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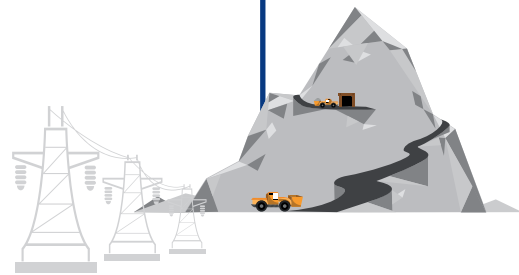


## Policy and Business Overview

Banpu Public Company Limited was incorporated on 16 May 1983 with the name 'Ban Pu Coal Company Limited' with THB 25 million registered capital. The Company was founded by members of the Vongkusolkit and Auapinyakul families in order to sub-contract a coal mining operation at Banpu Mine (BP-1 Mine) located in Li District, Lamphun Province from Department of Alternative Energy Development and Efficiency.

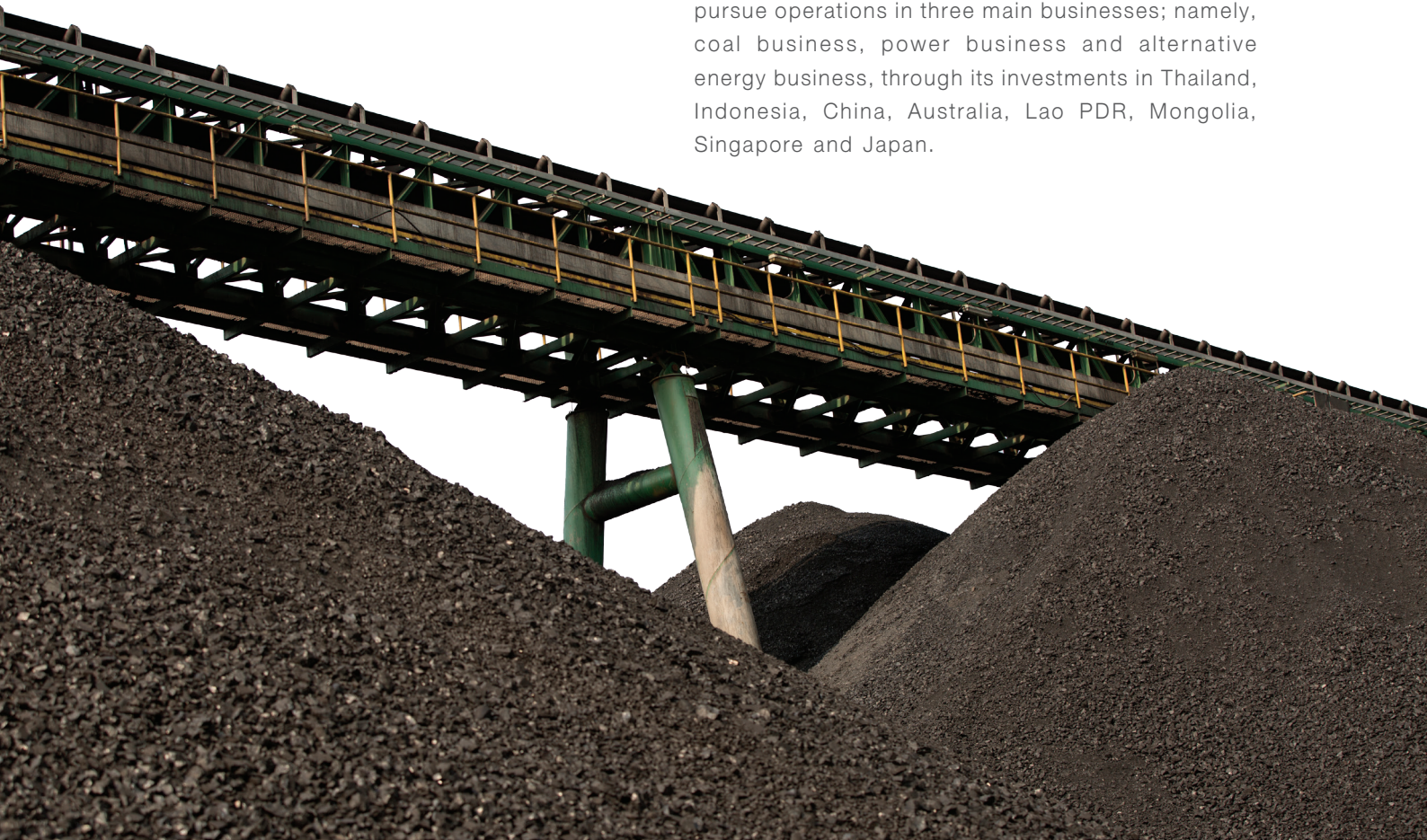
On 4 May 1989, Banpu was listed in the Stock Exchange of Thailand (SET). The Company was later converted into a public limited company on 29 July 1993 and named Banpu Public Company Limited.

