profit	389.29	464.18	219.18	362.30
Net Profit (Loss)	49.54	179.38	22.38	77.56
Total Assets	3,773.92	3,733.97	3,552.88	3,400.06
Total Liabilities	1,258.61	1,284.52	1,513.07	1,337.56
Owner's Equity	2,516.35	2,449.45	2,039.82	2,062.50

Net Profit (Loss)



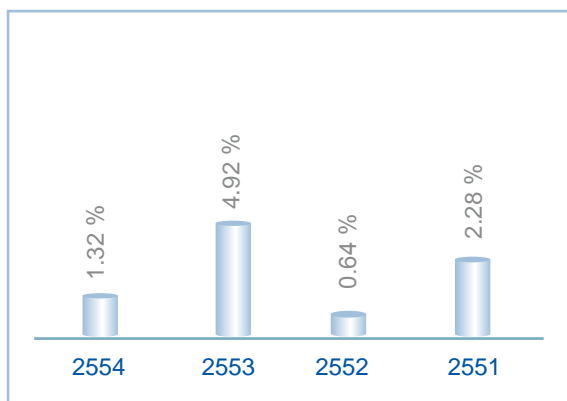
Total Assets



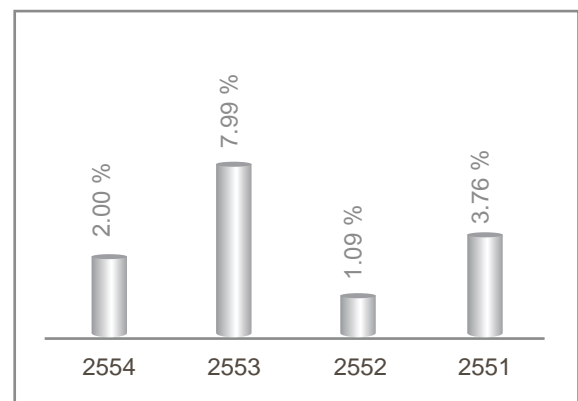
(Million Baht)

	Jan - Dec 2011	Jan - Dec 2010	Jan - Dec 2009	Jan - Dec 2008
Financial Ratio				
Return on Total Asset	1.32	4.42	0.64%	2.28%
Return on Equity	2.00	7.99	1.09%	3.76%
Debt to Equity Ratio	0.50	0.52	0.74	0.65
Net Profit (Loss) Per Share (Baht)	0.033	0.15	0.02	0.07
Par Value (Baht)	1.00	1.00	1.00	1.00
Book Value Per Share (Baht)	1.67	1.69	1.81	1.83

Return on Total Asset



Return on Equity

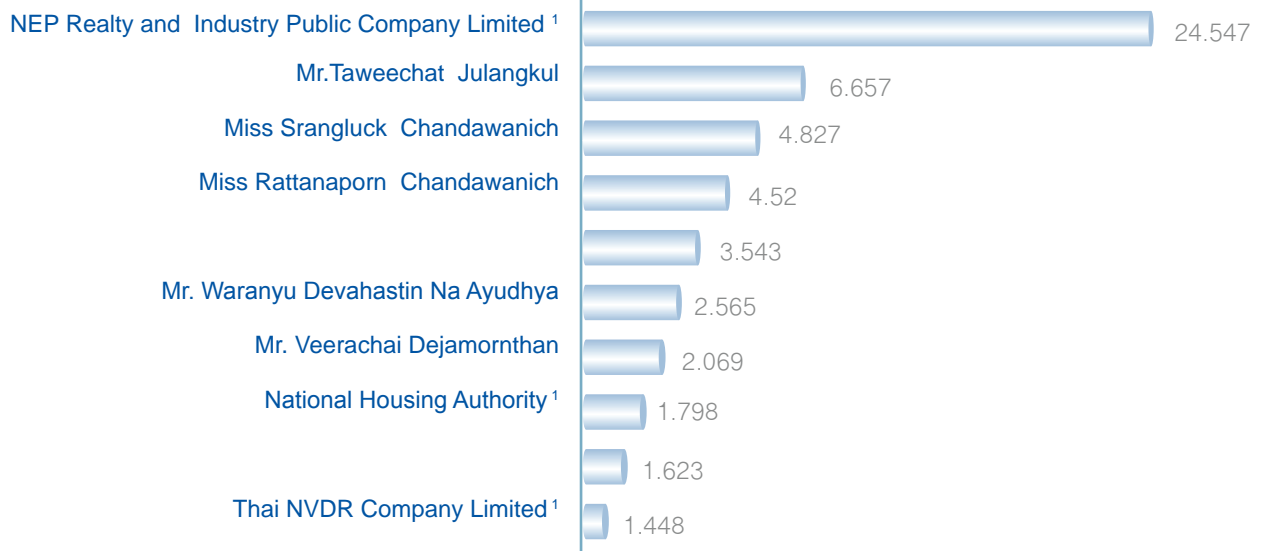




Shareholders

The Company's Top Ten Shareholders as of the latest closing of registrar on December 31, 2010 as follows

No.	Name	Holding	
		Number of Share	%
1.	NEP Realty and Industry Public Company Limited ¹	355,950,000	23.603
2.	Mr.Taweachat Julangkul	236,127,600	15.658
3.	Miss Srangluck Chandawanich	96,535,870	6.401
4.	Miss Rattanaorn Chandawanich	93,219,070	6.181
5.	Mr.Nattaphol Jurangkul	77,500,000	5.139
6.	Mr. Waranyu Devahastin Na Ayudhya	65,621,420	4.351
7.	Mr. Veerachai Dejamornthan	38,554,300	2.557
8.	National Housing Authority ¹	30,000,000	1.989
9.	Mrs.Salangluk Hutangkul	24,497,700	1.624
10.	Thai NVDR Company Limited ¹	22,852,900	1.515
Total		1,040,858,860	69.018





Risk Factors

1. Business Risks

a) Risks Related to Finding Additional Raw Land in the Existing Estate to Develop for Sale

The Company is engaging in industrial estate property development. The Company began with the first industrial estate on Phaholyothin Road, in Klongnueng sub-district, Klongluang district in Pathumthani province. This industrial estate is located close to Bangkok providing convenient transportation and endowed with abundant skilled labors. As a result, there is continual increasing demand for these industrial tracts. Therefore, the Company land bank has been shrinking gradually. Furthermore, the area around the estate has been prospering and becoming a large city with a population of about 250,000.

Currently, the Company faces the risk associated with scarcer land to develop for sale in variety of terms such as higher price, limitation of location since it needs to be adjacent to the existing project, limitation stemming from the City Plan. Furthermore, the Company must consider forthcoming surrounding environment in the Estate area and vicinity. Therefore, there is risk in finding new land to develop for sale in the Pathumthani Estate. Furthermore, the Company must consider other types of real estate development to be in line with the appreciation of the land values, governmental policies, and environment to maximize benefits in terms of the Company's performance and convenient facilities to accommodate demand in the area to further complete the project. For the new Estate in Nakhornratchasima province, at present there is still adequate land area available for sale. Moreover, the surrounding lands are agricultural area making it feasible if the Company wants to expand the Estate area when there is a policy to expand in the future. In this year, the Company has made decision to sell part of the Pathumthani Estate land to industrial factories and to reduce the size of investment in the Estate's residential project in order to reduce risk associated with investment of dormitory development project where demand has decreased. The Company, instead, has been increasingly emphasizes the investment in infrastructure systems.

Currently, the Company has land available for sale in the Pathumthani Estate of around 480 rais which can be divided into 322 rais in the industrial zone and 145 rais of the commercial and residential zone. In the Nakhornratchasima Estate, there are about 997 rais of total land available for sale. However, the Company has continually expanded the estates area. Furthermore, the Company has performed relevant feasibility

studies of other potential real estate development projects. In order to find ways to diversify the existing key business, the Company expanded into providing utilities services as to increase additional revenue to the Company.

b) Pathumthani Province's New City Plan

The Pathumthani government declared the City Plan for Takloang-Klongluang-Rangsit for Pathumthani province on 28th December 2009. This City Plan denoted some areas in the Company's Estate as "Purple Area" allowing the use of area mostly for industrial warehousing, facilities and utilities, and infrastructures purposes. At the same, the City Plan prescribed that the area to the North of the Estate in the distance of 200 meter away from the Chaingrak Noi Canal covering about 50 rais as a "Green Area", allowing the use of this land for mostly agricultural, governmental offices, facilities and utilities, and infrastructures purposes. As a result, there is limitation on the use of the specified land for commercial purpose. Even though, the new City Plan is already declared effective, if the local or provincial City Planning Authorities considers that the existing situation and environment have changed, both agencies can propose to the City Planning Committee to alter the regulations and the details of the City Plan.

2. Financial Risks: Cost of Funds

The company's requires large investments in developing land and facilities, and it needs to use long-term sources of funds. Therefore, the cost of funds can be higher than usual, if any of the projects progress is behind the schedule. This is a risk to the Company. However, the company has a policy of strict discipline in financial management that it always adheres to the principle of maintaining a Debt/Equity Ratio of 0.7.

3. Risk Associated with the Domestic Political Crisis

The year 2010 is said to be the year where the world economy is recovering from last year and there is a trend for better expansion. Therefore, it can clearly seen expansions in investment especially in the later part of the year. However, there are various external factors effecting operation and investment decision such as political conflicts both domestically and internationally, cost of energy, especially the historical rapid increase in oil price. Furthermore, there seems to have more often the unexpected disasters such as floods, earthquake, and extreme weather. There are also factors arising from new laws and regulation effecting the business operation. These are risk factors that the Company needs to be wary of.



Company Profile

Nava Nakorn Public Company Limited (“Nava Nakorn” or “the Company”) was established on the March 26, 1971 with initial registered and paid-up capital of Baht 10 million. Nava Nakorn was established to operate in the business of industrial estate development with complete infrastructure and facilities. Nava Nakorn began with land area of about 5,000 rais on Phaholyothin Road by 46th kilometer in Klongnueng Sub-district, Klongluang District, Pathumthani Province. With continued expansion, the total current area of Nava Nakorn Industrial Estate Pathumthani is 6,485 rais; the Estate can be classified by the nature of use as follows:

- Industrial Zone means areas developed for sell to those who operate industrial functions. It can be divided into general industrial zone comprising of about 4,148 rais and free zone comprising of about 137 rais. At present, there are more than 227 companies putting their investment in the estate. Most of them are electronics, auto parts, food, and jewelry industries as well as interconnecting industries and logistics.
- Commercial and Residential Zones means areas that are developed for commercial uses such as shopping mall, hospital, banks, postal offices, and small general shops; and for residential purposes such as dormitories, flats, condominiums, and residential houses. The total area is about 1,200 rais.
- Green and Infrastructure Systems Zones means areas dedicated for infrastructures and greenery including electrical systems, water systems, industrial water processing systems, wastewater treatment systems, waste disposal systems, telephone systems, roadways, drainages, health centers, hospitals, sport fields, parks, lakes, and playgrounds. At present, the total area covers about 1,000 rais.

In 2002, the Company expanded operation into the new area at Soong Nern District, Nakornratchasima Province under the name of “Nava Nakorn Industrial Estate (Nakornratchasima)” with the approximate project area of 1,903 rais. Land developed for sale accounted for 1,379 rais or 72% of the total land area and can be classified by its nature of use as follows:

- Industrial Zone about 1,263 rais and 66% of the total land area
- Commercial Zone about 117 rais or 6% of the total land area
- Green and Infrastructure Zones about 531 rais or 28% of the total land area

The Nava Nakorn Industrial Estate Nakornratchasima had been declared as an Industrial Estate by the Ministry of Industry’s Notice. Furthermore, the Nava Nakorn Industrial Estate Nakornratchasima entitles the highest privileges from the Board of Investment, BOI Zone 3.

Recent Significant Developments

Year 2004: The company pursued a capital increase by issuing 20,000,000 new stocks to the general public, resulting in a raise in the company’s paid-up capital to 927,110,000 Baht.

Year 2005: The Company proposed to issue ordinary shares to board members and staffs of the company in order to raise capital.

April 2005: the annual meeting of shareholders resolved to issue and allotted 5-year stock warrants giving the right to purchase 48,419,700 units of ordinary shares. Such right was given to existing shareholders at the ratio of 2 existing shares/1 new share. The Meeting decided to increase registered capital for the amount equal to the value of 48,419,700 shares.

June 2005: The Company reduced the par value of its share from 10 Baht/share to 1 Baht/share.

Year 2009: The Company, together with its business partners: PTT Public Company Limited and Ratchaburi Electricity Generating Holding Public Company Limited, jointly invested in Nava Nakorn Electricity Generating Company Limited (NNEG) for the implementation of a Small Power Producer Project.

Year 2010: In the course of 2010, the value of stock purchase by holders of stock warrants amounted to 323,233,710 Baht. There were 2,534,740 units of stock warrants that remained unexercised. These 5-year warrants already expired on 30 September 2010. Up until the year 2010, the total sum of the Company’s paid up capital had increased to 1,450,055,530 Baht.

January 2010: Company registration was done for the establishment of Nava Nakorn Electricity Generating Company Limited.

December 2010: the 1st extraordinary meeting of shareholders of the year 2010 resolved to issue a second round of 5-year ordinary stock warrants for existing shareholders free of charge, in proportion to their respective existing shares. The warrants issued corresponded to the right to purchase 725,002,752 shares. The meeting prescribed that a holder of 1 unit of warrant was allowed to buy 1 share at the price of 1 Baht. The meeting further agreed to issue and offer 1-year stock warrants to purchase 72,000,000 shares for the Company's board members and staffs for free of charge. The conversion ratio was 1 unit of warrant : 1 share at the price of 1 Baht.

December 2010: One power plant with electrical generating capacity of approximately 122 megawatts under the "Small Power Producer" project was selected by Electricity Generating Authority of Thailand (EGAT).

Year 2011: In the course of 2011, 467,014 units of ordinary stock warrants were exercised by their holders, while 724,560,751 units were left unexercised. They are set to expire in the year 2016. There were 72,000,000 units of stock warrants issued for the Company's board members and staffs with the expiry date on 31 December 2011. 70,915,000 units of these warrants were exercised by their holders. The remaining 1,085,000 units already expired on 31 December 2011. As of the end of 2011, the Company's paid up capital amounted to 1,521,412,530 Baht.

May 2011: The Company signed the Shareholder Agreement to jointly invest in Nava Nakorn Electricity Generating Company Limited (NNEG) with PTT Public Company Limited (PTT) and Ratchaburi Electricity Generating Holding Public Company Limited with the shareholdings of 30%, 30% and 40% respectively. The registered capital of NNEG was 2 million Baht, comprising of 200,000 shares at a par value of 10 Baht per share. The registered capital would be increased to Baht 1,450 million in order to support the investment of 5,700 - 5,800 million Baht.

NNEG is a Small Power Producer (SPP) project which generates electricity and steam from natural gas with installed electrical generating net capacity of 122 megawatts and steam production capacity of 15 tons per hour. Main customers will include the Electricity Generating Authority of Thailand (EGAT) and industrial plants located within the Nava Nakorn Industrial Promotion Zone of Pathumthani Province. The commercial operation is expected to start in 2016.

Nature of Business

Nava Nakorn Public Company Limited (Nava Nakorn) operates Industrial Estate Property Development with the main purpose of developing industrial land for sale, while supplying other relevant facilities and infrastructure to the clients. The nature of business can be classified as follows:

- Development of Industrial Land of Sale
- Servicing of facilities and Infrastructure

Development of Industrial Land for Sale

Currently, Nava Nakorn operates Industrial Estates in two prime locations. The first one developed is Nava Nakorn Industrial Estate Pathumthani that is located on Phaholyothin Road at the 46th Kilometer in Pathumthani Province. It is the first and most complete and fully integrated estate in Thailand. The other location is located on Mittraphab Road at 231st Kilometer in Soong Nern District, Nakornratchasima Province (the second biggest city in Thailand) and the details of both Estates are as follows:

1. Nava Nakorn Industrial Estate Pathumthani

It is located on Phaholyothin Road at the 46th Kilometer, Klongnueng Sub-district, Klongluang District, Pathumthani Province with the total area of 6,485 rais and in the BOI Zone 1 highest privileges. The Estate is developed into the following zones:

- **General Industrial Zone**

The general industrial zone covers approximately 4,148 rais. The Company has continually developed and expanded the area for sale. In this zone, it can be divided into 1-4 Zones. At present, there are approximately 269 rais available for sale in this zone.

- **Commercial Zone**

The Company allocated areas to develop into the commercial and residential zones on the approximate area of 1,200 rais. The development is done plot by plot, according to the suitability of each plot. At present, there are about 143 rais available for sale.

- **Free Zone**

The Company has designated an area about 137 rais on the Northeastern part of the Pathumthani Estate as Free Zone (FZ). Those who are investing in this Free Zone can receive special tax privileges. At present, there are approximately 13-3-58 rais available for sale.



2. Nava Nakorn Industrial Estate Nakornratchasima

It is located on Mittraphab Road at 231st Kilometer in Moo 1, Na Klang Sub-district, SoongNern District, in Nakornratchasima Province. It has a total area of 1,903 rai. There are approximately 1,379 rai of land sale area in this zone. The Estate is situated in the highest privilege BOI Zone 3. The detail of the area usage can be seen below:

- General Industrial Zone Covers approximately 1.253 rai or about 66 percent of the total area
- Commercial Zone covers about 117 rai or about 6 percent of the total area
- Facilities and Green Zones covers about 531 rai or 28 percent of the total area

In term of facilities systems, Nava Nakorn Industrial Estate Nakornratchasima has completed its Phase 1 of infrastructure and utilities systems and has been servicing these utilities and infrastructures to clients in the Estate. For Phase 2 and Phase 3 of infrastructure and utilities systems development, it is proceeding accordingly to the Company's development plan as well as per customers' demand.