Banpu went on to expand its coal operations both in Thailand and Indonesia to produce and sell coal locally and overseas. Aside from producing and distributing coal, the firm also committed itself



to remove overburden and coal for the Electricity Generating Authority of Thailand (the contract ended on September 2001), produce and sell industrial minerals, operate a port business (Banpu subsequently sold both the port and the industrial mineral businesses) and invest in power and steam generation and distribution business.

At present, Banpu has a clear policy and management to demonstrate our commitment to sustainability. We pursue operations in three main businesses; namely, coal business, power business and alternative energy business, through its investments in Thailand, Indonesia, China, Australia, Lao PDR, Mongolia, Singapore and Japan.





## ‘The Asian Face of Energy’



### Vision

To be an energetic Asian energy provider of quality products and services and be recognized for its fairness, professionalism, and concerns for society and environment.

### Mission

To develop businesses in the fields of energy in pursuit of Asian leadership position.

To diversify and invest in strategic businesses to enhance competitiveness.

To provide a variety of quality products and services with commitment, reliability and flexibility.

To conduct business in a socially, ethically and environmentally responsible manner.

To build sustainable value for shareholders, customers, business partners, employees, local communities, and to be a good citizen to host governments.





## Financial Highlights

		For the Year Ending 31-Dec-15	For the Year Ending 31-Dec-14	For the Year Ending 31-Dec-13
<b>Financial Position</b>				
Total Assets	(USD Million)	6,553	6,903	7,129
Total Liabilities	(USD Million)	4,488	4,517	4,620
Total Shareholders' Equity	(USD Million)	2,065	2,386	2,509
Issued and Paid-up Share Capital	(USD Million)	76	76	80
<b>Operational Results</b>				
Sale Revenues	(USD Million)	2,477	3,145	3,351
Cost of Sales	(USD Million)	1,672	2,138	2,301
Gross Profit	(USD Million)	804	1,007	1,050
Selling and Administration Expenses	(USD Million)	395	451	497
Royalty Fee	(USD Million)	239	303	325
Other Revenues	(USD Million)	51	47	83
Other Expenses	(USD Million)	61	5	27
Profit from Operation	(USD Million)	160	296	283
Share of Profit from Joint Ventures	(USD Million)	52	87	87
Interest Expenses	(USD Million)	123	121	116
Financial Expenses	(USD Million)	8	11	10
Corporate Income Tax	(USD Million)	98	70	90
Reversal of Deferred Income Tax Assets for the Minerals Resource Rent Tax in Australia	(USD Million)	-	24	-
Non-controlling Interests	(USD Million)	26	74	76
Net Profit	(USD Million)	(43)	83	78
EBITDA	(USD Million)	492	643	665
<b>Financial Ratios</b>				
Gross Profit Margin	(%)	32	32	31
Net Profits to Total Revenues	(%)	(2)	3	2
Returns on Assets	(%)	(1)	1	1
Returns on Equity	(%)	(2)	3	3
Interest Coverage Ratio	(Times)	5.81	5.50	4.53
Net Debt to Equity	(Times)	1.40	1.18	1.10
<b>Data per Share</b>				
Earnings per Share	(USD)	(0.017)	0.03	0.03
Book Value per Share	(USD)	0.80	0.92	0.97
Dividend per Share	(THB)	1.00	1.20	1.20

\* The Company announced a total dividend of THB 1.00 per share arising from its performance during the period from 1 January 2015 to 31 December 2015, of which THB 0.50 was paid on 25 September 2015. The remaining dividend of THB 0.50 per share for 2015 performance will be paid on 13 May 2016.

**Remark:** Financial figures are based on the consolidated financial statement

## Operational Results

	For the Year Ending 2015	For the Year Ending 2014	For the Year Ending 2013
<b>Coal Sales Volume (Million Tonnes)</b>			
Indominco	13.00	15.27	14.93
Trubaindo	7.10	6.92	7.79
Bharinto	2.76	2.45	1.65
Jorong	1.26	1.23	1.25
Kitadin	3.63	3.10	3.54
Centennial	12.99	15.47	13.59
Thailand	-	0.02	0.05
Other Sources	0.39	-	-
<b>Total Coal Sales Volume</b>	<b>41.15</b>	<b>44.45</b>	<b>42.80</b>
<b>Coal Sales Revenue (Million USD)</b>			
Coal Business:			
Indominco	699	960	1,047
Trubaindo	478	545	671
Bharinto	177	187	146
Jorong	46	52	55
Kitadin	210	205	262
Centennial	646	957	913
Thailand	-	47	33
Other Sources	29	-	-
<i>Total Revenue from Coal Business</i>	<b>2,285</b>	<b>2,953</b>	<b>3,128</b>
Power Business	169	168	191
Other Businesses	22	24	31
<b>Total Coal Sales Volume</b>	<b>2,477</b>	<b>3,145</b>	<b>3,351</b>
<b>Gross Profit Margin (%)</b>			
Indominco	31	32	34
Trubaindo	41	37	32
Bharinto	38	37	53
Jorong	40	46	34
Kitadin	63	54	68
Centennial	25	28	23
Thailand	-	24	43
Other Sources	50	-	-
Coal Business	32	32	31
Power Business	38	33	27
Other Businesses	-10	70	54
<b>Total Gross Profit Margin (%)</b>	<b>32</b>	<b>32</b>	<b>31</b>