Servicing of Facilities and Infrastructure

The Company is the sole service provider of facilities and infrastructures to the clients in the Nava Nakorn Industrial Estates. Of the total annual revenue, about 64 percent comes from these servicing. The service can be classified into 4 types as follows:

1. Water and Industrial Water Usage Fees

The Company supplies water to industrial and residential zones inside the Nava Nakorn Industrial Estate Pathumthani. The Company collects usage fees from industrial operators every month according to the monthly volume usage at a fixed rate. For residential zone, the Company collects water usage fees every month according to the monthly volume usage at a progressive rate. That is if any house consumes less water, it will have to pay a lower per unit rate. If any house consumes more water, it will have to pay a higher per unit rate. Furthermore, the Company collects monthly water meter maintenance fee per size of water meter. The total revenue the company earned from water usage fee is about 64% of the total service revenue.

2. Wastewater Treatment Fees

The Company collects wastewater treatment fee from factory operators in the industrial zone, the dormitory operators, commercial, and residential community. The volume of total monthly water consumption is used as a base in the calculation of wastewater treatment usage. 80 percent of monthly water consumption is counted as wastewater each month. The wastewater treatment fee per unit is a fixed rate. Present, the Company raised the wastewater treatment fee for those industrial operators from Baht 6-40 per cubic meter to Baht 8-45 per cubic meter (depending on dirtiness of the wastewater factories released). The new rate of wastewater treatment fee for those dormitory operators will be Baht 8 per cubic meter. The wastewater treatment rates are as follows:

(Baht/ cubic m.)	
Type of Operator	Wastewater Treatment Rate
1. Industrial Factories	8 - 45 (Depend on the dirtiness of the wastewater)
2. Dormitory Operators	6 / 8*
3. Commercial Business Operators	8
4. Residential Housing Community	3

Note: Dormitory Operators that apply for permit since April 1, 2010 and thereafter will be collected the wastewater treatment fee of Baht 8 per cubic meter.

However, the Company has set the standard for wastewater quality that operators may release from their factories. The Company will test the wastewater quality of each factory and if any operator releases wastewater that has quality testing below the standard, the Company will charge a higher rate for treatment of the wastewater of approximately 2-6 times higher than the standard wastewater treatment rate (Baht 8 per cubic meter). It is also a fixed rate. In 2011, there are 15 factories out of 249 factories that released wastewater with standard lower than the predetermined standard. The Company designated the Wastewater Treatment and Environment Department to test and follow up in working to correct treatment. In the case it is the first time that the operator releases wastewater at a lower quality, the Company will send out a notification informing the operator to bring up the wastewater quality within 15 days. Then the Company will re-test for the second time to see if the released wastewater quality is still below the

predetermined standard. At this time. The Company will collect additional fees upon this condition and may stop the wastewater treatment service for this operator. The revenue from wastewater treatment service accounted for about 18 percent of the total service revenue.

3. Community Service Fees

The Company collects community service fees from both industrial and residential zones. Community service fee in the industrial zone is based on the area of land used, multiplied by the community service rate per month, which is a fixed rate. For residential zone, the Company separates residents into different categories such as shopping malls, commercial buildings, houses, flats, and dormitories. The Company collects monthly community service fees from each group depending on their fixed rates. In addition, the Company also collects fee on allowing to install public utilities in the Project, including service fees for installation of mobile phone relay bases, ATMs, and public telephones.

4. Waste Collection Fees

The Company collects waste collection fees in the industrial zone. The volume of waste collected is multiplied by service fee per drum (200 liters) which is a fixed rate. For residential zone, the Company charges waste collection fees at the rate of Baht 100 per 200 liters drum.

Overall Business Operations of the Company, Subsidiaries, Associated Companies, and Related Companies

Nava Nakorn Public Company Limited ("the Company") operates real estate development business concentrating on development of industrial estate projects. The Company is a subsidiary of NEP Realty and Industry Public Company Limited ("Major Company" or NEP), which manufactures and distributes packaging products made from jute and plastic. At present, NEP holds 355,950,000 of the Company's common stocks or about 23.60 percent of the Company's registered and paid-up capital. Currently, the Company does not hold any investment in associated companies or subsidiaries. The Company has investments in related companies, which operate businesses related to the Company's major business supporting the service provided to residents and operators in the Company's industrial estates. Details of their operations are as follows:

Nava Nakorn International Guard Company Limited

Established in October 2001, it operates a security business in Nava Nakorn Industrial Estate Pathumthani. At present, it has registered and paid-up capital of Baht 6.3 million. At the end of 2002, the Company held 100.00 percent of the total registered and paid-up capital. However, in March 2003, the Company sold part of investment in Nava Nakorn International Guard, 40,500 shares, or 81.00 percent of the registered and paid-up capital to outside parties. It was because the performance of this company had been at a loss whilst the Company did not have expertise in this type of business. Therefore, at present, the Company holds only 15.08 percent of the registered and paid-up capital.

Sumisho Global Logistics (Thailand) Company Limited (formerly Nava Nakorn Distribution Center Company Limited)

It was established in 1989 to operate warehousing services serving companies in the Nava Nakorn Industrial Estates. At present, the registered and paid-up capital is at 180.00 million, the Company held 1.71 percent of registered and paid-up capital.



Nava Nakorn Industrial Estate Pathumthani

Nava Nakorn Industrial Estate Pathumthani is the first industrial estate in Thailand located in strategic location on Phaholyothin Road (Highway No. 1). Besides being situated in a convenient location, Nava Nakorn Industrial Estate Pathumthani is the gate to Northern and Northeastern Thailand where labor is abundant. Nava Nakorn Industrial Estate Pathumthani is only 46 kilometers away from Bangkok and only 20 kilometers away from Don Mueang Airport connected by U-T-T-Pi-Mook Elevated Highway (Don Mueang Toll Way). It only takes 45 minutes to drive from Bangkok and only 5 kilometers away from Outer-ring Road. Therefore, it is convenient in terms of commuting and moving products to various locations. It is only 80 kilometers away from Laem Chan-Bang Deep Seaport. At present, there are more than 200, both domestic and international, companies that have such confidence in us that they located their factories in Nava Nakorn Industrial Estate. Here, there are complete utilities services provided such as industrial water, electrical, telecommunication, wastewater treatment, and security systems, as well as other systems offering convenience to those operators in the Estate. In 2008, the Retail Shopping Complex project and "the Nava Privacy," residential project, were established in order to accommodate community expansion in the Estate and vicinity areas. This project adequately accommodates residents. There are commercial buildings completed with restaurants and other services, providing convenience to the investors in the future.

Besides, Nava Nakorn Industrial Estate Pathumthani is an industrial zone, which is entitled to the special privileges of the BOI Zone 1 from the Board of Investment (BOI). It is the closest Industrial Estate to both Bangkok and Don Mueang Airport. Furthermore, in the Pathumthani Estate there is a "Free Zone", which is suitable for those who need to import raw materials for re-export. With complete readiness, therefore, Nava Nakorn Industrial Estate is the center of various types of industries such as electronics, auto parts, food production, jewelry production, as well as related industries and warehouses.

Special Privileges from BOI (Zone 1)

1. 50 percent reduction of import duty on machinery that is subject to import duty of not less than 10 percent.
2. Corporate income tax exemption for 3 years for projects with capital investment of Baht 10 million or more (excluding cost of land and working capital) must obtain ISO 9000 or similar

international standard certification within 2 years from its start-up date.

3. Import duty exemption on raw or essential materials used in the manufacturing of export products for 1 year.
4. Land ownership, foreigners are allowed to hold majority or even 100 percent of ownership.

However, before business operators can apply for the above mentioned privileges, they must verify with BOI for any additional requirement for each type of business operators. Only those who comply completely with the entire requirement will receive the mentioned privileges.

Special Privileges from the Custom Department

1. Import duty exemption on imported merchandise, moved into or manufactured in a Free Zone for the following cases:
 - 1.1 Machinery, equipment, tools and parts that are necessary in industrial, commercial, or other businesses that are beneficial to the nation's economy.
 - 1.2 Imported merchandises that moved into the Free Zone for manufacturing, commercialize, or other business that are beneficial to the nation's economy.
 2. Import duty exemption on raw materials for manufacturing products for re-exports.
 3. Export duty exemption on those merchandises that are exempted duty in "Free Zone" for re-exports.
 4. Exemption of Value Added Tax (VAT)
 5. Exemption on excise tax, alcohol tax, and stamp duties
- There is a relief from quality control requirements for export

Total land area: 6,485 rais

Right to land ownership: Freehold

First year of development: 1971

Minimum Land Plot for Sale for Industrial Zone: 4 rais (6,400 square meters) Minimum Land Plot for Sale for Free Zone: 2 rais (3,200 square meter) Community Fee: Industrial Zone 600 Baht per rai; Free Zone 1,200 Baht per rai



Infrastructures and Facilities

Roads

Roads can be divided into 11 types according to the width. The width of the roadways range from 9-32 meters and the roadways are connected making a network of roads. The main road has six lanes, the secondary road has four lanes, and the smaller road has two lanes. They are either asphalt concrete or steel reinforced concrete.

Industrial Water Systems

The industrial water processing plant started providing service since June 2007. It is located on about 39 rais of land inside Nava Nakorn Industrial Estate Pathumthani. Water from this plant is for industrial purpose and provides to the industrial zone. The plant gets water from Chao Praya River at Song Phi Nong Temple through a 900-millimeter HDPE water pipe, stretching 8 kilometers to the water processing plant that located inside Nava Nakorn Industrial Estate Pathumthani. Here, experienced engineers in water processing systems produce clean water that meets TIS standards. The water processing plant undergoes quality testing with effective and modern tools and equipment in the plant's laboratory every three hours. At present, the water processing plant has a manufacturing capacity of 45,000 cubic m./day. The capacity will increase to 75,000 cubic m. /day in the future in order to cope with expansion of the existing and any future factories.

Water Systems

Water is from the Provincial Waterworks Authority or PWA. Nava Nakorn had made a buy/sell contract with PWA to resell water to residential and commercial zones inside the Nava Nakorn Industrial Estate Pathumthani. The main PWA water pipe passes through Nava Nakorn Route 1 and Route 5 Roads. Nava Nakorn laid out connecting pipes from the main PWA water pipe to transport water throughout the residential and commercial zones.

Electrical Systems

There are four power substations in Nava Nakorn Industrial Estate totaling 515 MVA. The high voltage distribution feeder circuits systems are designed with complete load distribution and designed to be able to connect to nearby Bang Kean Power Substation and Bang Pa-in Power Substation in case of electromotive force is unstable or power failure. Substations are in the size of 285 MVA with power

distribution and transmission of 115 KV and 22 KV. At present, there is a construction of a substation with capacity of 230 MVA.

Natural Gas Systems

The Company, in cooperation with PTT Public Company Limited, laid out pipelines to supply natural gas to industrial customers inside the Nava Nakorn Industrial Estate. Natural gas is a cheap and clean source of energy, which has no impact on the environment. It is therefore a major factor for those who operate in the industrial estates and also a major factor in attracting customers into the estate. At present, PTT Plc. is servicing natural gas supply to requested factories. The Company also earns a pro rata on the volume usage according to the rate negotiated. Furthermore, the Company also earns rental revenue from renting out area for testing systems and gas distribution stations.

Telecommunication Systems inside Nava Nakorn Industrial Estate Pathumthani

The telephone network system is serviced by TOT Public Company Limited and True Corporation Public Company Limited. The high-speed internet service is provided by True Corporation PCL, Triple T internet Company Limited (3BB), and TOT Public Company Limited. The natures of services are as followed:

1. High-speed Internet Service inside Nava Nakorn Industrial Estate Pathumthani
 - Network is connected by Optic Fiber Cable to provide the service for telephone and high-speed data communication.
 - It can accommodate various type of connection depending on the service speeds such as IP-VPN service and data communication through the internet. It can accommodate the service speed from 64 Kbps up to 20 Mbps.
 - Accommodate the determined Quality of Services.
 - Has monitoring system which will alert clients if there is problem in order to timely resolving any issue.
 - Specific team is assigned in providing analysis and problem solving to customers.
2. High-speed Internet Systems inside Nava Nakorn PCL Offices
 - High-speed internet communication of Premier 5/1 MB level in all 3 offices for internal usage.



- Rented private network IP-MPLS to connect the three officers to allow working amongst the offices.
- Can communicate with any point in the organization (Any to Any Connectivity within Enterprise).

Wastewater Treatment Systems

Nava Nakorn Industrial Estate Pathumthani received a permit from the Department of Industrial Works, Ministry of Industry, to build the central wastewater treatment plant, classified as the 101-plant number. The plant is intended to collect wastewater from industrial and commercial zones to be treated until the quality of the wastewater meets the standards set by Ministry of Industry. At present, the construction of the extension of the wastewater treatment plant is completed and has been in operation since April 2009. Therefore, it added capacity up to 40,000 cubic m. per day. This is to accommodate various future extension projects of Nava Nakorn Industrial Estate Pathumthani. The wastewater treatment systems used (the previous portion) is the “Conventional Aeration

Activated Sludge” and (the extended portion) the “Oxidation Ditch Activated Sludge.” Both work around the clock, 24 hours a day. It can handle a maximum capacity of 40,000 cubic meters of wastewater per day. At present, there are 24,000 cubic meters of wastewater flowing into our wastewater system or about 60% of the maximum capacity. It can be said that the central wastewater treatment at Nava Nakorn has always been operating effectively. Furthermore, the Company started the constructions of polishing pond in order to accommodate wastewater, which already passed the treatment from the central wastewater treatment systems. The polishing pond is a 2.50 meter deep soil sewage pond, which accommodates 50,000 cubic meter of wastewater. It uses a natural method to provide the final treatment to wastewater before releasing it to public water resources outside the pond.

The average quality of released wastewater of the central wastewater treatment in Nava Nakorn Industrial Estate Pathumthani, in comparison with the Royal Irrigation Department's and the Ministry of Industry's standards:

Wastewater Quality	Royal Irrigation	Ministry of Industry's	2009	2008	2007	2006
pH value	6.5 - 8.5	5.5 - 9.0	6.54	7.35	7.23	7.38
Biochemical Oxygen Demand (BOD) (milligram/liter)	< 20	< 20	5	6	7	7
Chemical Oxygen Demand (COD) (milligram/liter)	-	< 120	50	65	72	54
Suspended Solids (SS) (milligram/liter)	< 30	< 50	12	17	22	15

Furthermore, the Company controls the quality of wastewater discharged by factories in the Estate before transporting to the Nava Nakorn central wastewater treatment plant to have the minimum predetermined quality standard. In case any factories' wastewater quality is not in the predetermined standard, the factories must treat their own wastewater to eliminate excess dirtiness and bring up its wastewater quality to the predetermined

standard before releasing wastewater into Nava Nakorn central wastewater treatment systems. The Company will charge a higher rate for treatment of the wastewater released with quality below the predetermined standard of approximately 2-6 times higher than the standard wastewater treatment rate per volume of wastewater discharged. It is a measure to encourage factories to control the quality of their wastewater to the predetermined standard.

Wastewater Discharge System

Wastewater discharge systems in Nava Nakorn Industrial Estate is a closed system where it is separated from rainwater drainagesystem, which is an opened U-drain system. The width of wastewater discharge pipes varies from 150, 200, 250, 300, 400, 600, 800, and up to 1,000 millimeters, which can discharge and accommodate wastewater from various activities in the Estate from industrial, residential, and commercial areas. The wastewater discharge system is composed of polishing pond and 51 wastewater pump substations around the Estate. The substations pump wastewater into the Nava Nakorn central wastewater treatment plant.

The sewage or drainage system in Nava Nakorn Industrial Estate Pathumthani is Separated System. That is wastewater dischargesystem is separated from the storm sewer (rain drainage) system. The storm sewer system only collects rain and drains it into public canal inside the Estate. The wastewater discharge (sanitary sewer) system only collects wastewater from industrial plants, community, and commercial; and transport to the central wastewater treatment. Therefore, there is no mixing between rain and wastewater. However, wastewater that has been treated in the Company's central wastewater treatment plant will be released to the polishing pond in order to be finally treated before releasing into public water canal outside the Estate. Rain is released into the storm sewer system inside the Estate and then released directly to public canal inside the Estate. It will only be drained into outside of the Estate during rainy season in order to prevent flooding inside the Estate. However, when rain is released into public canal inside the Estate, there usually is water from roadways and from rain drainage come into mix with. This causes sediment and gravel to mix into those water. This sometimes makes the SS value in public canal where water is drain from inside the Estate to outside the Estate to probably higher than the Irrigation Department's standard. However, those SS value will not exceed the Ministry of Industry's standard. Normally, the wastewater that is treated at the Company's central wastewater treatment is within the Ministry of Industry's and Irrigation Department's standards. For that reason, the Company together with the Irrigation Department have determined resolution guidelines. The drainage wall was constructed and drainage gates were installed in the area that water will be released to outside the Estate. Water is held to allow sediment to settle before releasing into irrigation canal according to the Irrigation Department. The construction of three stations is completed. There are water pump station 1, 2, and 3. The Company also cleaned the drainage canal in the Estate in order to improve the quality of water. The average

quality of wastewater for 2011, SS value is within the Irrigation Department's standard.