## Board of Directors' Review



Mr. Krirk-Krai Jirapaet  
Chairman of the Board of Directors

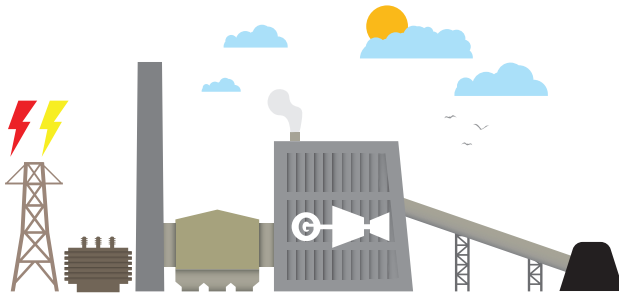
**As in the previous few years, 2015 saw further fluctuation in price and demand for coal. The economic downturn in China and India aggravated the situation to worrisome scale.**

The Board of Directors and the Management were well aware of and had closely monitored the situation. Since 2012, key measures have been executed including the reduction of production and operating costs, and the postponement of unnecessary investment plan. In the 5-year Strategic Plan of the Company, the balancing of investment in coal and power businesses was an essential element. This is to strengthen financial performance, create long term value, and yield positive return to the shareholders and all stakeholders,

In the third quarter of 2015, the Company converted Banpu Power Company Limited, a subsidiary 100% owned by Banpu, into a public company to operate its power core business covering electricity generation and distribution, and investment in power assets, with advanced and eco-friendly technology. This also aims as creating energy stability for the Asia-Pacific region – ASEAN included.

The world economic downturn in 2015 presented tremendous challenges and difficulties for the Management to cope with. Nevertheless, we still managed to gain international and local acclaims for our good work. Dow Jones Sustainability Indices (DJSI) saw Banpu's inclusion two years in succession. The Stock Exchange of Thailand (SET) also granted 'SET Sustainability Awards 2015' to Banpu in recognition of its outstanding role model in business sustainability.





MEMBER OF  
**Dow Jones  
Sustainability Indices**  
In Collaboration with RobecoSAM

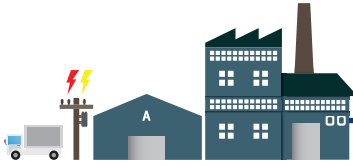
The Company is proud to reiterate that it has always, placed top priority on business ethics, integrity, and good governance, while keeping the best interests of shareholders and all stakeholders. Banpu is firmly committed to the sustainable development of the communities, society and environment in every country where it operates. They are, we believe, the pillars of strength, development, and competitiveness of the Company in the long run.

The Board of Directors would like to express our sincere gratitude to all our stakeholders both local and overseas for their continued support, especially during the challenges in the last few years. The Board pledges its full efforts to strive for a sustainable growth and profitability of Banpu's undertakings.

**Mr. Krirk-Krai Jirapaet**  
Chairman of the Board of Directors



## Senior Executive Officer Review



Mr. Chanin Vongkusolkit  
Senior Executive Officer (SEO)



**I have always emphasized the long view in business and the need for adaptability. I believe these traits are key to survival and success. Energy prices do not move in straight lines. At best we can expect cyclicity, but we must also be prepared for major fluctuations and disruptive technological changes. With this in mind, my focus as SEO was always on fostering a resilient philosophy of continuous improvement, flexibility and long-term investment in stakeholder relationships. I think this philosophy is particularly relevant at this time of change and market volatility. In terms of stakeholder relationships, I am delighted to see the awards and recognition that the Company has received over the past years relating to governance standards, corporate and social responsibility and sustainability policy. I will continue to watch and guide the Company carefully in these areas.**

For over three decades, I led Banpu through several chapters of growth and development and I will continue to supervise the early stages of the Company's new phase of growth going forward. I am delighted that Khun Somruedee, who has been with Banpu since the early days, has accepted to take on the mantle of CEO since April last year. She brings fresh energy and ideas to the job and has both my full confidence and that of the rest of the Board of Directors. With the support of the senior management team around her, she has been able to take over from me smoothly, picking up on initiatives that we had started together in the years prior to her succession.

Banpu's bottom-line has inevitably been impacted by the continued decline in coal prices, but Banpu has been more resilient than most thanks to the diversity of its coal business, a far-reaching cost rationalisation programme and the Company's growing power business. Banpu must continue to be vigilant and must also now set its sights to the longer-term horizon again. And think 'out of the box'.

Our creed of sustainability means that the Company must now make more substantial investments in alternative forms of energy supply with lower overall environmental impact. Allowing Banpu Power to diversify fully into renewable energy and other lower emission power generation will form a key part of this new strategy. But I believe Banpu must also take other steps to becoming both greener and smarter in the years ahead. I will work with Khun Somruedee and other members of senior management to explore new initiatives for innovative, value-creating and synergistic diversification in 2016 and the years ahead. The sheer diversity of our experience, expertise and international footprint provides an excellent platform for this. I have every confidence in Banpu's abilities and am excited to be involved in the next stage of the Company's journey.

Mr. Chanin Vongkusolkit  
Senior Executive Officer



## Chief Executive Officer Review



Ms. Somruedee Chaimongkol  
Chief Executive Officer (CEO)



In my new role as CEO, I will continue to be guided by Khun Chanin's philosophy of sustainability and stakeholder value. Putting this creed into action over the past decade has ensured that although we continue to face challenging market conditions in the short-term, we are in much better shape than most of our competitors. We have a rapidly growing power business and a coal business founded on a diverse portfolio of coal resources, an exceptional network of premium customers and a stable backbone of domestic contracts.

Looking ahead, the focus on sustainability will mean greater emphasis on energy resources and technologies with lower emissions: ultra super-critical coal-fired, gas and renewables. The first step towards this goal will be to unleash the full growth potential of our power business via a floatation on the Stock Exchange of Thailand. Banpu will also seek to leverage its unique Pan-Asia-Pacific footprint and experience by developing new and innovative value-creating opportunities for synergistic diversification.

### Summary of Our Financial Performance in 2015

Despite the continued decline in coal prices, Banpu's financial performance held up well in 2015 thanks to effective cost management and another strong result from the Company's power business.

Banpu group coal sales, including all Indonesian coal sales plus Australian and Chinese coal sales on an equity basis, fell year-on-year by 7% to 45.4 Mt. The weighted average selling price of Banpu's Indonesian and Australian coals also fell: from USD 65.4 in 2014 to USD 54.4 per tonne in 2015. As a consequence of these two factors, consolidated coal business revenues were down by around 17% to approximately USD 2.5 billion.

Banpu's consolidated EBITDA in 2015 was just short of USD 0.5 billion at USD 492 million, down from USD 643 million in 2015. While coal business EBITDA was down by 29% at USD 381 million, power business EBITDA increased for the fourth year running to USD 110 million, up 5% year-on-year. At a consolidated net profit after tax level, the result was rendered negative at -USD 43 million by the combined effect of Banpu's hedging programme and higher taxes. The derivatives impact can be seen mainly as the flip-side of the favorable trends in oil prices and exchange rates.

### Analysis of Our Coal Sales and the Thermal Coal Market

Banpu's coal sales from its operations in Indonesia, Australia and China were all down compared to the previous year. Indonesian coal sales fell by 2% to 28.4 Mt, Australian coal sales by 15% to 13.0 Mt and China equity sales by 7% to 4.0 Mt.



The premium north Asian markets of Japan, Korea and Taiwan continue to represent Banpu's single biggest market group with sales of 11.9 Mt in 2015 or around 26% of the total. The countries of the ASEAN Economic Community combined now represent Banpu's second biggest market group for coal sales, representing the fifth of total volume in 2015 at 9.1 Mt. China was the next biggest market in 2015 at 19% of the total, down by around 2.8 Mt from the year before. Next in terms of volume was Australia, representing 18% of Banpu coal sales or 8.0 Mt. As in 2014, the most important growth market in 2015 was India with sales growing 69% year-on-year to 5.4 Mt. Banpu coal sales to India in 2015 represented 11% of the total.

Banpu's marketing, sales and logistics function has been managed from a regional office in Singapore since 2014. Banpu's unique geographic diversity of coal operations in the Asia-Pacific region - and the depth and breadth of the Company's expertise across the supply-chain from production through to customer delivery - gives the group exceptional opportunities to extract synergy value through blending, aggregation, arbitrage and trading strategies. We will be doing more to develop and exploit this synergy potential in the coming years.

The NEX Index, based on FOB thermal benchmark prices at Newcastle in Australia for high-grade export coal, fell by a further 17% in 2015. The average NEX Index price in 2015 was USD 52.3 per tonne versus USD 63.0 per tonne in the previous year. Continued weakness was a reflection of oversupply in the international seaborne market, insufficient production cutbacks, slowing demand in China and global policy initiatives to reduce dependence on coal-fired power.

Although the year ahead is likely to see further weakness in coal prices, Banpu is in a stronger position than many of its competitors due to the high average quality of its regional coal portfolio

and the high proportion of domestic contracts at its Australian and China operations. Domestic contracts for Banpu's Australia coal business already represent over two-third of target sales for 2016.

In the longer term, current price levels are not sustainable and the laws of commodity economics should bring a reversion of international seaborne prices towards the long run marginal cost of supply to meet demand. As coal resources to get further away from ports, deeper and lower grade, the quality-adjusted cost of delivery in Asia-Pacific is rising. For power generation, the main competition to meet incremental demand is from LNG which still has a high cost on a delivered basis after liquefaction, transportation and regasification.