Flood Prevention Systems

Nava Nakorn Industrial Estate has the following flood prevention systems:

Soil Embankment : With 3 meter base and 2.50 meter high, this soil embankment embraces the Nava Nakorn Industrial Project completely. The soil embankment prevents water to flow into the Estate, especially during the rainy season.

Drainage Canal : Inside Nava Nakorn Industrial Estate, there is a man-made canal in the area of 300 rais, which can accommodate about 1,200,000 cubic meters of water. In the rainy season, it can hold rainfall sufficiently. Water will be later taken and released outside the Estate by the many flood prevention-water pump substations.

Flood Prevention-Water Pump Stations : It is composed of one flood prevention-water pump station in the North of the Estate with seven 50 kw water pumps; two stations in the South of the Estate with the total of ten 50 kw water pumps; and one station in the Premium Zone with three 45 kw water pumps. There are a total of 20 water pumps. There are also two temporary water pump stations in the West with two 10 kw water pumps and two 5 kw water pumps. Furthermore, there is one mobile water pumps with six cylinders engine with eight inches water pipe. The combined capacity is 855,600 cubic meters per day, enough to drain rainfall out of the project. The Company is carefully monitoring the flooding situation and always well prepared. In addition, the Company strengthens the soil embankment and acquires additional equipment and pumps.



General Waste Management Systems

Due to the fact that inside Nava Nakorn Industrial Estate there are residential houses, dormitories, shops, and factories, it is required to have general waste management systems in compliance with the Factory Act B.E. 2535 (No. 2) of the Department of Industrial Works, Ministry of Industry, Re: Disposal of Wastes or Unusable Materials B.E. 2548. For non-hazardous waste or unusable materials from office, residential housing, and canteen areas in the factories inside Nava Nakorn Industrial Estates, the Company assigned J. Rattakan Company Limited to manage and eliminate waste or unusable materials systematically.

Security Systems

Inside the Estate, there are both closed circuits TV (CCTV) in various locations. To control security, the Company hired Nava Nakorn International Guard Company Limited (affiliated company) to provide security of the project. The Nava Nakorn International Guard Company Limited oversees and maintains security as well as manages and supplies security guards to provide 24 hours security services. At present, there are approximately 150 security guards. The Company regularly oversees, control, and performs quality check of the security service.

Free Zone (Inside Nava Nakorn Industrial Estate Pathumthani)

Nava Nakorn Public Company Limited's Free Zone encompassed 137 rai inside the Nava Nakorn Industrial Estate Pathumthani, which already received permission from the Custom Department. The Free Zone is designated for industrial and commercial purposes or other uses in order to create ease for operators in the export and import business. The operation in the Free Zone is considered as operations done outside the Kingdom of Thailand and out of the boundary of the Custom Office of Thailand. That is products or raw materials imported from overseas or from domestic source transported to and/or export out of the Free Zone will receive special legal duties privileges.

Location

Nava Nakorn Industrial Estate Pathumthani

46 km. away from Bangkok

20 km. away from Don Muang International Airport

80 km. away from Laem Cha Bang Deep Sea Port

55 km. away from Port of Klong Toey

64 km. away from Suvarnabhumi International Airport

Special Privileges of Free Zone

1. Import duties exemption on merchandise, raw materials, machinery and parts from overseas and merchandises or products that transferred from other Free Zones.
2. Value Added Tax (VAT) exemption and exemption on excise tax, alcohol tax, stamp duties for products imported or transferred or produced inside the Free Zone.
3. Value Added Tax (VAT) exemption for products acquired domestically which are brought into the Free Zone.
4. Export duties exemption on re-exports to other countries.
5. Free from governmental standard/quality control or similar regulation for domestic products or raw materials transferred to the Free Zone for production, mixed, assembled, packaging, or other operation for re-export to other countries.
6. Import duties exemption as well as other duties/taxes exemption for damaged material or left over parts and loss from that imported equipment if still within the allowance of the regulation.
7. Redemption on export duties from various legal exemptions.
8. Custom Office inside the Estate to assist with speed and ease in regarding to Custom matters.
9. Complete with infrastructures, facilities, and many amenities.

The Nava Privacy Project

The Company developed the Nava Privacy project as another means of real estate development business. The development will provide quality of life residence to both clients inside and outside Nava Nakorn Industrial Estate Pathumthani as well as those in the close vicinity. The project targets clients who just start out their working life and those who wish to be close to their work place. The project and condominiums are sized at 30-31 square meters and with an average price of Baht 25,000-27,000 per square meter or an average price of Baht 775,000-850,000 per unit. These units will provide good quality residences, with complete facilities and security for its residents. The target group is those people at their start of their working age; most have Baht 15,000-20,000 income and have budgets for housing expense of Baht 3,500-5,000 per month. It is located near their work and thus reducing commuting expenses in these present days of volatile oil price. This group of customers is working in the 5 kilometer radius of the project. They are a group with a high demand for residences. Therefore, the Company developed the Nava Privacy project for this target

group who are in the early part of their working and family lives so as to providethem with their first quality residence and become their starting point for a developing warm family.

Development of the Nava Privacy Project

The Nava Privacy project is the property development inside Nava Nakorn Industrial Promotion Zone, Pathumthani for commercial purposes. The project is comprised of a modern shopping center and residential buildings for rent and for sale. It emphasizes the creation of a social community both residences and a shopping complex in the same area. It is situated on Thai-thani road within Nava Nakorn Industrial Promotion Zone, in the heart of community which is the most densely populated area.

With regard to the current status of the residential building development – “The Nava Privacy Condominium”, the Company has applied for address numbering for the building A-03 under the juristic person's name of “The Nava Privacy 1 Condominium”. The condominium itself is numbered 87 and the residential units within the building are numbered 87/1 – 87/88 in order.

The Nava Privacy Condominium is a 8-floor residential building. Each residential unit measures 31 square meters which is more spacious compared to other residential projects. Each unit is designed to provide comfort and suitable space allocation that respond to the needs of the clients. Each unit features bedroom, living area, dining area, kitchen equipped with a full set of quality built-in furniture, balcony, and bathroom with separate wet and dry spaces. The target customers of this project are the people who work within the Nava Nakorn Industrial Promotion Zone, Pathumthani and the vicinity.

Moreover, The Nava Privacy provides a greater comfort and convenience for residents than its business competitors. The project offers, for example, shady public park, safe and spacious parking lot for cars and bikes, full range of international-standard infrastructures, security system with security guards and entrance/exit of the building controlled by keycard.

The Nava Privacy is constructed in compliance with the relevant legislations e.g. Environmental Quality Protection and Promotion Act, Environment Impact Assessment (EIA) that set the requirement for 16 meters-wide main street, 12 meters-wide building's surrounding streets, fire prevention system, fire extinguishers, installation of solid ladders for fire escape in appropriate spots. Thus, beside the comfort and convenience that residents will

experience while living in this property, they are also ensured of the safety of their lives and properties. This is in line with the concept emphasized by this project, which is “Be your privacy @ Nava Privacy Condominium.

Sales Department of the Nava Privacy Condominium

Nava Nakorn Public Company Limited (NNCL) contracted Angel Ken and Sky Company Limited to serve as a sales agent for the residential buildings A-03 and A-02 with the following responsibilities:

- Data analysis concerning marketing and target customers and report of such analysis to NNCL.
- Survey of market and business competitors in operation within the proximity. Presentation of the survey results to NNCL for consideration and decision making on marketing and sales operations in order to respond properly and efficiently to the present evolution of the market.
- Presentation of creative views and opinions regarding marketing, sales, and prices determination, and conditions of sales that best suit the current market circumstance.
- Elaboration of plans on sales, marketing, and sales promotion. Submission of these plans to the Marketing Department of NNCL. NNCL is responsible to cover the costs related to marketing which accounts for about 2% of the target sales revenues of the project. Approval and implementation of the master plan also come under the responsibility of NNCL throughout the contract duration.
- Submission of weekly and monthly reports on sales progress and information on customers to NNCL. And giving advice to customers concerning requirements and necessary documents for filing a request for credit or loan from banks or other financial institutions.

Construction Progress of the Nava Privacy

• One 3-floor commercial building

The construction of the 3-floor commercial building's structure has been finished. Some finishing, fixing and repairing touches remain to be done. Reduction and increase in works based on the contractual project value are underway. The overall progress of the works is 89.00 percent. Additional installations of air conditioning system on the 3rd floor and winder staircase onto the mezzanine of the control room on the 3rd floor are progressing.

• Two 1-floor commercial buildings

The construction is 100 percent complete. NNCL expects to start the full operation of the 3 commercial buildings named “Privacy



Mall" under the concept of "Happiness You Can Find". The grand opening is scheduled to take place within the 4th trimester of 2012.

• Ten 8-floor residential buildings

8-floor residential building No.1: Building A-03

The overall building progress is 100 percent as the following details:

- electrical system : 100 percent progress
- sanitation and fire prevention system : 98 percent progress
- precast exterior walls : 80 percent progress
- installation of balcony's balustrade : 90 percent progress
- installation of aluminium doors and windows : 90 percent progress

The works on precast exterior walls as well as installation of aluminium doors and windows are currently ongoing.

8-floor residential building No.2: Building A-02

The overall building progress is 17.33 percent as the following details:

- reinforced concrete flooring works of the 3rd floor : 100 percent progress
- structural works of concrete columns on the 3rd floor : 100 percent progress
- installation of precast walls within the 2nd and 3rd floors : 90 percent progress

Preparation for the placement of concrete slabs on the 4th floors is ongoing.

8-floor residential building No.3: Building A-01

The overall building progress is 15.46 percent as the following details:

- reinforced concrete flooring works of the 2nd floor : 100 percent progress
- structural works of concrete columns on the 2nd floor : 100 percent progress
- reinforced concrete flooring works of the 3rd floor : 100 percent progress
- installation of precast walls within the 2nd floor : 90 percent progress

Works on placement of concrete columns of the 3rd floor are ongoing.

8-floor residential building No.4: Building C-01

The overall building progress is 2.97 percent as the following details:

- foundation piling works : 100 percent progress

8-floor residential building No.5: Building C-02

The overall building progress is 2.87 percent as the following details:

- foundation piling works : 100 percent progress

8-floor residential building No.6: Building A-08

The overall building progress is 12.10 percent as the following details:

- flooring works of the 1st floor : 100 percent progress
- column works of the 1st floor : 100 percent progress
- installation of precast walls within the 1st floor : 90 percent progress
- flooring works of the 2nd floor : 100 percent progress
- column works of the 2nd floor : 100 percent progress

Installation of precast walls within the 2nd floor is ongoing.

8-floor residential building No.7: Building A-07

The overall building progress is 7.91 percent as the following details:

- foundation piling works : 100 percent progress
- column works of the 1st floor : 100 percent progress
- placement of beams on the 1st floor : 100 percent progress
- flooring works of the 1st floor : 70 percent progress

Flooring works of the 1st floor are ongoing.



Nava Nakorn Industrial Estate Nakhornratchasima

The Nava Nakorn Industrial Estate Nakhornratchasima has been declared an Industrial Estate by the Ministry of Industry's Announcement (B.E. 2548) dated 20 June 2005 under the name of Nava Nakorn Industrial Estate (Nakhornratchasima), which is a new industrial estate. It is built on the total land area of about 1,903 rais in Na-Klang Sub-District, Soongnern District, Nakhornratchasima province.

Currently, in Nakhornratchasima province there are approximately 2,000 factories. It is the location of the highest investment in the Northeastern part of Thailand. Most of investments are in electronics, metal parts, machinery, and transportation equipment.

Nakhornratchasima province is in a strategic location in central I-Saan and as a result it has better positioning in term of logistics and land transportation, throughout I-Saan and other parts of Thailand. Furthermore, it has an open gateway to the Eastern Sea Board and it is the Gateway to Indo-China. So it has received much investment from international investors continually. There is readiness in term of basic public utility and infrastructures supporting industrial capacity with such favorable factors like skilled labor that is cheaper than the Bangkok Metropolitan area, as well as a source of raw water from Lum-Ta-Kong Dam, electric substation inside the Nava Nakorn Industrial Estate, and container yard (CY Kut-gik).

Nava Nakorn Industrial Estate Nakhornratchasima has readiness in basic public utilities systems including water, electric, and roads around the Estate area per to the Provincial Development plan. At present, there are various governmental projects that are in favor of the operation. This resulted in Nava Nakorn Industrial Estate Nakhornratchasima is being in close location to the interchange of the ring road project which is partially completed to the distance of 17 kilometers connecting with National Highway 304. This road is already open for public.

The Industrial Estate has an access to Motorway 6 (Bangpa-In to Nakhornratchasima). Furthermore, there are construction of roads which supports strategic logistics-route intersection state highway 24, Kud-gik train station, and construction of high speed train. Hence, it has convenient transportation and commuting and this could lead to future savings on transportation generally.

Currently, Nava Nakorn Industrial Estate Nakhornratchasima provides public utilities that meet the ISO 9001-2000 standard from

Management System Certification Institute (MSCI) and they are improving the systems to raise it to the ISO 14001- 2004 standard.

Currently, Nava Nakorn Industrial Estate Nakhornratchasima has readiness in term of basic public utilities system. The initial project land area was about 1,175 rais. Later, from 2003 to 2005 to 2005, the Company acquired 728 rais more into the Estate. Therefore, the total project land area and there are about 1,379 rais as land for sale area. The project areas can be classified as followed:

- Industrial Zone about 1,263 rais or 66% of the total area
- Commercial Zone about 116 rais or 6% of the total area
- Green and Infrastructure Zone about 524 rais or 28% of the total area

Nava Nakorn Industrial Estate Nakhornratchasima receives maximum special privileges from BOI as follows:

Special Privileges from BOI (Zone3)

1. Exemption of import duty on machinery
2. Corporate income tax exemption for 8 years
3. Reduction in corporate tax on net profit from the investment 50% from the normal rate for 5 years starting from the date that pass corporate income tax exemption period
4. Exemption of import duty on raw or essential materials used in the manufacturing of export products for 5 years
5. Deduction of two times the actual transportation, electric, and water expenses for up to 10 years
6. Deduction from net profit of 25 % of the project's infrastructure installation or construction costs in the promoted investment

Infrastructures and Facilities

Roads Inside the Estate

The main road is connected to the Mittraphab Road km 231. The main road in Nava Nakorn Industrial Estate Nakhornratchasima is four-lanes with road marks at 40 meters and 30 meters. The secondary road is two-lanes with road marks at 26 meters and 30 meters. These are standard steel reinforced concrete with two meters asphaltic concrete shoulder on each side.



Club House – Office

Club house office building is for providing convenient to operators as well as for the Estate visitors. The area covers more than 2,000 square meter. There are meeting and function rooms, rental office, banks, and shops for shops for satisfying future customer demand.

Industrial Water Processing Systems

The industrial water processing system has a total capacity of 20,000 cubic meters when all the three phases are completed. At present, it is in phase 1 with the production capacity of 5,000 cubic meters per day. The project also has reservoir with capacity of 1,000,000 cubic meters in order to give more confidence to customers and operators who are interested in the project.

Electrical Systems

Provincial Electricity Authority (PEA) established a substation with 2x50 MVA inside the Nava Nakorn Industrial Estate Nakornratchasima. This substation has the capacity to distribute electricity in the Estate with both 22 KV and 115 KV transmissions. At present, the volume is 4-5 megawatts. It is adequately serving the customers' demand.

Telecommunication Systems Inside Nava Nakorn Industrial Estate Nakornratchasima

The telephone network in Nava Nakorn Industrial Estate Nakornratchasima is serviced by 3BB and TT&T. The natures of services are as followed:

- TT&T provides telephone and facsimile services.
- 3BB provides, telephone, facsimile, high-speed internet, high-speed data, and rental network services.
- Network is connected by Optic fiber Cable to provide the service for telephone and high-speed data communication.
- It can accommodate various type of connections depending on the service speeds such as IP-VPN(3BB Leased Line) to connect network between branches, data communication through the Internet (3BB Internet Leased Line). It can accommodate the service speed from 64 Kbps up to 100 Mbps.
- Can communicate with any point in the organization (Any to Any Connectivity within enterprise).
- Guaranteed the determined quality of services by 3 BB.
- Has monitoring systems in order to notify customers when there is problem for a timely resolve of issue.
- Has specific team assigned to analyze and solve problems for customers when arise.

Rainfall Drainage and Flood Prevention Systems

There is a 2-2.5 meters height soil embankment as well as rainfall drainage pipe on both sides of the road around the Estate. Also, there are four flood prevention pump stations.

Wastewater Treatment Systems

The "Activated Sludge Extended Aeration" wastewater treatment system is used and it can handle a maximum capacity of 8,000 cubic meters of per day when all three phases of construction are completed. At present, the maximum capacity of wastewater treatment is at 300 cubic meters per day. The capacity can be extended to 2,000 cubic meters per day according to the increasing volume of wastewater.

Waste Disposal Systems

GENCO Company manages both hazardous and non-hazardous wastes. Designated staff of Nava Nakorn Industrial Estate Nakornratchasima collects and manages community trash. The Estate sets aside more than 1,000 cubic meters for a waste transfer station.

Security Systems

There are security guards on duty 24 hours a day. Furthermore, there are CCTV systems in important points around the Estate that can record activities for up to 45 days.