#### Banpu's Indonesia Coal Business: ITM

Despite strong output levels at Trubaindo and Bharinto, up 3% and 12% respectively year-on-year, generating a combined 10.2 Mt, output from Indominco was down 11% due to high inventory levels reflecting the weaker market environment. Indominco production in 2015 was 13.3 Mt, of which over 90% came from East Block as West Block continues to wind-down. Overall, Banpu's Indonesian mines produced 28.4 Mt in 2015 of saleable coal, down by about 2% versus 2014 and below target.

Total unit costs at ITM were cut by a further 16% in 2015 to USD 49 per tonne. In the fourth quarter of 2015 unit costs averaged just over USD 46 per tonne. This has been achieved mainly by optimising mine plans and by reducing stripping ratios at ITM's biggest operations. Other initiatives have included reducing contractor costs and overhead cost rationalisation. In spite of these efforts, coal price weakness combined with the fall in output meant that EBITDA at ITM was down approximately 14% year-on-year to just under USD 260 million.



### Banpu's Australian Coal Business: Centennial

Centennial's run-of-mine output from its operations in New South Wales in 2015, on an equity basis, fell by 15% year-on-year to 13.0 Mt due to a restructuring programme initiated in late 2014 and early 2015. Capital, men and equipment have been redirected to higher margin operations – and all remaining operations achieved record production milestones in 2015. Production unit costs were held steady at AUD 49 per tonne in 2015 which in USD terms is equivalent to a 35% reduction since 2012. Meanwhile productivity measured as tonnes produced per dollar invested in employee costs and capital expenditure has more than doubled since 2012.

Logistics optimisation has continued to focus on full rail loading automation and longer trains to improve cycle times and unit costs. Centennial's marketing strategy has emphasised domestic contracts at long-term export parity and inflation-linked pricing to stabilise revenues as short-term seaborne remain weak. The impact of falling output and lower average prices meant that Centennial's EBITDA fell to just under AUD 120 million in 2015.

### Banpu's China and Mongolia Coal Businesses

The Gaohe operation in Shanxi province (45% owned by Banpu) achieved another output record at 10 Mt versus 8.6 Mt in 2014. Falling prices, weak demand and the fact that the railway spur only facilitated sales towards the end of the year meant that EBITDA for 2015 fell, however, to just under USD 110 million. The Gaohe mine should benefit from the new Shanxi Lu Guang power project being developed three kilometers from the mine site which will buy around 0.6 Mt per annum from the mine transported via a conveyor belt.

At Hebi Zhong Tai (40% owned by Banpu) in Henan province, output increased year-on-year by 21% to 1.5 Mt and continued manpower-related cost improvements were achieved.

In Mongolia at the Tsant Uul pilot project, Banpu completed the oven plant installation and obtained government inspection approvals. A series of test-runs obtained 5,000 litres of tar oil products. Banpu is now finalising a technical pre-feasibility study and market study for commercial scale operations. At Unst Khudag, a feasibility analysis is also underway to assess the potential for coal conversion and power generation at this site. At the Altai Nuurs project, Banpu completed hydrology and baseline environmental studies and obtained preliminary mining approvals from the government.

### Banpu's Power Business

BLCP (50% owned by Banpu) completed a ninth year of strong operational performance. Due mainly to maintenance at units 1 and 2, EBITDA for the year was down versus the previous year at USD 157 million.

In Laos, development of the vertically-integrated 1,878 MW lignite-fired Hongsa project (40% owned by Banpu) made excellent progress in 2015. The first two units were commissioned in June and November 2015. The final unit is due for commissioning in March 2016. Hongsa generated its first earnings in the second half of 2015 with EBITDA at USD 82 million.

In China, Banpu's three combined heat and power plants in Hebei and Shandong provinces delivered another record performance with an EBITDA contribution of USD 72 million before overheads thanks to higher utilisation at Luannan and Zouping and lower coal prices. In Shanxi province, the new joint venture (30% owned by Banpu) with the Lu'an Group and Gemeng International to develop a 1,200 MW coal-fired power plant made good headway, obtaining all key approvals and with completion of preliminary design and construction bidding. The new plant will use ultra-super critical technology with higher efficiency and lower emissions than conventional power stations. The project is on schedule for commissioning in 2017.



Finally in Japan, Banpu secured agreements to develop seven solar PV projects with total equity capacity of 54 MW of which 4 MW is already in operation. The new capacity will come into operation between 2016 and 2018. This represents Banpu's first investment in renewable energy, a business which the Company will seek to grow in the coming years via new investments and acquisitions.

### Strategic Review: Where Are We Now?

Banpu has been in the energy business for over three decades. We have been through many ups and downs over the years but have always kept our attention firmly fixed on delivering long-term value growth for shareholders and stakeholders. We have become established players in all of the main Asia-Pacific markets: North Asia, Australia, Indonesia and the Greater Mekong region. We have proven expertise and track record in both upstream energy resources development and downstream power generation. This is a tremendous accomplishment and an excellent platform on which to build the future growth of the Company.

Unlike most other upstream energy players, for over two decades Banpu has deliberately pursued a policy of vertical integration and portfolio equilibrium. Our group asset portfolio juxtaposes coal and power while cultivating important vertical and horizontal synergies. Within our coal and power businesses we also have important strategic balancing and synergies at another level. In our coal business, our international sales are balanced by more stable and longer term domestic contracts in Australia, Indonesia and China. In our power portfolio, although we have focused on conventional power over the past decade we now have a rapidly growing renewable energy business starting with the investments we have made in the Japanese solar sector.

Thanks to this long-term strategy of equilibrium and integration, Banpu's fundamentals remain strong in spite of market volatility. In our coal business

we continue to make major improvements in the efficiency of our operations from mine planning through to logistics. Since 2010 group coal output has increased by nearly 20% and we have delivered substantial unit cost reductions of between 30 to 35% in US dollar terms. We can and are going further. Our coal business benefits from a strong network of premium customers and a diverse range of coal qualities enabling us to tailor coal blends to meet customer requirements – and giving us flexibility to adapt to changes in the market. Going forward we will also be more cautious about discretionary capital expenditure and are currently planning a 70% reduction in coal spending over the next five years compared with the last three years.

Our power business has achieved steady growth in EBITDA of about 75% since 2011, now constituting over a fifth of group EBITDA. The Banpu Power initial public offering we are planning is aimed at raising new capital to fund the next phase of growth in our power business throughout the Asia-Pacific region. We are actively evaluating a large number of investment and acquisition projects in both conventional power and renewable power in a multitude of countries around the region. This new growth will come on top of a series of organic growth projects which should already augment our equity power portfolio to around 2.4 GW by 2020.

At a group or corporate level, the combination of these factors has meant that our financial situation remains solid, albeit impacted inevitably by the big fall in coal prices. Our core group EBITDA has remained resilient at just short of USD 500 million in 2015 and our consolidated group cash resources at the end of the year still stood at approximately USD 450 million. This liquidity gives us a good cushion to cope with any further market volatility and to take advantage of new growth opportunities. Finally, although group debt is high, it is characterised by long maturities and highly competitive interest rates. We will aim to reduce our gearing over the next few years.



Last but not least in the area of governance, Banpu's profile is stronger than most. The question of leadership succession was resolved earlier this year with my appointment as CEO and Mr. Peter Parry's as CFO. And we continue to aim for international best practice in all aspects of governance from investor relations to community engagement and environmental standards. In recognition of our governance and sustainability standards, Banpu has been awarded Industry Leader, Industry Mover and Gold Class status by RobecoSAM for the coal and consumable fuels sector. We remain a member of the Dow Jones Sustainability Indices. In the same year we were also awarded the SET Sustainability Award.

### Looking Ahead: Key Themes

Although coal prices are at a long-term low point, Banpu is still in good shape. We are leaner and 'meaner'. We have been through many tough periods over the past three decades and have acted vigorously to adapt the Company to the current market downturn. We have tightened our belts and are now hungry for a new phase of expansion. Banpu has demonstrated its versatility, determination and strategic flexibility many times before - and we will do so again.

There will increasingly be distressed coal-related assets around Asia that we may be able to take advantage of via acquisition or alternative structures. But we will continue to be vigilant and prudent by keeping unit costs and overheads low, streamlining operations and minimising capital expenditure. The planned power business floatation should unleash a new phase of growth for our power business while releasing some funds back to Banpu to reduce group gearing.

Through our power business and via new initiatives, Banpu is going to get a lot *greener* over the coming years. We also intend to get a lot *smarter* by exploring and exploiting innovate new areas of synergistic diversification and expansion. Watch this space!

On that note, I would like to thank Khun Chanin and the Board of Directors again for their confidence in me. I am deeply honored. Khun Chanin has been my mentor and inspiration since I commenced my career with Banpu in the early 1980s. I will continue to seek his invaluable guidance and counsel. He has been instrumental in building Banpu into the regional energy group it is today: an extraordinary achievement which I have had the privilege to witness at first hand. His integrity, ethical standards and overwhelming emphasis on cultivating sustainable stakeholder value are a profound legacy not only for Banpu, but for companies throughout Asia. I will do my best to work with all our staff and stakeholders to live up to the standards that he has set for the Company.