Audit report of Certified Public Accountant

To the shareholders of Nava Nakorn Public Company Limited

I have audited the accompanying statements of financial position in which the equity method is applied and separate statements of financial position of Nava Nakorn Public Company Limited as at 31 December 2011 and 2010, and the related statements of comprehensive income, changes in equity and cash flows for the years then ended. The Company's management is responsible for the correctness and completeness of information presented in these financial statements. My responsibility is to express an opinion on these financial statements based on my audits.

Except as described in the following paragraph, I conducted my audits in accordance with generally accepted auditing standards. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audits provide a reasonable basis for my opinion.

As described in note 3 to the financial statements, the Company's operations in Phatumthani Province have been affected by the unusually severe flooding in parts of Thailand and services had stopped during mid of October - mid of December 2011. The management, insurers and loss adjusters are in the process of determining the actual damage and assessing the amount of loss suffered by the Company. Management believes that losses consequent to flood damage will be covered by the Company's insurance policies. The financial statements for the year ended 31 December 2011 do not include any adjustments that might have been required had the assessment of the amount of loss suffered by the Company been completed. Such adjustments enter into the determination of financial position, results of operations and cash flows.

In my opinion, except for the effects on the 2011 financial statements of such adjustments, if any, as might have been determined to be necessary had I been able to satisfy myself on the matters described in the preceding paragraph, the financial statements referred to above present fairly, in all material respects, the financial positions of Nava Nakorn Public Company Limited as at 31 December 2011 and 2010 and the results of its operations and its cash flows for the years then ended in accordance with Financial Reporting Standards.

As explained in notes 2 and 4 to the financial statements, with effect from 1 January 2011 the Company has adopted certain new and revised financial reporting standards. The financial statements for the year ended 31 December 2010 have been restated accordingly.

(Vannaporn Jongperadechanon)
Certified Public Accountant
Registration No. 4098

KPMG Phoomchai Audit Ltd.
Bangkok
28 February 2012

Statements of financial position

Nava Nakorn Public Company Limited

As at 31 December 2011 and 2010

(in Baht)					
		At Equity method		At Cost method	
Assets	Note	2011	2010	2011	2010
			(Restated)		(Restated)
Current assets					
Cash and cash equivalents	7	163,410,333	231,521,036	163,410,333	231,521,036
Trade accounts receivable	6, 8	6,793,086	46,777,248	6,793,086	46,777,248
Unbilled service income		10,691,546	12,309,827	10,691,546	12,309,827
Real estate projects under development	4(d), 9	1,754,401,750	1,782,637,737	1,754,401,750	1,782,637,737
Short-term loans to related party	6	9,000,000	18,000,000	9,000,000	18,000,000
Other current assets	6, 10	37,530,939	9,001,151	37,530,939	9,001,151
Total current assets		1,981,827,654	2,100,246,999	1,981,827,654	2,100,246,999
Non-current assets					
Deposits at banks used as collateral	7, 15	28,744,274	8,119,610	28,744,274	8,119,610
Investment in an associated company	11	23,557,573	1,200,000	24,600,000	1,200,000
Long-term investments	12	4,274,947	4,274,947	4,274,947	4,274,947
Investment properties	4(f), 13	259,851,449	220,288,959	259,851,449	220,288,959
Property, plant and equipment	14	1,467,420,980	1,394,839,177	1,467,420,980	1,394,839,177
Other non-current assets		8,240,335	4,997,064	8,240,335	4,997,064
Total non-current assets		1,792,089,558	1,633,719,757	1,793,131,985	1,633,719,757
Total assets		3,773,917,212	3,733,966,756	3,774,959,639	3,733,966,756

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

Statements of financial position

Nava Nakorn Public Company Limited

As at 31 December 2011 and 2010

(in Baht)					
Liabilities and equity	Note	At Equity method		At Cost method	
		2011	2010	2011	2010
			(Restated)		(Restated)
Current liabilities					
Bank overdrafts	15	2,197,800	21,329,045	2,197,800	21,329,045
Trade accounts payable	6, 16	64,658,543	64,412,448	64,658,543	64,412,448
Advance rental receipt from customer	17	154,790,323	160,790,323	154,790,323	160,790,323
Current portion of long-term borrowings from					
financial institutions	15	267,476,451	153,292,134	267,476,451	153,292,134
Current portion of finance lease liabilities	15	8,601,289	9,878,635	8,601,289	9,878,635
Income tax payable		-	21,302,835	-	21,302,835
Other current liabilities	4(d), 18	186,054,760	114,035,629	186,054,760	114,035,629
Total current liabilities		683,779,166	545,041,049	683,779,166	545,041,049
Non-current liabilities					
Retention		19,919,185	14,738,069	19,919,185	14,738,069
Long-term borrowings from financial institutions	15	536,642,127	714,590,169	536,642,127	714,590,169
Finance lease liabilities	15	7,448,157	10,151,758	7,448,157	10,151,758
Employee benefit obligations	4(e), 19	10,824,623	-	10,824,623	-
Total non-current liabilities		574,834,092	739,479,996	574,834,092	739,479,996
Total liabilities		1,258,613,258	1,284,521,045	1,258,613,258	1,284,521,045
Equity					
Share capital					
Authorised share capital	20	2,247,083,295	2,247,083,295	2,247,083,295	2,247,083,295
Issued and paid-up share capital		1,508,072,530	1,450,055,530	1,508,072,530	1,450,055,530
Received from warrants exercised	21	13,340,000	-	13,340,000	-
Premium on ordinary shares	22	283,563,867	283,563,867	283,563,867	283,563,867
Retained earnings					
Appropriated - legal reserve	22	86,826,499	84,401,742	86,826,499	84,401,742
Unappropriated		623,501,058	631,424,572	624,543,485	631,424,572
Total equity		2,515,303,954	2,449,445,711	2,516,346,381	2,449,445,711
Total liabilities and equity		3,773,917,212	3,733,966,756	3,774,959,639	3,733,966,756

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

Statements of comprehensive income

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010

		(in Baht)			
	Note	At Equity method		At Cost method	
		2011	2010 (Restated)	2011	2010 (Restated)
Income	6				
Revenue from sale of real estate development projects	4(d)	497,552,125	477,428,700	497,552,125	477,428,700
Revenue from rendering of services		429,155,243	527,784,924	429,155,243	527,784,924
Rental income	17	17,461,760	15,816,841	17,461,760	15,816,841
Interest income		2,588,009	885,168	2,588,009	885,168
Dividend income		400,140	215,460	400,140	215,460
Other income	24	14,293,996	47,622,163	14,293,996	47,622,163
Total income		961,451,273	1,069,753,256	961,451,273	1,069,753,256
Expenses	6				
Cost of sale of real estate development projects	4(d)	187,731,845	221,110,472	187,731,845	221,110,472
Cost of rendering of services	25	367,149,911	335,741,037	367,149,911	335,741,037
Selling expenses	4(d), 26	51,695,969	32,927,295	51,695,969	32,927,295
Administrative expenses	4(e), 27	210,256,274	204,249,095	210,256,274	204,249,095
Finance costs	30	44,744,221	48,017,533	44,744,221	48,017,533
Total expenses		861,578,220	842,045,432	861,578,220	842,045,432
Share of net loss in equity - accounted investees					
Associate	11	1,042,427	-	-	-
Total		1,042,427	-	-	-
Profit before income tax expense		98,830,626	227,707,824	99,873,053	227,707,824
Income tax expense	31	50,335,493	48,325,888	50,335,493	48,325,888
Profit for the year		48,495,133	179,381,936	49,537,560	179,381,936
Other comprehensive income		-	-	-	-
Total comprehensive income for the year		48,495,133	179,381,936	49,537,560	179,381,936
Earnings per share (Baht)	33				
Basic earnings per share (in Baht)		0.033	0.15	0.033	0.15
Diluted earnings per share (in Baht)		0.028	0.15	0.028	0.15

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

Statements of changes in equity

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010

(in Baht)						
		At Equity method				
	Note	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Total equity
				Legal reserve	Unappropriated	
Balance at 1 January 2010						
- as reported		1,126,821,820	283,563,867	75,086,806	554,342,558	2,039,815,051
Impact of changes in accounting policies	4(a)	-	-	-	(1,181,982)	(1,181,982)
Balance at 1 January 2010 - restated		1,126,821,820	283,563,867	75,086,806	553,160,576	2,038,633,069
Transactions with owners, recorded directly in equity						
Contributions by and distributions to owners of the Company						
Legal reserve	22	-	-	9,314,936	(9,314,936)	-
Increase of new shares	20	323,233,710	-	-	-	323,233,710
Dividends	34	-	-	-	(91,803,004)	(91,803,004)
Total contributions by and distributions to owners of the Company		323,233,710	-	9,314,936	(101,117,940)	231,430,706
Comprehensive income for the year						
Profit - restated		-	-	-	179,381,936	179,381,936
Total comprehensive income for the year		-	-	-	179,381,936	179,381,936
Balance at 31 December 2010		1,450,055,530	283,563,867	84,401,742	631,424,572	2,449,445,711

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

Statements of changes in equity

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010

(in Baht)						
		At cost method				
	Note	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Total equity
				Legal reserve	Unappropriated	
Balance at 1 January 2010						
- as reported		1,126,821,820	283,563,867	75,086,806	554,342,558	2,039,815,051
Impact of changes in accounting policies	4(a)	-	-	-	(1,181,982)	(1,181,982)
Balance at 1 January 2010 - restated						
		1,126,821,820	283,563,867	75,086,806	553,160,576	2,038,633,069
Transactions with owners, recorded directly in equity						
Contributions by and distributions to owners of the Company						
Legal reserve	22	-	-	9,314,936	(9,314,936)	-
Increase of new shares	20	323,233,710	-	-	-	323,233,710
Dividends	34	-	-	-	(91,803,004)	(91,803,004)
Total contributions by and distributions to owners of the Company						
		323,233,710	-	9,314,936	(101,117,940)	231,430,706
Comprehensive income for the year						
Profit - restated		-	-	-	179,381,936	179,381,936
Total comprehensive income for the year						
		-	-	-	179,381,936	179,381,936
Balance at 31 December 2010						
		1,450,055,530	283,563,867	84,401,742	631,424,572	2,449,445,711

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

Statements of changes in equity

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010

(in Baht)

	Note	At Equity method					Total equity
		Issued and paid-up share capital	Received from warrants exercised	Premium on ordinary shares	Retained earnings		
					Legal reserve	Unappropriated	
Balance at 31 December 2010 - as reported		1,450,055,530	-	283,563,867	84,401,742	639,523,337	2,457,544,476
Impact of changes in accounting policies	4(a)	-	-	-	-	(8,098,765)	(8,098,765)
Balance at 31 December 2010 - Restated		1,450,055,530	-	283,563,867	84,401,742	631,424,572	2,449,445,711
Impact of changes in accounting policies	4(a)	-	-	-	-	(9,059,214)	(9,059,214)
Balance at 1 January 2011		1,450,055,530	-	283,563,867	84,401,742	622,365,358	2,440,386,497
Transactions with owners, recorded directly in equity							
Contributions by and distributions to owners of the Company							
Received from warrants exercised	21	-	13,340,000	-	-	-	13,340,000
Transfer to legal reserve	22	-	-	-	2,424,757	(2,424,757)	-
Increase of new shares	20	58,017,000	-	-	-	-	58,017,000
Dividends	34	-	-	-	-	(44,934,676)	(44,934,676)
Total contributions by and distributions to owners of the Company		58,017,000	13,340,000	-	2,424,757	(47,359,433)	26,422,324
Comprehensive income for the year							
Profit		-	-	-	-	48,495,133	48,495,133
Total comprehensive income for the year		-	-	-	-	48,495,133	48,495,133
Balance at 31 December 2011		1,508,072,530	13,340,000	283,563,867	86,826,499	623,501,058	2,515,303,954

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

Statements of changes in equity

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010



(in Baht)

	Note	At cost method					Total equity
		Issued and paid-up share capital	Received from warrants exercised	Premium on ordinary shares	Retained earnings		
					Legal reserve	Unappropriated	
Balance at 31 December 2010 – as reported		1,450,055,530	-	283,563,867	84,401,742	639,523,337	2,457,544,476
Impact of changes in accounting policies	4(a)	-	-	-	-	(8,098,765)	(8,098,765)
Balance at 31 December 2010 – Restated		1,450,055,530	-	283,563,867	84,401,742	631,424,572	2,449,445,711
Impact of changes in accounting policies	4(a)	-	-	-	-	(9,059,214)	(9,059,214)
Balance at 1 January 2011		1,450,055,530	-	283,563,867	84,401,742	622,365,358	2,440,386,497
Transactions with owners, recorded directly in equity							
Contributions by and distributions to owners of the Company							
Received from warrants exercised	21	-	13,340,000	-	-	-	13,340,000
Transfer to legal reserve	22	-	-	-	2,424,757	(2,424,757)	-
Increase of new shares	20	58,017,000	-	-	-	-	58,017,000
Dividends	34	-	-	-	-	(44,934,676)	(44,934,676)
Total contributions by and distributions to owners of the Company		58,017,000	13,340,000	-	2,424,757	(47,359,433)	26,422,324
Comprehensive income for the year							
Profit		-	-	-	-	49,537,560	49,537,560
Total comprehensive income for the year		-	-	-	-	49,537,560	49,537,560
Balance at 31 December 2011		1,508,072,530	13,340,000	283,563,867	86,826,499	624,543,485	2,516,346,381

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

Statements of cash flows

Nava Nakorn Public Company Limited

For years the ended 31 December 2011 and 2010

(in Baht)					
		At Equity method		At Cost method	
	Note	2011	2010	2011	2010
			(Restated)		(Restated)
Cash flows from operating activities					
Profit for the year		48,495,133	179,381,936	49,537,560	179,381,936
Adjustments for					
Allowance for doubtful accounts	8	6,328,488	157,473	6,328,488	157,473
Reversal of allowance for impairment losses		(976,998)	(38,316,450)	(976,998)	(38,316,450)
Provision for legal claims		69,650	69,650	69,650	69,650
Depreciation charges		119,850,912	125,989,587	119,850,912	125,989,587
Rental income	17	(6,000,000)	(6,000,000)	(6,000,000)	(6,000,000)
Interest income		(2,588,009)	(885,168)	(2,588,009)	(885,168)
Dividends income		(400,140)	(215,460)	(400,140)	(215,460)
Finance costs		44,744,221	48,017,533	44,744,221	48,017,533
Employee benefits	19	1,765,409	-	1,765,409	-
Gain on disposal of property, plant and equipment		(1,692,942)	(1,911,217)	(1,692,942)	(1,911,217)
Write-off of property, plant and equipment		-	14,369	-	14,369
Share of loss of equity-accounted investees	11	1,042,427	-	-	-
Income tax expense		50,335,493	48,325,888	50,335,493	48,325,888
		260,973,644	354,628,141	260,973,644	354,628,141
Changes in operating assets and liabilities					
Trade accounts receivable		39,984,162	(3,826,808)	39,984,162	(3,826,808)
Unbilled service income		1,618,282	(393,270)	1,618,282	(393,270)
Real estate profits under development		28,235,987	54,959,329	28,235,987	54,959,329
Other current assets		(28,453,634)	17,790,758	(28,453,634)	17,790,758
Other non-current assets		(3,243,271)	(2,096,679)	(3,243,271)	(2,096,679)
Trade accounts payable		246,095	(43,750,150)	246,095	(43,750,150)
Other current liabilities		72,019,131	21,239,033	72,019,131	21,239,033
Income tax paid		(87,198,870)	(30,316,473)	(87,198,870)	(30,316,473)
Net cash from operating activities		284,181,526	368,233,881	284,181,526	368,233,881

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

Statements of cash flows

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010

(in Baht)					
		At Equity method		At Cost method	
	Note	2011	2010	2011	2010
			(Restated)		(Restated)
Cash flows from investing activities					
Deposits at banks used as collateral		(20,624,664)	(8,119,610)	(20,624,664)	(8,119,610)
Interest received		191,644	813,784	191,644	813,784
Dividends received		400,140	215,460	400,140	215,460
Loans to related party		-	(18,000,000)	-	(18,000,000)
Proceeds from collection on loans to related party		9,000,000	6,000,000	9,000,000	6,000,000
Purchase of investments in an associated company		(24,000,000)	(1,200,000)	(24,000,000)	(1,200,000)
Sale of investments in an associated company		600,000	-	600,000	-
Sale of property, plant and equipment		2,036,000	4,617,033	2,036,000	4,617,033
Purchases of property, plant and equipment		(155,440,796)	(57,595,928)	(155,440,796)	(57,595,928)
Purchases of investment properties		(41,945,713)	(11,975,434)	(41,945,713)	(11,975,434)
Net cash used in investing activities		(229,783,389)	(85,244,695)	(229,783,389)	(85,244,695)
Cash flows from financing activities					
Finance costs paid		(53,913,860)	(60,969,864)	(53,913,860)	(60,969,864)
Dividends paid		(44,934,676)	(91,803,004)	(44,934,676)	(91,803,004)
Decrease in bank overdrafts		(19,131,245)	(3,121,132)	(19,131,245)	(3,121,132)
Finance lease payments		(12,122,334)	(16,693,846)	(12,122,334)	(16,693,846)
Proceeds from borrowings		118,592,447	701,775,980	118,592,447	701,775,980
Repayment of borrowings		(182,356,172)	(914,394,943)	(182,356,172)	(914,394,943)
Received from warrants exercised		13,340,000	-	13,340,000	-
Received from increasing of new shares		58,017,000	323,233,710	58,017,000	323,233,710
Net cash used in financing activities		(122,508,840)	(61,973,099)	(122,508,840)	(61,973,099)
Net increase (decrease) in cash and cash equivalents					
Cash and cash equivalents at 1 January		231,521,036	10,504,949	231,521,036	10,504,949
Cash and cash equivalents at 31 December	7	163,410,333	231,521,036	163,410,333	231,521,036

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

Statements of cash flows

Nava Nakorn Public Company Limited

For the years ended 31 December 2011 and 2010

<i>(in Baht)</i>				
	At Equity method		At Cost method	
	2011	2010	2011	2010
		(Restated)		(Restated)
Supplemental disclosures of cash flows information:				
Property, plant and equipment purchased during the year are detailed as follows:				
Increase in property, plant and equipment during the year	189,620,710	67,856,741	189,620,710	67,856,741
Less - payables on purchase of property, plant equipment	(25,112,289)	(67,945)	(25,112,289)	(67,945)
- capitalised interest	(926,239)	-	(926,239)	-
- payables on property, plant and equipment purchased by entering into finance lease contracts	(8,141,386)	(10,192,868)	(8,141,386)	(10,192,868)
Purchase of property, plant and equipment paid by cash	155,440,796	57,595,928	155,440,796	57,595,928
Investment properties purchased during the year are detailed as follows:				
Increase in investment properties during the year	42,682,488	14,109,051	42,682,488	14,109,051
Less - capitalised interest	(736,775)	(2,133,617)	(736,775)	(2,133,617)
Purchase of investment properties paid by cash	41,945,713	11,975,434	41,945,713	11,975,434

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



Notes to the financial statements

These notes form an integral part of the financial statements.