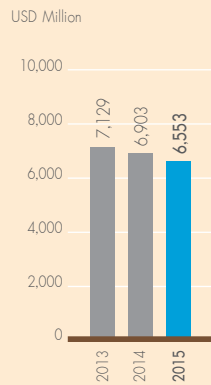
**Ms. Somruedee Chaimongkol**  
Chief Executive Officer



## Key Financial Results

### Total Assets

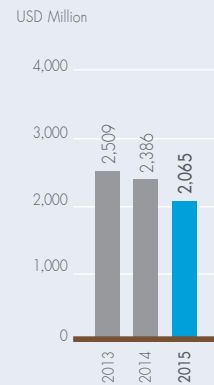
As of 31 December 2015, total assets were USD 6,553 million, which was down USD 350 million compared to a year earlier. This was a result of the fall in cash totaling USD 5 million, an increase in joint venture investment in the power and solar-energy businesses totaling USD 82 million, a net decline of machinery and equipment totaling USD 152 million, an increase in investments in machinery and equipment of coal mines in Indonesia and Australia by USD 200 million, the booking of USD 164 million depreciation cost and an exchange rate loss of USD 165 million due to changes in currency and others.



### Total Shareholder's Equity

Shareholders' equity fell 13% or USD 320 million to remain at USD 2,065 million compared to the year ending 31 December 2014. The fall was a result of USD 43 million net loss in 2015, differences from exchange rate conversion of financial statements of subsidiaries booked in foreign currency totaling USD 173 million and USD 141 million dividend expenses.

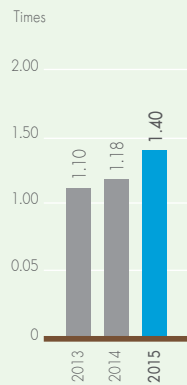
At the same time, the increase was a result of changes in fair value of securities reserved for sales, derivatives bought for hedging purpose and others totaling USD 12 million as well as USD 25 million worth of non-controlling interest.



### Net Debt to Equity Ratio

Net debt totaled USD 2,893 million, which represented an increase of USD 80 million from a year ago due to an additional USD 163 million loan, an additional issuance of USD 112 million worth of debentures and the redemption of debentures totaling USD 70 million. In addition, there was a gain from exchange rates resulted from debenture conversion as at the end of the year totaling USD 99 million plus an increase of cash and short-term investments of USD 26 million.

Net Debt to Equity ratio (D/E ratio) rose from 1.18 in 2014 to 1.40 a year later.

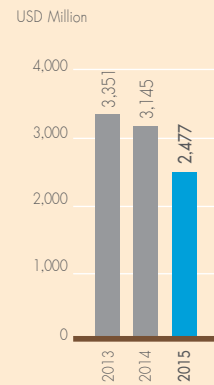


### Total Sales Revenues

Total sales revenues were USD 2,477 million, which was down 21% or USD 668 million from the previous year due largely to the decline of both volumes of coal being sold and its average prices which fell from the year before due to a constant weakening of coal prices in the world's market.

41.2 million tonnes of coal were sold in 2015. Of this, 28.2 million tonnes were from Indonesian mines while the remaining 13.0 million tonnes came from our mines in Australia.

An average sales price of coal from Indonesia and Australia mines in 2015 stood at USD 58.35 per tonne and USD 65.90 per tonne, respectively.



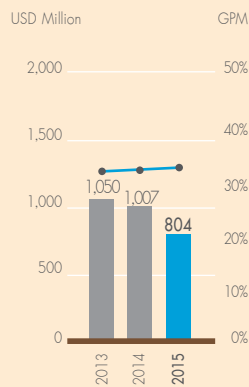




## Gross Profit and Gross Profit Margin

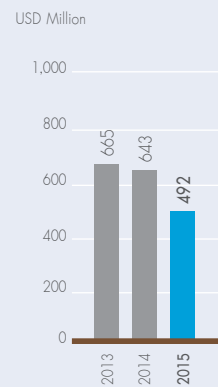
Gross profit in 2015 totaled USD 804 million, which was down by USD 203 million. While Gross Profit Margin (GPM) in 2015 stood at 32%, the coal business's GPM was 32% while that of the power business was 38%. The GPM of the coal business remained stable thanks to productivity improvement measures, production cost management and weakening fuel prices which fell in the same direction as the world's crude oil prices.

However, the decline of coal prices lowered the costs of the coal-fired power business, making its GPM to rise from the previous year.



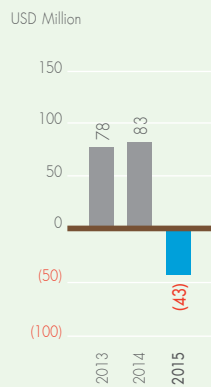
## EBITDA

Earnings before tax, interest, depreciation and amortisation (EBITDA) totaled USD 492 million, which went down 24% or a total of USD 152 million from the same period a year ago. Of this, USD 382 million was EBITDA from the coal business while the remaining USD 110 million was from the power business.



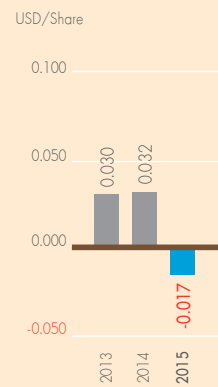
## Net Profit (Loss)

Net loss for the year ending 31 December 2015 totaled USD 43 million. The coal business was still facing ongoing challenges from the weakening of coal prices in the world markets. However, the power business continued to generate strong incomes and was an important source of profit that remained critical to the overall performances.