The financial statements issued for Thai Statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 28 February 2012.

1 General information

Nava Nakorn Public Company Limited, the “Company”, is incorporated in Thailand and has its registered head office and branch offices as follows:

Head office	:	999 Moo 13, Phaholyothin Road, Tambol Klong Nueng, Amphur Klong Luang, Phathumthani 12120, Thailand
1 st branch office	:	83 C.B. House Building, Amnuaysongkram Road, Kwang Tanonnakornchaisi, Khet Dusit, Bangkok 10300, Thailand
2 nd branch office	:	999/1 Mittraphap Road (Km. 231) Moo 1, Tambol Naklang, Amphur Soongnuen, Nakhon Ratchasima 30380, Thailand

The Company was listed on the Stock Exchange of Thailand on 18 May 2004.

The Company’s major shareholder during the financial period was NEP Realty and Industry Public Company Limited (incorporated in Thailand), which owned 23.60% of the Company’s share capital as at 31 December 2011 (31 December 2010: 24.55%).

The principal businesses of the Company are the development of property and industrial estate projects for trading and leasing, and providing utilities and other facilities services in the industrial estates.

2 Basis of preparation of the financial statements

(a) *Statement of compliance*

The financial statements are prepared in accordance with Thai Accounting Standards (TFRS) and guidelines promulgated by the Federation of Accounting Professions (“FAP”), and applicable rules and regulations of the Thai Securities and Exchange Commission.

During 2010 and 2011, the FAP issued the following new and revised TFRS relevant to the Company’s operations and effective for accounting periods beginning on or after 1 January 2011:

TFRS	Topic
TAS 1 (revised 2009)	Presentation of Financial Statements
TAS 2 (revised 2009)	Inventories
TAS 7 (revised 2009)	Statement of Cash Flows
TAS 8 (revised 2009)	Accounting Policies, Changes in Accounting Estimates and Errors
TAS 10 (revised 2009)	Events after the Reporting Period
TAS 16 (revised 2009)	Property, Plant and Equipment
TAS 17 (revised 2009)	Leases
TAS 18 (revised 2009)	Revenue
TAS 19	Employee Benefits
TAS 23 (revised 2009)	Borrowing Costs
TAS 24 (revised 2009)	Related Party Disclosures
TAS 28 (revised 2009)	Investments in Associates
TAS 33 (revised 2009)	Earnings per Share
TAS 34 (revised 2009)	Interim Financial Reporting
TAS 36 (revised 2009)	Impairment of Assets
TAS 37 (revised 2009)	Provisions, Contingent Liabilities and Contingent Assets
TAS 38 (revised 2009)	Intangible Assets
TAS 40 (revised 2009)	Investment Property

The adoption of these new and revised TFRS has resulted in changes in the Company's accounting policies. The effects of these changes are disclosed in note 4.

In addition to the above new and revised TFRS, the FAP has issued during 2010 a number of other new and revised TFRS which are expected to be effective for financial statements beginning on or after 1 January 2013 and have not been adopted in the preparation of these financial statements. These new and revised TFRS are disclosed in note 41.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis.

(c) Presentation currency

The financial statements are presented in Thai Baht. All financial information presented in Thai Baht has been rounded to the nearest thousand unless otherwise stated.

(d) Use of estimates and judgements

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which estimates are revised and in any future periods affected.



Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is included in the following note:

NOTE 3 Impact of severe flooding in Thailand

NOTE 19 Measurement of defined benefit obligations

3 Impact of severe flooding in Thailand

The Company's operations in Phatumthani Province have been affected by the unusually severe flooding in parts of Thailand and services had stopped during mid of October - mid of December 2011. On 15 February 2012, the Company and loss surveyor claimed the loss assessment to insurance companies in the amount of Baht 209 million and the insurance companies informed the Company that these claims are under consideration and investigation. The book value of flooded area assets at the Phatumthani industrial estate as at 31 December 2011 recorded in the statement of financial position amounted to approximately Baht 1,087 million and revenue generated from operations at the Nava Nakorn Industrial Promotion, Phatumthani province recorded in the statement of comprehensive income for last quarter before flooding amounted to approximately Baht 147 million. Currently, the management, insurers and loss adjusters are in the process of determining the actual damage and assessing the amount of loss suffered by the Company. Management believes that losses consequent to flood damage will be covered by the Company's insurance policies. For 2011, the Company recorded flood related expenses of approximately Baht 11 million. The financial statements for the year ended 31 December 2011 do not include any adjustments that might have been required had the assessment of the amount of loss suffered by the Company been completed.

4 Changes in accounting policies

(a) *Overview*

From 1 January 2011, consequent to the adoption of new and revised TFRS as set out in note 2, the Company has changed its accounting policies in the following areas:

- Presentation of financial statements
- Accounting for property, plant and equipment
- Accounting for revenue
- Accounting for employee benefits
- Accounting for investment properties

Details of the new accounting policies adopted by the Company and the impact of the changes on the financial statements are included in notes 4(b) to 4(f) below. The impact of the changes on the 2011 and 2010 financial statements is summarised as follows:

		<i>(in thousand Baht)</i>
2010 financial statements	Note	
Statement of financial position		
Equity at 31 December 2009 - as reported		2,039,815
Changes adjusted retrospectively as a result of the adoption of:		
TAS 18 Revenue	4(d)	(1,182)
Equity at 31 December 2009 - restated		2,038,633
Statement of comprehensive income for the year ended 31 December 2010		
Profit before income tax expense - as reported		234,625
Changes before income tax expense adjusted retrospectively as a result of adoption of:		
TAS 18 Revenue	4(d)	(6,917)
Profit before income tax expense - restated		227,708
Income tax expense - as reported		(48,326)
Profit - restated		179,382
Decrease in earnings per share (in Baht)		
- Basic		(0.006)
- Diluted		(0.006)
2011 financial statements		
Statement of financial position		
Equity at 31 December 2010 - as reported		2,457,545
Changes as a result of the adoption retrospectively of:		
TAS 18 Revenue	4(d)	(8,099)
Equity at 31 December 2010 - restated		2,449,446
Changes adjusted prospectively as a result of the adoption of:		
TAS 19 Employee Benefits	4(e)	(9,059)
Equity at 1 January 2011		2,440,387

(b) Presentation of financial statements

From 1 January 2011, the Company has adopted TAS 1 Presentation of Financial Statements (Revised 2009). Under the revised standard, a set of financial statements comprises:



- Statement of financial position;
- Statement of comprehensive income;
- Statement of changes in equity;
- Statement of cash flows; and
- Notes to the financial statements.

As a result, the Company presents all owner changes in equity in the statement of changes in equity and all non-owner changes in equity in the statement of comprehensive income. Previously, all such changes were included in the statement of changes in equity.

Comparative information has been re-presented so that it also is in conformity with the revised standard. Since the change in accounting policy only impacts presentation aspects, there is no impact on reported profit or earnings per share.

(c) *Accounting for property, plant and equipment*

From 1 January 2011, the Company has adopted TAS 16 (revised 2009) Property, Plant and Equipment in determining and accounting for the cost and depreciable amount of property, plant and equipment.

The principal changes introduced by the revised TAS 16 and affecting the Company are that (i) the depreciation charge has to be determined separately for each significant part of an asset; (ii) in determining the depreciable amount, the residual value of an item of property, plant and equipment has to be measured at the amount estimated receivable currently for the asset if the asset were already of the age and in the condition expected at the end of its useful life. Furthermore, the residual value and useful life of an asset have to be reviewed at least at each financial year-end.

The changes have been applied prospectively in accordance with the transitional provisions of the revised standard. The changes have had no material impact on the profit and earnings per share for the years ended 31 December 2011 and 2010.

(d) *Accounting for revenue*

From 1 January 2011, the Company has adopted TAS 18 Revenue.

The Company previously recognised revenue from the sale of land development for sale on installment basis. Accordingly, from 1 January 2011, the Company has changed its accounting policy for recognising revenue from the sale of land development for sale from the installment method to the completed contract method. The effects of this change are recognised retrospectively in the financial statements and the 2010 financial statements, which are included in the Company's 2011 financial statements for comparative purposes, have been adjusted accordingly. The impact of the change on the 2011 and 2010 financial statements was as follows:

(in thousand Baht)

	31 December 2011	31 December 2010 and 1 January 2011
Statement of financial position		
Adjustment to remove profit recognised to date on uncompleted contracts		
(Increase) in current liabilities	(43,462)	(41,481)
(Decrease) increase in real estate projects under development	(1,036)	33,382
(Decrease) in retained earnings	(44,498)	(8,099)

(in thousand Baht)

	31 December 2010	31 December 2009 and 1 January 2010
Statement of financial position		
Adjustment to remove profit recognised to date on uncompleted contracts		
(Increase) in current liabilities	(41,481)	(3,685)
Increase in real estate projects under development	33,382	2,503
(Decrease) in retained earnings	(8,099)	(1,182)

(in thousand Baht)

	2011	2010
Statement of comprehensive income for the years ended 31 December		
Adjustment to remove profit recognised during the year on uncompleted contracts during the year	(36,399)	(6,917)
(Decrease) in profit before income tax expense	(36,399)	(6,917)
(Decrease) in income tax expense	-	-
(Decrease) in profit	(36,399)	(6,917)
(Decrease) in earnings per share:		
- Basic earnings per shares (in Baht)	(0.024)	(0.006)
- Diluted earnings per shares (in Baht)	(0.021)	(0.006)



(e) Accounting for employee benefits

From 1 January 2011, the Company has adopted TAS 19 Employee Benefits.

Under the new policy, the Company's liability for post-employment benefits and other long-term employee benefit obligation is recognised in the financial statements based on calculations performed annually by a qualified actuary using the projected unit credit method. Previously, this liability was recognised as and when payments were made.

The Company's liability for post employment benefit obligations as at 1 January 2011 has been determined to be Baht 9.06 million. The Company has opted to record the entire amount of this liability as an adjustment to retained earnings as at 1 January 2011, in accordance with the transitional provisions of TAS 19. The impact on the 2011 financial statements was as follows:

(in thousand Baht)

Statement of financial position at 31 December 2011

Retained earnings at 31 December 2010 - as reported	639,523
Impact of changes in accounting policies — Revenue recognition	(8,099)
Balance at 31 January 2010 - restated	631,424
(Increase) in employee benefit obligations	(9,059)
Retained earnings at 1 January 2011	622,365

Statement of comprehensive income for the years ended 31 December 2011

Increase in employee expenses resulting in:	
(Increase) in administrative expenses	(1,766)
(Decrease) in profit before income tax expense	(1,766)
Decrease in income tax expense	-
(Decrease) in profit	(1,766)
(Decrease) in earnings per share:	
- Basic earnings per share (in Baht)	(0.0012)
- Diluted earnings per share (in Baht)	(0.0010)

(f) Accounting for investment properties

From 1 January 2011, the Company has adopted TAS 40 (revised 2009) Investment Property.

Under the revised standard, investment property, defined as property owned to earn rentals; capital appreciation; or both, is disclosed in the financial statements separately from other property, plant and equipment and measured using either the cost model or the fair value model, with changes in fair value being recognised in profit or loss.

Previously, investment properties were included in property, plant and equipment and measured using the cost model.

The Company has selected the cost model for accounting for its investment properties under the revised standard. The change in accounting policy has been applied retrospectively and the financial statements for the year ended 31 December 2010, which are included in the Company's 2011 financial statements for comparative purposes, have been adjusted to reclassify investment properties from 'Property, plant and equipment' to a separate account, 'Investment property'. The cost and accumulated depreciation as at 1 January 2010 and 31 December 2010 of the Company's investment property previously included in property, plant and equipment, have been reclassified to a separate account, 'Investment property'. Apart from this reclassification, the change in policy has no material impact on the 2010 financial statements. From 1 January 2011, the depreciable amount and useful life of the investment property have been reassessed in accordance with the requirements of TAS 16 (Revised 2009) — see note 4(c). The changes in accounting policy in this regard have been applied prospectively in accordance with the transitional provisions of TAS 16 (Revised 2009), except that consideration of the costs of asset dismantlement, removal and restoration, have been applied retrospectively. The changes have had no material impact on profit and earnings per share for the years ended 31 December 2011 and 2010.

5 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except as explained in note 4, which addresses changes in accounting policies.

(a) *Cash and cash equivalents*

Cash and cash equivalents in the statement of cash flows comprise cash balances, call deposits and highly liquid short-term investments.

(b) *Trade and other accounts receivable*

Trade and other accounts receivable are stated at their invoice value less allowance for doubtful accounts.

The allowance for doubtful accounts is assessed primarily on analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

(c) *Real estate development projects*

Real estate development projects are projects for the development of properties with the intention of sale in the ordinary course of business. They are stated at the lower of cost or estimated net realisable value. Net realisable value represents the estimated selling price less costs to be incurred in selling the properties.



The cost of real estate development projects comprises specifically identified costs, including acquisition costs, development expenditure, borrowing costs and other related expenditure. Borrowing costs payable on loans funding real estate development projects are capitalised, on a specific identification basis, as part of the cost of the property until the completion of development.

(d) Investments

Investment in an associated company

Investment in an associated company in the financial statements of the Company is accounted for using the cost method.

Investments in equity securities

Equity securities which are not marketable are stated at cost less any impairment losses.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount is recognised in profit or loss.

(e) Investment properties

Investment properties are properties which are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment properties are stated at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, and other costs directly attributable to bringing the investment property to a working condition for its intended use and capitalised borrowing costs.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each property. The estimated useful lives are as follows:

Investment property	10 and 30 years
---------------------	-----------------

(f) Property, plant and equipment

Recognition and measurement

Owned assets

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income in profit or loss.

Leased assets

Leases in terms of which the Company substantially assumes all the risk and rewards of ownership are classified as finance leases. Property, plant and equipment acquired by way of finance leases is capitalised at the lower of its fair value and the present value of the minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to the profit or loss.

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Depreciation

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is charged to the statement of income on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives are as follows:



Buildings	20 years
Commercial buildings for rent	5 and 30 years
Water production for industry system	5, 10 and 25 years
Utilities systems	5, 10 and 25 years
Machinery and equipment	5 years
Furniture, fixtures and office equipment	3 and 5 years
Vehicles	5 years

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(g) Impairment

The carrying amounts of the Company's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The impairment loss is recognised in profit or loss.

Calculation of recoverable amount

The recoverable amount of a non-financial asset is the greater of the asset's value in use and fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss in respect of a financial asset is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised in profit or loss.

An impairment loss in respect of goodwill is not reversed. Impairment losses recognised in prior periods in respect of other non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(h) *Interest-bearing liabilities*

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowings on an effective interest basis.

(i) *Trade and other accounts payable*

Trade and other accounts payable are stated at cost.

(j) *Employee benefits*

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs are deducted. The discount rate is the yield at the reporting date on government bonds that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method.

The Company recognises all actuarial gains and losses arising from defined benefit plans in other comprehensive income and all expenses related to defined benefit plans in profit or loss.

Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits other than pension plans is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The discount rate is the yield at the reporting date on government bonds that have maturity dates approximating the terms of the Company's obligations. The calculation is performed using the projected unit credit method. Any actuarial gains and losses are recognised in profit or loss in the period in which they arise.



Termination benefits

Termination benefits are recognised as an expense when the Company is committed demonstrably, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the Company has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are payable more than 12 months after the reporting period, then they are discounted to their present value.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

(k) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

(l) Revenue

Real estate development projects

Sales of real estate development projects are recognised in profit or loss when the ownerships have been transferred to buyers.

Revenue from rendering of services and rental income

Revenue from rendering of services is recognised as services are provided.

Rental income from operating lease is all attributable to minimum lease payments and is recognised in the statement of income on a straight line basis over the term of the lease.

Dividend income

Dividend income is recognised in profit or loss on the date the Company's right to receive payments.

Interest income

Interest income is recognised in profit or loss as it accrues.

(m) Finance costs

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and contingent consideration.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

(n) Lease payments

Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense. Contingent rental are charged to the statement of income for the accounting period in which they are incurred.

(o) Income tax

Income tax on the profit or loss for the year comprises current tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

In determining the amount of current tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Company believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

(p) Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, for the effects of all dilutive potential ordinary shares, which comprise share options.



6 Related parties

For the purposes of these financial statements, parties are considered to be related to the Company if the Company has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decision, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with related parties were as follows:

Name of entities	Country of incorporation	Nature of relationships
NEP Realty and Industry Public Company Limited	Thailand	Major shareholder, 23.60% shareholding, and common directors
Nava Nakorn Electricity Generating Company Limited	Thailand	Associated company, the Company invests 29.99% and 59.50% shareholding in 2011 and 2010, respectively and common directors
Navanakorn International Guard Co., Ltd.	Thailand	Related company, the Company invests 15.08% shareholding
Sumisho Global Logistics (Thailand) Co., Ltd.	Thailand	Related company, the Company invests 1.71% shareholding
Nava Nakorn Medicare Co., Ltd.	Thailand	Common directors
Nava Nakorn Energy and Environ Co., Ltd.	Thailand	Common directors

Transactions	Pricing policies
Revenue from rendering of services	General market price
Interest income	Contractually agreed price
Security service expenses	Contractually agreed price

Significant transactions for the years ended 31 December 2011 and 2010 with related parties were as follows:

	<i>(in thousand Baht)</i>	
	2011	2010
Related parties		
Revenue from rendering of services	1,871	2,460
Interest income	722	607
Dividend income	400	215
Security service expense	26,665	28,751

In May 2011, the Company received dividend income from investments in a related party, Sumisho Global Logistics (Thailand) Co., Ltd. of Baht 13 per share, on 30,780 shares, amounting to Baht 0.4 million.

In May 2010, the Company received dividend income from investments in a related party, Sumisho Global Logistics (Thailand) Co., Ltd. of Baht 7 per share, on 30,780 shares, amounting to Baht 0.2 million.

Balances as at 31 December 2011 and 2010 with related parties were as follows:

	<i>(in thousand Baht)</i>	
	2011	2010
Trade accounts receivable to related party		
Nava Nakorn Medicare Co., Ltd.	-	129
Sumisho Global Logistics (Thailand) Co., Ltd.	-	66
Total	-	195

	<i>(in thousand Baht)</i>			
	Interest rate			
	2011	2010	2011	2010
	<i>(% per annum)</i>			
Short-term loans to related party				
NEP Realty and Industry Public				
Company Limited	6 - 6.50	6 - 6.50	9,000	18,000
Total			9,000	18,000

Movements during the years ended 31 December 2011 and 2010 of short-term loans to related party were as follows:

	<i>(in thousand Baht)</i>	
	2011	2010
Related party		
At 1 January	18,000	6,000
Increase	-	18,000
Decrease	(9,000)	(6,000)
At 31 December	9,000	18,000



	<i>(in thousand Baht)</i>	
	2011	2010
Other receivables (included in other current assets)		
Related party		
NEP Realty and Industry Public Company Limited	298	298
Trade account payable		
Related party		
Navanakorn International Guard Co., Ltd.	1,899	2,612

	<i>(in thousand Baht)</i>	
	2011	2010
Key management personnel compensation		
Key management personnel compensation for the years ended	298	298
31 December 2011 and 2010 comprised:		
Short-term employee benefits	27,182	25,534
Termination benefits	-	5,886
Other long-term benefits	942	-
Total	28,124	31,420

Significant agreements with related parties

The Company has security service agreements with a related party, Navanakorn International Guard Co., Ltd. Under the terms of the agreements, the Company is committed to pay a monthly security service fee at the rates stipulated in the agreements.

The Company has pledged a savings account of Baht 8.1 million as collateral for a letter of guarantee issued by a bank to Nava Nakorn Electricity Generating Company Limited with a local bank.

The Company has signed the shareholder Agreement to investment in Nava Nakorn Electricity Generating Company Limited with PTT Public Company Limited and Ratchaburi Electricity Generating Holding Public Limited on May 30, 2011 in proportion of holding 30, 30 and 40, respectively. Presently Nava Nakorn Electricity Generating Company Limited has registered capital of Baht 2 million consists of 200,000 ordinary shares at par value of Baht 10 each.

At the Board of Director's Meeting of NEP Realty and Industry Public Co., Ltd held on 15 March 2011, it was resolved that the company purchase land of Baht 25.82 million from the Company at Nava Nakorn Industrial Estate in Nakhon Ratchasima province.

7 Cash and cash equivalents

	<i>(in thousand Baht)</i>	
	2011	2010
Cash on hand	110	110
Cash at financial institutions - current accounts	4,403	14,243
Cash at financial institutions - savings accounts	158,897	217,168
Total	163,410	231,521

Cash and cash equivalents of the Company as at 31 December 2011 and 2010 were denominated entirely in Thai Baht.

8 Trade accounts receivable

		<i>(in thousand Baht)</i>	
	Note	2011	2010
Related parties	6	-	195
Other parties		17,976	51,436
Total		17,976	51,631
Less allowance for doubtful accounts		(11,183)	(4,854)
Net		6,793	46,777
Bad and doubtful debts expense for the year		6,328	157

Trade accounts receivable of the Company as at 31 December 2011 and 2010 were denominated entirely in Thai Baht.



Aging analyses for trade accounts receivable were as follows:

		<i>(in thousand Baht)</i>	
	Note	2011	2010
Related parties			
Within credit term	6	-	195
Total		-	195
Other parties			
Within credit term		841	43,909
Overdue:			
Less than 3 months		(653)	2,845
3 - 6 months		12,856	204
6 - 12 months		449	-
Over 12 months		4,483	4,478
Total		17,976	51,436
Less allowance for doubtful accounts		(11,183)	(4,854)
Net		6,793	46,582
Grand Total		6,793	46,777

The normal credit term granted by the Company is 30 days.

9 Real estate projects under development

	<i>(in thousand Baht)</i>	
	2011	2010
Developed land available for sales		
Nava Nakorn Industrial Promotion Zone Project (Pathumthanee Province)		
Cost of land	68,490	73,807
Project development costs	43,338	40,882
Capitalised interest	16,039	16,721
Total	127,867	131,410
Less allowance for impairment losses	(359)	(359)
Net	127,508	131,051
 Duty Free Zone Project (Pathumthanee Province)		
Cost of land	15,690	15,690
Project development costs	20,004	20,004
Capitalised interest	2,918	2,918
Total	38,612	38,612
Developed land available for sales, net	166,120	169,663
 Land under development		
Premium Zone Project (Pathumthanee Province)		
Cost of land	533,692	562,968
Project development costs	43,833	39,471
Capitalised interest	86,941	85,483
Total	664,466	687,922
Less allowance for impairment losses	(8,652)	(9,629)
Net	655,814	678,293



	<i>(in thousand Baht)</i>	
	2011	2010
Nava Nakorn Industrial Promotion Zone Project (Nakhon Ratchasima Province)		
Cost of land	413,859	449,625
Project development costs	236,823	187,848
Capitalised interest	39,784	44,487
Total	690,466	681,960
Land under development, net	1,346,280	1,360,253
 Residential and commercial building under development		
The Nava Privacy Project (Pathumthanee Province)		
Cost of land	3,064	3,064
Project development costs	237,362	222,628
Capitalised interest	5,973	5,830
Total residential and commercial building under development	246,399	231,522
Grand total	1,758,799	1,761,438
Adjusted retrospectively for change in accounting policy (see note 4(d))	-	33,382
Reclassification to investment properties	(4,397)	(12,182)
Net	1,754,402	1,782,638

As at 31 December 2011 the Company reversed impairment losses on development costs of real estate projects totaling Baht 1 million. The Company determined impairment losses based on the net realisable values in the ordinary course of business and the appraisal values of an independent appraiser (2010: Baht 38 million).

The Company mortgaged certain plots of its developed land available for sales, land under development, residential and commercial building under development and public utilities, as collateral for credit facilities obtained from local financial institutions.

10 Other current assets

	<i>(in thousand Baht)</i>	
	2011	2010
Prepaid expenses	2,429	3,239
Advance payment	9,736	1,918
Suspense input vat	2,039	1,747
Others	23,327	2,097
Total	37,531	9,001

11 Investment in an associated company

	<i>(in thousand Baht)</i>	
	2011	2010
At 1 January	1,200	-
Acquisitions	24,000	1,200
Share of loss of equity-accounted investees	(1,042)	-
Disposals	(600)	-
At 31 December	23,558	1,200

The Company invested in Nava Nakorn Electricity Generating Company Limited. The associated company registered share capital of Baht 2 million divided into 200,000 shares at par value of Baht 10 each with the Ministry of Commerce on 19 January 2010. In the second quarter of 2011, the Company sold partial of investment in Nava Nakorn Electricity Generating Company Limited at cost of Baht 0.6 million.

In the fourth quarter of 2011, the Company paid investment in Nava Nakorn Electricity Generating Company Limited for increase share capital amounting to Baht 24 million.

Investment in an associated company as at 31 December 2011 and 2010 and dividend income for the years ended 31 December 2011 and 2010, were as follows:

	<i>(in thousand Baht)</i>									
	Ownership interest		Paid-up capital		Cost method		At equity - net		Dividend income	
	2011	2010	2011	2010	2011	2010	2011	2010	2011	2010
Nava Nakorn Electricity Generating Company Limited	29.99	59.50	82,000	2,000	24,600	1,200	23,558	1,200	-	-
Total							23,558	1,200	-	-

The following summarised financial information on interests in an associated company which has been accounted for using the equity method is not adjusted for the percentage of ownership held by the Company:

	<i>(in thousand Baht)</i>									
	Ownership interest	Current assets	Non-current assets	Total assets	Current liabilities	Non-current liabilities	Total liabilities	Total revenues	Total expenses	Net loss
2011	(%)									
Nava Nakorn Electricity Generating Company Limited	29.99	79,585	-	79,585	1,115	-	1,115	199	3,680	(3,481)
Total		79,585	-	79,585	1,115	-	1,115	199	3,680	(3,481)
2010										
Nava Nakorn Electricity Generating Company Limited	59.50	1,200	-	1,200	50	-	50	-	50	(50)
Total		1,200	-	1,200	50	-	50	-	50	(50)



12 Other long-term investments

(in thousand Baht)

	2011	2010
At 1 January: Cost	4,949	4,949
Allowance for impairment	(674)	(674)
At 31 December	4,275	4,275

Other long-term investments as at 31 December 2011 and 2010 and dividend income for the years ended 31 December 2011 and 2010, were as follows:

(in thousand Baht)

	Country of incorporation	Type of business	Nature of relationships	Ownership interest (%)		Paid-up capital		Investment amount		Dividend income	
Cost											
Related companies											
Sumisho Global											
Logistics											
(Thailand) Co., Ltd.	Thailand	Transportation									
Navanakorn International		services	Shareholder	1.71	1.71	180,000	180,000	3,078	3,078	400	215
Guard Co., Ltd.	Thailand	Security									
		services	Shareholder	15.08	15.08	6,300	6,300	871	871	-	-
Total								3,949	3,949	400	215
Non-related company											
The Bangkok Club											
Co.,Ltd.	Thailand	Trading									
		of food and									
		beverage	Shareholder	0.11	0.11	450,000	450,000	1,000	1,000	-	-
Less allowance for impairment losses								(674)	(674)	-	-
Net								326	326	-	-
Total								4,275	4,275	400	215

13 Investment properties

	<i>(in thousand Baht)</i>	
	2011	2010
Cost		
At 1 January	223,829	209,719
Additions	42,682	14,110
At 31 December	266,511	223,829
Depreciation		
At 1 January	3,540	945
Depreciation charge for the year	3,120	2,595
At 31 December	6,660	3,540
Net book value		
At 1 January 2010		208,774
At 31 December 2010		220,289
At 1 January 2011	220,289	
At 31 December 2011	259,851	

Investment properties were revalued by a firm of independent professional valuers, at market values. The appraised value was Baht 321 million (31 December 2010: Baht 289 million).

14 Property, plant and equipment

(in thousand Baht)

	Land	Buildings	Commercial building for rent - The Nava Privacy Project	Water production for industry system	Utilities systems	Machinery and equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction and installation	Total
Cost										
At 1 January 2010	127,651	72,878	-	908,893	676,637	34,095	72,084	116,047	4,746	2,013,031
Additions	-	-	165	-	4,254	584	521	10,394	51,939	67,857
Transfers	-	-	-	-	11,462	-	-	-	(11,462)	-
Disposals	-	-	-	-	-	(3)	(377)	(22,740)	-	(23,120)
Write-off	-	-	-	-	-	-	-	(39)	-	(39)
At 31 December 2010										
and 1 January 2011	127,651	72,878	165	908,893	692,353	34,676	72,228	103,662	45,223	2,057,729
Additions	-	-	-	-	1,008	2,867	635	8,141	176,970	189,621
Transfers	-	-	-	-	19,974	-	-	-	(19,974)	-
Disposals	-	-	-	-	-	(2,953)	-	(4,145)	-	(7,098)
Write-off	-	-	-	-	-	-	-	-	-	-
At 31 December 2011	127,651	72,878	165	908,893	713,335	34,590	72,863	107,658	202,219	2,240,252
Depreciation										
At 1 January 2010	-	(14,970)	-	(115,975)	(277,270)	(26,532)	(55,027)	(70,160)	-	(559,934)
Depreciation charge for the year	-	(3,022)	(21)	(50,396)	(43,102)	(3,549)	(7,104)	(16,201)	-	(123,395)
Disposals	-	-	-	-	-	-	377	20,038	-	20,415
Write-off	-	-	-	-	-	-	-	24	-	24
At 31 December 2010										
and 1 January 2011	-	(17,992)	(21)	(166,371)	(320,372)	(30,081)	(61,754)	(66,299)	-	(662,890)
Depreciation charge for the year	-	(2,905)	(40)	(50,395)	(38,420)	(2,878)	(5,845)	(16,247)	-	(116,730)
Disposals	-	-	-	-	-	2,672	-	4,106	-	6,778
Write-off	-	-	11	-	-	-	-	-	-	11
At 31 December 2011	-	(20,897)	(50)	(216,766)	(358,792)	(30,287)	(67,599)	(78,440)	-	(772,831)

(in thousand Baht)

	Land	Buildings	Commercial building for rent – The Nava Privacy Project	Water production for industry system	Utilities systems	Machinery and equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction and installation	Total
Net book value										
At 1 January 2010										
Owned assets	127,651	57,908	-	792,918	399,367	7,563	17,057	3,417	4,746	1,410,627
Asset under finance leases	-	-	-	-	-	-	-	42,470	-	42,470
	127,651	57,908	-	792,918	399,367	7,563	17,057	45,887	4,746	1,453,097
At 31 December 2010 and 1 January 2011										
Owned assets	127,651	54,886	144	742,522	371,981	4,595	10,474	2,302	45,223	1,359,778
Asset under finance leases	-	-	-	-	-	-	-	35,061	-	35,061
	127,651	54,886	144	742,522	371,981	4,595	10,474	37,363	45,223	1,394,839
At 31 December 2011										
Owned assets	127,651	51,981	115	692,127	354,543	4,303	5,264	2,463	202,219	1,440,666
Asset under finance leases	-	-	-	-	-	-	-	26,755	-	26,755
	127,651	51,981	115	692,127	354,543	4,303	5,264	29,218	202,219	1,467,421
Finance costs capitalised										
Finance costs capitalised during 2010	-	-	-	-	-	-	-	-	-	-
Rate of interest capitalised during 2010 (% per annum)	-	-	-	-	-	-	-	-	-	-
during 2011	-	-	-	-	-	-	-	-	926	926
Rates of interest capitalised during 2011 (% per annum)	-	-	-	-	-	-	-	-	5.5 – 6.5	5.5 – 6.5

As at 31 December 2011 the Company mortgaged plots of land including the water production for industry systems, water treatment system, machinery and equipment, and commercial building under construction, with the carrying value of Baht 630 million (2010: Baht 663 million), as collateral for credit facilities obtained from local financial institutions.

The gross amount of the Company's fully depreciated assets that was still in use as at 31 December 2011 amounted to Baht 388.4 million (2010: Baht 325.9 million).

15 Interest-bearing liabilities

		<i>(in thousand Baht)</i>	
	Note	2011	2010
Current			
Overdrafts			
(interest rates ranging from minimum overdraft rate (MOR) less 0.5% and 1.25% per annum) - secured	9, 13, 14	2,198	21,329
Current portion of long-term borrowings from financial institutions - secured	9, 13, 14	267,477	153,292
Current portion of finance lease liabilities		8,601	9,879
Total current		278,276	184,500
Non-current			
Long-term borrowings from financial institutions - secured	9, 13, 14	536,642	714,590
Finance lease liabilities		7,448	10,152
Total non-current		544,090	724,742
Total		822,366	909,242

The periods to maturity of interest-bearing liabilities, excluding finance lease liabilities, as at 31 December 2011 and 2010 were as follows:

	<i>(in thousand Baht)</i>	
	2011	2010
Within one year	269,675	174,621
After one year but within five years	536,642	660,592
After five years	-	53,998
Total	806,317	889,211

Long-term borrowings from financial institutions

Details of long-term borrowings from local financial institutions are as follows:

Borrowing agreements	Approved credit line (in million Baht)	Interest rate per annum (%)	Term of payment
The first agreement (for financing costs of land and development costs of Nava Nakorn Industrial Promotion Zone project (Nakhon Ratchasima Province))	450	Minimum loan rate	Within 13 April 2013
The second agreement (for construction costs of water production for industry system project (Pathumthanee Province))	450	Minimum loan rate less 1.25%	Within 8 September 2016
The third agreement (for construction costs of water production for industry system project (Pathumthanee Province))	150	Minimum loan rate less 1.25%	7 years from the first Installment of loan
The fourth agreement (for financing costs of land and development costs of Premium Zone project (Pathumthanee Province))	400	Minimum loan rate less 0.5%	Within 17 June 2012
The fifth agreement (for construction costs of water treatment system project (Pathumthanee Province))	200	Minimum loan rate less 1.25%	Within 8 October 2016
The sixth agreement (for development costs of The Nava Privacy project (Pathumthanee Province))	450	Minimum loan rate less 1.25%	Within 18 December 2018
The seventh agreement (for development costs of factory for rent building (Nakhon Ratchasima Province))	15	Minimum loan rate	36 months from the first Installment of loan withdraw

The outstanding balances of the above borrowing agreements as at 31 December 2011 and 2010 were as follows:

	<i>(in thousand Baht)</i>	
	2011	2010
The first borrowing agreement	45,200	-
The second borrowing agreement	401,118	438,418
The third borrowing agreement	50,384	-
The fourth borrowing agreement	116,803	169,552
The fifth borrowing agreement	177,740	193,000
The sixth borrowing agreement	-	66,912
The seventh borrowing agreement	12,874	-
Total	804,119	867,882

The outstanding balance of secured interest-bearing liabilities as at 31 December 2011 and 2010 were secured on the following assets:

		<i>(in thousand Baht)</i>	
	Note	2011	2010
Certain plots of developed land available for sales		130,909	144,506
Certain plots of land under development, residential and commercial building under development and public utilities		1,308,677	1,547,786
Total	9	1,439,586	1,692,292
Certain plots of land including the factory for rent building	13	28,213	-
Certain plots of land including the water production for industry system, water treatment system, machinery and equipment	14	629,749	662,686
Grand total		2,097,548	2,354,978

As at 31 December 2011 the Company had unutilised credit facilities totaling Baht 336.4 million (2010: Baht 632.1 million).

Finance lease liabilities

Finance lease liabilities as at 31 December 2011 and 2010 were payable as follows:

	2011			2010		
	Principal	Interest	Payments	Principal	Interest	Payments
Within one year	8,601	949	9,550	9,879	1,113	10,992
After one year but within five years	7,448	727	8,175	10,152	1,097	11,249
Total	16,049	1,676	17,725	20,031	2,210	22,241

The Company entered into finance lease contracts with local financial institutions to purchase vehicles with interest rates ranging from 1.9% to 4.5% per annum in 2011 (2010: rates ranging from 1.9% to 4.5% per annum); and repayable by monthly installments ending in various periods (the last installment is ending in October 2015).

Interest-bearing liabilities of the Company as at 31 December 2011 and 2010 were denominated entirely in Thai Baht.

16 Trade accounts payable

	Note	(in thousand Baht)	
		2011	2010
Related parties	6	1,899	2,612
Other parties		62,760	61,800
Total		64,659	64,412

Trade accounts payable of the Company as at 31 December 2011 and 2010 were denominated entirely in Thai Baht.

17 Advance rental receipt from customer

The Company has a land lease agreement with a local company (“the buyer”) for a period of 30 years expiring in 2037. At the agreement date, the buyer paid the rental fee in advance to the Company amounting to Baht 186 million. Under the terms of the agreement, when the buyer exercises its right to terminate this agreement in writing, the Company is required to return the advance receipt to the buyer in proportion to the remaining lease period within 15 days. As at 31 December 2011 the Company had the outstanding balance of advance receipt for the land lease of Baht 154.8 million (2010: Baht 160.8 million).

The Company recognises the advance receipt for the land lease as a rental income in the statement of income over the term of the lease agreement. The rental income for the year ended 31 December 2011 was Baht 6 million (2010: Baht 6 million).

18 Other current liabilities

	<i>(in thousand Baht)</i>	
	2011	2010
Accrued operating expenses	38,761	17,848
Accrued bonus	5,522	5,320
Retention payable to constructors	12,276	4,048
Retention payable to customers for utilities	22,934	20,378
Advance receipts from customers	95,071	52,614
Other	11,491	13,828
Total	186,055	114,036

19 Employee benefit obligations

	<i>(in thousand Baht)</i>	
	2011	2010
Statement of financial position obligation for:		
Long-term employee benefits	10,825	-
	10,825	-

	<i>(in thousand Baht)</i>	
	2011	2010
Statement of comprehensive income recognised in		
profit or loss:		
Long-term employee benefits	1,766	-
	1,766	-

The Company adopted TAS 19 - Employee Benefits with effect from 1 January 2011; the effect on the financial statements is discussed in note 4 (e). The Company has opted to record the entire amount of this liability, totaling Baht 9.06 million, as an adjustment to retained earnings as at 1 January 2011.

Movement in the present value of the defined benefit obligations:

	<i>(in thousand Baht)</i>	
	2011	2010
Defined benefit obligations at 1 January	9,059	-
Current service costs and interest	1,766	-
Defined benefit obligations at 31 December	10,825	-

Expense recognised in profit or loss:

	<i>(in thousand Baht)</i>	
	2011	2010
Current service costs	1,332	-
Interest on obligation	434	-
Total	1,766	-

The expense is recognised in the following line items in the statement of comprehensive income:

	<i>(in thousand Baht)</i>	
	2011	2010
Administrative expenses	1,766	-
Total	1,766	-

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

	<i>(% per annum)</i>	
	2011	2010
Discount rate	4.17	-
Future salary increases	7.50	-

Assumptions regarding future mortality are based on published statics and mortality tables.

20 Share capital

<i>(thousand shares / in thousand Baht)</i>					
		2011		2010	
	Par value per share (in Baht)	Number of shares	Baht	Number of shares	Baht
Authorised					
At 1 January					
- ordinary shares	1	2,247,083	2,247,083	1,452,591	1,452,591
Reduction of shares	1	-	-	(2,536)	(2,536)
Creation of new ordinary share	1	-	-	797,028	797,028
At 31 December					
- ordinary shares	1	2,247,083	2,247,083	2,247,083	2,247,083
Issued and paid-up					
At 1 January					
-ordinary shares	1	1,450,056	1,450,056	1,126,822	1,126,822
Issue of new shares	1	58,017	58,017	323,234	323,234
At 31 December					
- ordinary shares	1	1,508,073	1,508,073	1,450,056	1,450,056

In 2011

In the first quarter of 2011 the Company received 47.77 million units of warrants exercised amounting to Baht 47.77 million and registered the new shares issued with the Ministry of Commerce on 7 April 2011.

In the second quarter of 2011 the Company received 7.06 million units of warrants exercised amounting to Baht 7.06 million and registered the new shares issued with the Ministry of Commerce on 6 July 2011.

In the third quarter of 2011 the Company received 3.19 million units of warrants exercised amounting to Baht 3.19 million and registered the new shares issued with the Ministry of Commerce on 10 October 2011.

In 2010**Authorised capital**

The Company registered the reduction of the authorised share capital of Baht 2.54 million with the Ministry of Commerce on 17 December 2010. In addition, the Company registered the increase of the authorised share capital of Baht 797.03 million with the Ministry of Commerce on 20 December 2010.

Issued capital

The Company registered increase share capital of Baht 0.15 million with the Ministry of Commerce on 5 April 2010. In addition, the Company registered increase share capital of Baht 7.51 million with the Ministry of Commerce on 12 July 2010.

In the third quarter of 2010 the Company received 315.57 million units of warrants exercised amounting to Baht 315.57 million and registered with the Ministry of Commerce on 6 October 2010.

The Extraordinary Shareholders' Meeting of the Company held on 8 December 2010 resolved to;

- approve the interim dividend payment of the Company for the first-half year of 2010 to shareholders of 0.04 Baht per share, amounting to Baht 58,000,221 Baht. The dividends were paid to the Company's shareholders on 12 November 2010.
- approve the reduction of the registered capital from 1,452,591,000 Baht to 1,450,055,530 Baht, share value at 1 Baht per share by reducing registered common stocks (issued for 1st warrant assertion (NNCL-W1) to the existing shareholders) remaining after the last exercise of the 1st warrants, which expired on 30 September 2010.
- issue the 2nd ordinary share free warrants (NNCL-W2) of 725,027,765 units offering to the existing shareholders. Allocation ratio is 2 existing shares for 1 unit of NNCL-W2. The Board of Directors and/or attorney has the authority to set and amend the term and conditions and detail of NNCL-W2 also setting up the date for registration book closing for finalising the shareholders eligibility to NNCL-W2 allocation accordingly.
- issue 1st ordinary share free warrants (ESOP-W1) 72,000,000 units offer to directors, management and Company staff.
- issue of the ESOP warrants No.1 (ESOP-W1) to be allotted to directors and/or employees of the Company that be allotted more than 5% of this issued common shares such as Chairman of the Company's Board of Directors has allotted for 5,000,000 shares or 6.94% of total ESOP-W1 that issued in this times.
- increase registered capital from 1,450,055,530 Baht to 2,247,083,295 Baht by issuing new ordinary shares of 797,027,765 shares at par value of 1 Baht per share for 2nd ordinary share warrant assertion offer to existing shareholders (NNCL-W2) and the 1st ordinary share warrant offer to directors and/Company staff. (ESOP-W1)
- allocate 797,027,765 new ordinary shares at par value of 1 Baht detail as follows:
 - 1) 725,027,765 shares as reserved for the exercise of ordinary share warrant issued to shareholders (NNCL-W2)
 - 2) 72,000,000 shares as reserved for the exercise of ordinary share warrant issued to directors, management and/Company staff pursuant to ESOP Project. (ESOP-W1)



21 Warrants

The warrants have conditions for exercising as follows:

Warrant	:	NNCL-W2
Exercising ratio	:	1 warrant per 1 ordinary share
Exercising price	:	Baht 1 per 1 ordinary share
Exercising period	:	5 years from the issued date (30 December 2010)

As at 31 December 2011 the remaining balance of unexercised warrants NNCL-W2 was 724,560,751 units (31 December 2010: 725,002,751 units). The last exercise date is 29 December 2015.

As at 31 December 2011 there was no remaining balance of unexercised warrants of ESOP-W1 (31 December 2010: 72,000,000 units). The last exercise date was 29 December 2011.

As at 31 December 2011 the Company received 13.34 million units of warrants exercised amounting to Baht 13.34 million and registered the new share capital with the Ministry of Commerce on 10 January 2012.

22 Additional paid-in capital and reserves

Share premium

Section 51 of the Public Limited Company Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account ("share premium"). Share premium is not available for dividend distribution.

Legal reserve

Section 116 of the Public Limited Company Act B.E. 2535 requires that a company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account ("legal reserve"), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.

23 Segment information

Segment information is presented in respect of the Company's geographic segments, based on the Company's management and internal reporting structures.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise income relating to interest and dividends, and the related common assets and liabilities, and management benefit expenses.

Geographic segments

In presenting information on the basis of geographic segments, segment revenue is based on the geographic location of customers.

The following are the main geographic segments:

Segment 1 : Pathumthanee Province

Segment 2 : Nakhon Ratchasima Province

Geographic segment revenues and results for the years ended 31 December 2011 and 2010 were as follows:

(in thousand Baht)

	At Equity method					
	Pathumthanee Province		Nakhon Ratchasima Province		Total	
	2011	2011	2011	2011	2011	2011
Revenue from sale of real estate development projects	363,597	337,156	133,955	140,273	497,552	477,429
Revenue from rendering of services	420,012	521,190	9,143	6,595	429,155	527,785
Rental income	15,300	15,565	2,162	252	17,462	15,817
Other income	16,008	48,431	1,274	292	17,282	48,723
Total allocated revenues	814,917	922,342	146,534	147,412	961,451	1,069,754
Unallocated revenues	-	-	-	-	-	-
Total revenues	814,917	922,342	146,534	147,412	961,451	1,069,754
Cost of sale of real estate development projects	(84,138)	(106,864)	(103,595)	(114,246)	(187,733)	(221,110)
Direct cost of rendering of services	(343,166)	(314,648)	(23,984)	(21,093)	(367,150)	(335,741)
Selling expenses	(35,341)	(24,084)	(16,355)	(8,844)	(51,696)	(32,928)
Administrative expenses	(164,924)	(129,022)	(45,332)	(43,807)	(210,256)	(172,829)
Finance costs	(43,487)	(44,119)	(1,257)	(3,899)	(44,744)	(48,018)
Share of net loss in equity						
- accounted investees	(1,042)	-	-	-	(1,042)	-
Total allocated expenses	(672,098)	(618,737)	(190,523)	(191,889)	(862,621)	(810,626)
Unallocated management benefit expenses	-	-	-	-	-	(31,420)
Total expenses	(672,098)	(618,737)	(190,523)	(191,889)	(862,621)	(842,046)
Profit (loss) before income tax expenses	142,819	303,605	(43,989)	(44,477)	98,830	227,708
Income tax expense	(50,335)	(48,326)	-	-	(50,335)	(48,326)
Profit (loss) for the year	92,484	255,279	(43,989)	(44,477)	48,495	179,382

(in thousand Baht)

	At Cost method					
	Pathumthanee Province		Nakhon Ratchasima Province		Total	
	2011	2010	2011	2010	2011	2010
Revenue from sale of						
real estate development projects	363,597	337,156	133,955	140,273	497,552	477,429
Revenue from rendering of services	420,012	521,190	9,143	6,595	429,155	527,785
Rental income	15,300	15,565	2,162	252	17,462	15,817
Other income	16,008	48,431	1,274	292	17,282	48,723
Total allocated revenues	814,917	922,342	146,534	147,412	961,451	1,069,754
Unallocated revenues	-	-	-	-	-	-
Total revenues	814,917	922,342	146,534	147,412	961,451	1,069,754
Cost of sale of real estate						
development projects	(84,138)	(106,864)	(103,595)	(114,246)	(187,733)	(221,110)
Direct cost of rendering of services	(343,166)	(314,648)	(23,984)	(21,093)	(367,150)	(335,741)
Selling expenses	(35,341)	(24,084)	(16,355)	(8,844)	(51,696)	(32,928)
Administrative expenses	(164,924)	(129,022)	(45,332)	(43,807)	(210,256)	(172,829)
Finance costs	(43,487)	(44,119)	(1,257)	(3,899)	(44,744)	(48,018)
Total allocated expenses	(671,056)	(618,737)	(190,523)	(191,889)	(861,579)	(810,626)
Unallocated management benefit expenses	-	-	-	-	-	(31,420)
Total expenses	(671,056)	(618,737)	(190,523)	(191,889)	(861,579)	(842,046)
Profit (loss) before						
income tax expenses	143,861	303,605	(43,989)	(44,477)	99,872	227,708
Income tax expense	(50,335)	(48,326)	-	-	(50,335)	(48,326)
Profit (loss) for the year	93,526	255,279	(43,989)	(44,477)	49,537	179,382

Geographic segment financial positions as at 31 December 2011 and 2010 were as follows:

<i>(in thousand Baht)</i>						
	At Equity method					
	Pathumthanee Province		Nakhon Ratchasima Province		Total	
	2011	2010	2011	2010	2011	2010
Trade accounts receivable	5,955	46,117	838	660	6,793	46,777
Development costs of						
real estate projects	1,063,936	1,090,428	690,466	692,210	1,754,402	1,782,638
Investment properties	206,456	208,314	53,395	11,975	259,851	220,289
Property, plant and equipment	1,087,593	1,046,066	379,828	348,773	1,467,421	1,394,839
Unallocated assets	-	-	-	-	285,450	289,424
Total assets	2,363,940	2,390,925	1,124,527	1,053,618	3,773,917	3,733,967
Advance rental receipt from customer	154,790	160,790	-	-	154,790	160,790
Income tax payable	-	21,303	-	-	-	21,303
Long-term borrowings from financial institutions	746,045	867,882	58,074	-	804,119	867,882
Unallocated liabilities	-	-	-	-	299,704	234,546
Total liabilities	900,835	1,049,975	58,074	-	1,258,613	1,284,521
Capital expenditure	132,761	46,617	56,860	21,240	189,621	67,857
Depreciation charges	94,731	103,110	25,120	22,879	119,851	125,989

(in thousand Baht)

	At Cost method					
	Pathumthanee Province		Nakhon Ratchasima Province		Total	
	2011	2010	2011	2010	2011	2010
Trade accounts receivable	5,955	46,117	838	660	6,793	46,777
Development costs of real estate projects	1,063,936	1,090,428	690,466	692,210	1,754,402	1,782,638
Investment properties	206,456	208,314	53,395	11,975	259,851	220,289
Property, plant and equipment	1,087,593	1,046,066	379,828	348,773	1,467,421	1,394,839
Unallocated assets	-	-	-	-	286,493	289,424
Total assets	2,363,940	2,390,925	1,124,527	1,053,618	3,774,960	3,733,967
Advance rental receipt from customer	154,790	160,790	-	-	154,790	160,790
Income tax payable	-	21,303	-	-	-	21,303
Long-term borrowings from financial institutions	746,045	867,882	58,074	-	804,119	867,882
Unallocated liabilities	-	-	-	-	299,704	234,546
Total liabilities	900,835	1,049,975	58,074	-	1,258,613	1,284,521
Capital expenditure	132,761	46,617	56,860	21,240	189,621	67,857
Depreciation charges	94,731	103,110	25,120	22,879	119,851	125,989

24 Other income

	<i>(in thousand Baht)</i>	
	2011	2010
Gain on disposal of property, plant and equipment	1,693	1,911
Car park fee	4,469	4,942
Other income	8,132	40,769
Total	14,294	47,622

25 Direct cost of rendering of services

	<i>(in thousand Baht)</i>	
	2011	2010
Depreciation charges	87,082	92,560
Management and maintenance fees for water production system	58,331	71,772
Security service expenses	28,224	30,919
Electricity expenses	26,010	25,067
Personnel expenses	22,446	20,689
Others	145,057	94,734
Total	367,150	335,741

26 Selling expenses

	<i>(in thousand Baht)</i>	
	2011	2010
Personnel expenses	6,700	5,676
Selling expenses for real estate sold	38,627	21,843
Others	6,369	5,408
Total	51,696	32,927

27 Administrative expenses

	<i>(in thousand Baht)</i>	
	2011	2010
Personnel expenses	56,180	59,155
Depreciation expenses	32,133	33,005
Remuneration expenses	22,648	22,948
Consulting fee	3,408	2,965
Flooded expenses	10,991	-
Others	84,896	86,176
Total	210,256	204,249

28 Employee benefit expenses

	<i>(in thousand Baht)</i>	
	2011	2010
Management		
Salaries	25,632	24,300
Contributions to provident fund	1,298	1,105
Others	1,194	6,015
	28,124	31,420
Other employees		
Salaries and wages	48,341	46,631
Contributions to provident fund	2,270	2,189
Others	5,731	4,509
	56,342	53,329
Total	84,466	84,749

The Company has established a contributory provident fund for its employees. Membership to the fund is on a voluntary basis. Contributions are made monthly by the employees at the rate of 5% of their basic salaries and by the Company at 6% of the employees' basic salaries. The provident fund is registered with the Ministry of Finance as a juristic entity and is managed by a licensed Fund Manager.



29 Expenses by nature

	<i>(in thousand Baht)</i>	
	2011	2010
Employee benefit expenses	84,466	84,749
Depreciation expenses	119,851	125,989
Security expenses	28,224	30,919
Selling expenses for real estate sold	38,627	28,241

30 Finance costs

		<i>(in thousand Baht)</i>	
	Note	2011	2010
Interest paid and payable to financial institutions		49,169	55,009
Other finance cost		4,095	6,335
Total		53,264	61,344
Less qualified assets:			
Capitalised as development costs of real estate projects	9	(6,857)	(11,192)
Capitalised as cost of investment properties	13	(737)	(2,134)
Capitalised as cost of property, plant and equipment	14	(926)	-
Net		44,744	48,018

31 Income tax expense

- (a) Royal Decree No. 387 B.E. 2544 dated 5 September 2001 grants companies listed on the Stock Exchange of Thailand after 6 September 2001 a reduction in the corporate income tax rate from 30% to 25% for taxable profit not exceeding Baht 300 million for the 5 consecutive accounting periods beginning on or after the enactment. Listed companies that received income tax reduction under this Royal Decree are also eligible to continue the period of tax reduction under Royal Decree No. 475 but not beyond the 2010 accounting period ending on or after 31 December 2010. The Company was listed on the Stock Exchange of Thailand on 18 May 2004, which was the day after the Royal Decree came into force and the Company has successfully complied with the rules, procedures and conditions identified therein. The Company has, accordingly, calculated income tax on its taxable profit for the years ended 31 December 2010 at the 25% corporate income tax rate.

- (b) The current tax expense in profit or loss does not equal the amount determined by applying the Thai corporation tax rate to the accounting profit for the year principally because:
- The Company has been granted BOI tax privileges.
 - The different treatment for accounting and taxation purposes of certain items of income and expenses.

32 Promotional privileges

By virtue of the provisions of the Industrial Investment Promotion Act B.E. 2520, the Company has been granted privileges by the Board of Investment relating to the real estate and industrial estate development projects (Nakhon Ratchasima Province), water production for consumption in the industrial estate (Pathumthanee Province), and water treatment services (Pathumthanee Province). The privileges granted include:

- (a) an exemption from payment of import duty on machinery as approved by the Board of Investment;
- (b) an exemption from payment of corporate income tax on net profit of the promoted business for certain periods and conditions as stipulated in the promotional certificates;
- (c) a permission to deduct double the actual costs of transportation, electricity and water supply for a period of 5 years from the start of the promoted business;
- (d) a permission to deduct 25% of installation costs or construction costs of assets necessary for the Company's operations besides a deduction of their normal depreciation; and
- (e) an exemption to include the dividend income from the promoted business in the computation of corporate income tax throughout the period the Company being granted such exemption.

As a promoted company, the Company must comply with certain conditions and restrictions prescribed in the promotional certificates.



The Company's revenues from the sale of real estate development projects and the rendering of services classified under the promoted and non-promoted businesses for the years ended 31 December 2011 and 2010 were as follows:

	<i>(in thousand Baht)</i>	
	2011	2010
Revenue from sale of real estate development projects		
- Promoted business	64,940	29,192
- Non-promoted business	432,612	448,237
Total	497,552	477,429
Revenue from rendering of services		
- Promoted business	256,731	316,653
- Non-promoted business	172,424	211,132
Total	429,155	527,785
Grand total	926,707	1,005,214

33 Earnings per share

Basic earnings per share

The calculations of basic earnings per share for the years ended 31 December 2011 and 2010 were based on the profit for the years attributable to ordinary shares holders of the Company and the weighted average number of ordinary shares outstanding during the years as follows:

	<i>(in thousand Baht / thousand shares)</i>	
	At Equity method	
	2011	2010
Profit attributable to ordinary shareholders of the Company (basic)	48,495	179,382
Number of ordinary shares outstanding at 1 January	1,450,056	1,126,822
Effect of conversion share (5 April 2010)	-	111
Effect of conversion share (12 July 2010)	-	3,560
Effect of conversion share (6 October 2010)	-	75,219
Effect of conversion share (7 April 2011)	35,204	-
Effect of conversion share (6 July 2011)	3,462	-
Effect of conversion share (10 October 2011)	725	-
Weighted average number of ordinary shares outstanding (basic)	1,489,447	1,205,712
Earnings per share (basic) (in Baht)	0.033	0.15

(in thousand Baht / thousand shares)

At Cost method		
	2011	2010
Profit attributable to ordinary shareholders of the Company (basic)	49,537	179,382
Number of ordinary shares outstanding at 1 January	1,450,056	1,126,822
Effect of conversion share (5 April 2010)	-	111
Effect of conversion share (12 July 2010)	-	3,560
Effect of conversion share (6 October 2010)	-	75,219
Effect of conversion share (7 April 2011)	35,204	-
Effect of conversion share (6 July 2011)	3,462	-
Effect of conversion share (10 October 2011)	725	-
Weighted average number of ordinary shares outstanding (basic)	1,489,447	1,205,712
Earnings per share (basic) (in Baht)	0.033	0.15

Diluted earnings per share

The calculation of diluted earnings per share for the years ended 31 December 2011 and 2010 was based on the profit for the years attributable to equity holders of the Company and the number of ordinary shares outstanding during the year after adjusting for the effects of all dilutive potential ordinary shares as follows:

(in thousand Baht / thousand shares)

At Equity method		
	2011	2010
Profit attributable to ordinary shareholders of the Company (diluted)	48,495	179,382
Number of ordinary shares outstanding (basic)	1,489,447	1,205,712
Effect of exercise of warrants	260,099	-
Weighted average number of ordinary shares outstanding (diluted)	1,749,546	1,205,712
Earnings per share (diluted) (in Baht)	0.028	0.15

(in thousand Baht / thousand shares)

At Cost method		
	2011	2010
Profit attributable to ordinary shareholders of the Company (diluted)	49,537	179,382
Number of ordinary shares outstanding (basic)	1,489,447	1,205,712
Effect of exercise of warrants	260,099	-
Weighted average number of ordinary shares outstanding (diluted)	1,749,546	1,205,712
Earnings per share (diluted) (in Baht)	0.028	0.15

34 Dividends

At the annual general meeting of the shareholders of the Company held on 21 April 2011, the shareholders approved the appropriation of dividend of the year 2010 of Baht 0.07 per share. The Company already paid the interim dividend payment on November 12, 2010 in the amount of Baht 0.04 per share, therefore the remaining dividend payment is another Baht 0.03 per share amounting to Baht 44.9 million. The dividend was paid to shareholders in May 2011.

At the Board of Directors' meeting held on 14 October 2010, the Company's directors approved the interim dividend payment for the first half-year 2010 to shareholders of Baht 0.04 per share, amounting to Baht 58 million. The dividends were paid to the Company's shareholders in 12 November 2010.

At the annual general meeting of the shareholders of the Company held on 21 April 2010, the shareholders approved the appropriation of dividend of Baht 0.03 per share, amounting to Baht 33.8 million. The dividend was paid to shareholders in May 2010.

35 Financial instruments

Financial risk management policies

The Company is exposed to normal business risks from changes in market interest rates and from non-performance of contractual obligations by counterparties. The Company does not hold or use derivative financial instruments for speculative or trading purposes. The Company's business transactions are incurred in Thailand.

Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return on capital which the Company defines as result from operating activities divided by total shareholders' equity and also monitors the level of dividends to ordinary shareholders.

Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Company's operations and its cash flows. The Company is primarily exposed to interest rate risk from its variable rate overdrafts and borrowings due to change in market interest rates. The management believes that the interest rate risk is not significant because the overdrafts and borrowings bear interest at market rates.

Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Company as and when they fall due.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. The Company sets up an allowance for doubtful accounts in respect of all debts which are expected to be uncollectible.

Liquidity risk

The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's operations and to mitigate the effects of fluctuations in cash flows.

Determination of fair values

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Fair values have been determined for measurement and/or disclosure purposed based on the following methods. When applicable, further information about the assumptions made in determining the fair value is disclosed in the notes specific to that asset or liability.

Cash and cash equivalents, trade accounts receivable, trade accounts payable and short-term borrowings - the carrying amount approximates the fair value due to the relatively short-term maturity.

Long-term borrowings - the carrying amount approximates the fair value due to the borrowings bearing interest at floating market rates.

Finance lease liabilities - the carrying amount approximates the fair value estimated from the current market rates available for finance lease liabilities with a similar maturity profile.

36 Court case

On 16 October 2007 a former employee of the Company (the plaintiff) filed a labour case against the Company as defendant. The case represented a claim for unfair dismissal amounting to Baht 3.8 million, including associated interest at the rate of 15% per annum calculated from the terminated date until the payment is made, and including additional surcharges. Later on 23 May 2008 the Central Labour Court ruled the Company to pay for this claim amounting to Baht 0.9 million, including associated interest at the rate of 7.5% per annum calculated from the date the case was filed until the date the payment is made. The Company subsequently appealed to the Supreme Court on 23 June 2008 and the ultimate outcome cannot presently be determined. The Company, however, provided a provision for this claim of Baht 1.22 million as at 31 December 2011 (31 December 2010: Baht 1.15 million).



37 Commitments with non-related parties

(a) Capital commitments

	<i>(in million Baht)</i>	
	2011	2010
Contracted but not provided for (mainly represents real estate development projects and contracts for construction costs of water treatment and water production for industry systems)	420.2	339.5
Authorised but not contracted for (construction costs of water production for industry system)	145.6	145.6
Total	565.8	485.1

(b) Non-cancellable operating lease commitments

	<i>(in million Baht)</i>	
	2011	2010
Within one year	3.8	3.9
After one year but within five years	3.9	7.7
After five years	5.5	5.7
Total	13.2	17.3

The Company has lease agreements covering office equipment and office space for a period of 3 years, and a piece of land for a period of 30 years, which will expire during 2010 and 2036 respectively.

- (c) As at 31 December 2011 the Company had a management and maintenance service agreement covering water production for industry system with a local company. Under the terms of the agreement, the local company agrees to provide the Company a management and maintenance service for water production system. In this regard, the Company is committed to pay the management and service fees to the local company at the agreed rate based on the water production quantity. This agreement is in effect for a period of 5 years and is renewable for additional periods of 5 years in accordance with the terms stipulated in the agreement.
- (d) As at 31 December 2011 the Company had commitments under service agreements with local companies totaling Baht 137.3 million (2010: Baht 92.8 million).
- (e) As at 31 December 2011, the Company had letters of guarantee issued by a local bank to government agencies for land allocation of the utilities and land lease totaling Baht 136.1 million (2010: Baht 170.3 million).

38 Operating lease for which the Company acts as a lessor

The Company has a land lease agreement with a local company for a period of 30 years expiring in 2037. Future minimum lease payments receivable under this land lease agreement are detailed as follows:

	<i>(in million Baht)</i>	
	2011	2010
Within one year	5.2	5.2
After one year but within five years	28.7	27.6
After five years	170.5	176.8
Total	204.4	209.6

39 Others

Sales with signed contracts and total project sales of condominium as at 31 December 2011 and 2010 were as follows:

	<i>(in million Baht)</i>	
	2011	2010
Sales with signed contracts	25	20
Total project sales	74	74
The ratio of sales with signed contracts against total project sales (%)	34	27

40 Events after the reporting period

The holders of warrants under the Company's ESOP exercised these rights to acquire new shares in the Company are follows:

ESOP — W1

Trading date	:	19-Jan-2012
Number of additional shares		
- Common stock (Unit: shares)	:	13,340,000
New capital (baht)	:	1,521,412,530.00
- Common stock (Unit: shares)	:	1,521,412,530
Par value (baht per share)	:	1.00
Allocated for	:	Warrant holders as directors and employees (ESOP-W1)
		13,340,000 units exercise to subscribe 13,340,000 common shares
Ratio (Warrant : share)	:	1 : 1
Exercise price (baht per share)	:	1.00

41 Thai Financial Reporting Standards (TFRS) not yet adopted

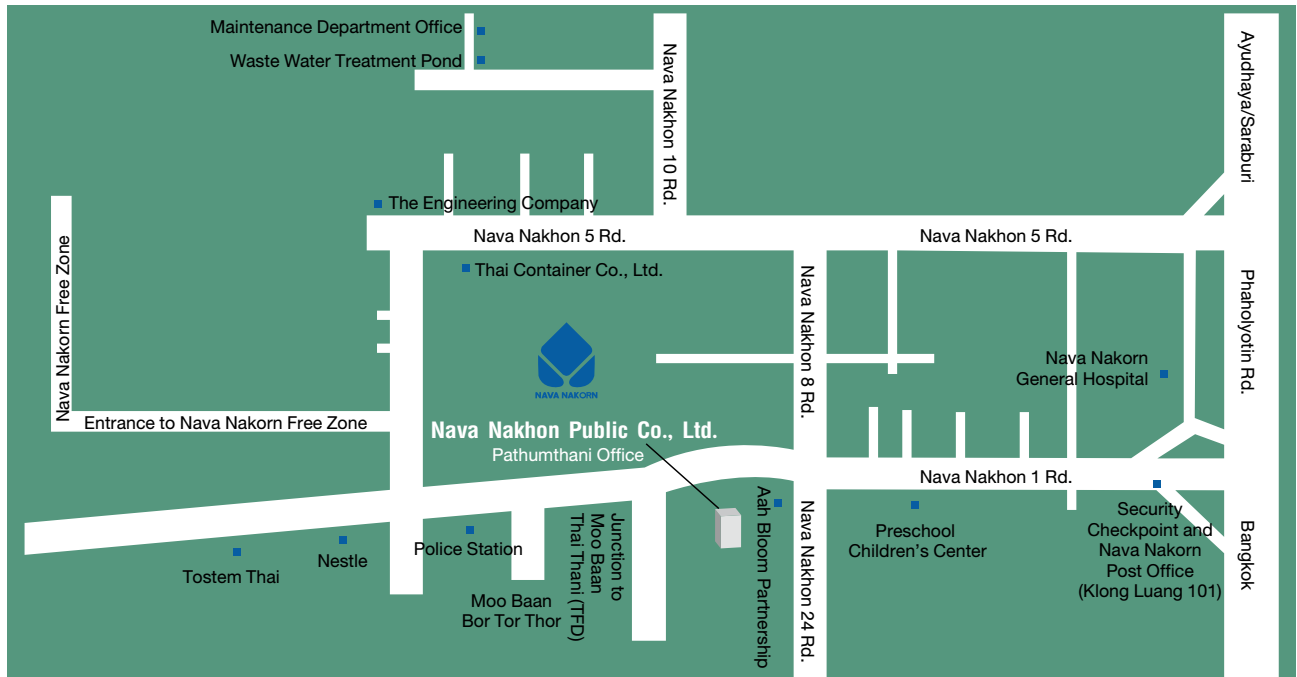
The Company has not adopted the following new TFRS that have been issued as of the reporting date but are not yet effective. The new TFRS are anticipated to become effective for annual financial periods beginning on or after 1 January in the year indicated in the following table.

TFRS	Topic	Year effective
TAS 12	Income Taxes	2013

Management is presently considering the potential impact of adopting and initially applying this new TFRS on the Company's financial statements.

42 Reclassification of accounts

Certain accounts in the 2010 financial statements have been reclassified to conform to the presentation in the 2011 financial statements. These reclassifications have principally been made following changes in accounting policies consequent to the adoption of new or revised TFRS as disclosed in note 4. There were no other significant reclassifications of accounts.



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