## Earnings Per Share (EPS)

For the year ending 31 December 2015, loss per share was USD 0.017, which was down from last year's earnings per share (EPS) of USD 0.032.





## Summary of Major Changes and Developments in the Past Year and Major Current Events

### 15 January 2015

Shanxi Luguang Power Co., Ltd. was approved by Ministry of Commerce, Shanxi Province, People's Republic of China, to be incorporated with a registered capital of RMB 1.5 billion. The firm is a joint venture in the energy business between Banpu Power Investment Co., Ltd. which is Banpu Plc.'s subsidiary, Shanxi Lu'an Mining (Group) Co., Ltd. and Gemeng International Energy Co., Ltd. Banpu Group holds 30% of share in Shanxi Luguang Power. The joint venture is for co-developing the Shanxi Lu Guang power plant, a new 1,320 MW coal-fired power plant to be located in Shanxi Province, People's Republic of China. On 30 April 2015, Banpu Group paid USD 9.75 million for the stake.

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### 9 April 2015

The Board of Directors appointed Ms. Somruedee Chaimongkol as Chief Executive Officer to succeed Mr. Chanin Vongkusolkrit, effective from 10 April 2015.

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### 2 June 2015

Hongsa Power Co., Ltd. ("Hongsa"), a joint venture company in which Banpu holds 40%, saw its Unit 1 start the commercial operation as planned. Hongsa operates a coal-fired Mine Mouth Power Plant located in Xayaburi Province, Lao PDR. The power plant, with an installed generating capacity of 1,878 megawatts, consists of three generation units, each of which produces 625 megawatts of electricity. The power plant's Unit 2 meanwhile debuted its commercial run on 2 November 2015. Unit 3 will see its commercial operation commence in March 2016.

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### 30 June 2015

Banpu Group additionally acquired 40% of investment in Akira Energy Limited from the third party for THB 115 million or an equivalent to USD 3.4 million. Banpu's acquisition of Akira Energy Limited's additional stakes means Banpu's stake in Akira has increased from 60% to 100%, which transforms Akira Energy Limited from an affiliate to a subsidiary.

### 29 July 2015

The Board of Directors resolved to issue Initial Public Offering (IPO) shares of Banpu Power Co., Ltd. ("BPP") to the public as well as to list the Company in the stock exchange ("Listing Plan"). The IPO to be offered to the public will not exceed 35% of BPP's registered capital following its capital increase while Banpu will remain a shareholder with controlling power in BPP by holding no fewer than 65% of its registered capital after the capital increase. The IPO under the listing plan will have a dilution effect to Banpu's stake in BPP.

Banpu Power Co., Ltd. registered to convert its status to become Banpu Power Public Company Limited on 10 September 2015

In addition, on 27 October 2015, BPP applied for permission to launch BPP's IPO as well as submitted a form detailing an offering of the securities and a draft prospectus to the Securities and Exchange Commission (SEC). BPP expects to offer no more than 648,492,500 capital-increase ordinary shares. (Of this, BPP will offer no more than 210,000,000 capital-increase shares to Banpu's shareholders based on the pre-emptive rights and will allocate no more than 50,000,000 million capital-increase shares to accommodate the rights exercise of BPP's warrants to be issued and offered to Banpu Group's directors and employees). BPP's IPO and shares for the rights exercise of BPP's warrants will however not exceed 35% of BPP's registered capital following its increase while Banpu will remain a shareholder with controlling power in BPP by holding no fewer than 65% of its registered capital after the capital increase. BPP plans to spend money generated from the IPO (1) to repay its loans; (2) to expand its business locally and overseas; and (3) as a working capital.



## 26 August 2015

The Board of Directors approved an interim dividend payment from the retained earnings and the operating profit during the six-month period ending 30 June 2015 for 2,581,878,550 eligible shares at a rate of THB 0.50 per share or THB 1,290.04 million in total. The dividend payment was appropriated from the corporate income tax-exempted profit, on which the shareholders would not be entitled to tax credits. The interim dividend was paid on 25 September 2015.

## 30 October 2015

Banpu Coal LLC, ("BLLC"), Banpu's subsidiary in Mongolia in which Banpu held 100% of the shares, registered to dissolve the Company with Department of Commercial and Business Registration, Mongolia, and the liquidation was completed. BLLC operated neither the electricity nor the power businesses for so many years. Neither did it do any business. The dissolution thus had no effect to Banpu's business in any manner.

Banpu Group increased its stake in PT. Indo Tambangraya Mekah Tbk ("ITM"), which is Banpu's indirect subsidiary, from 65% to 65.14%.

## During 2015,

Banpu Group signed a joint venture agreement to set up BPPR Co., Ltd. where it held 75% of the company's registered capital which, based on the equity price, accounted for USD 2,078.

## During 2015,

Banpu Group acquired 60% of Hokkaido Solar Estate's registered capital from the third party at a price of USD 1.67 million. This was an investment in an affiliate.

## 25 December 2015

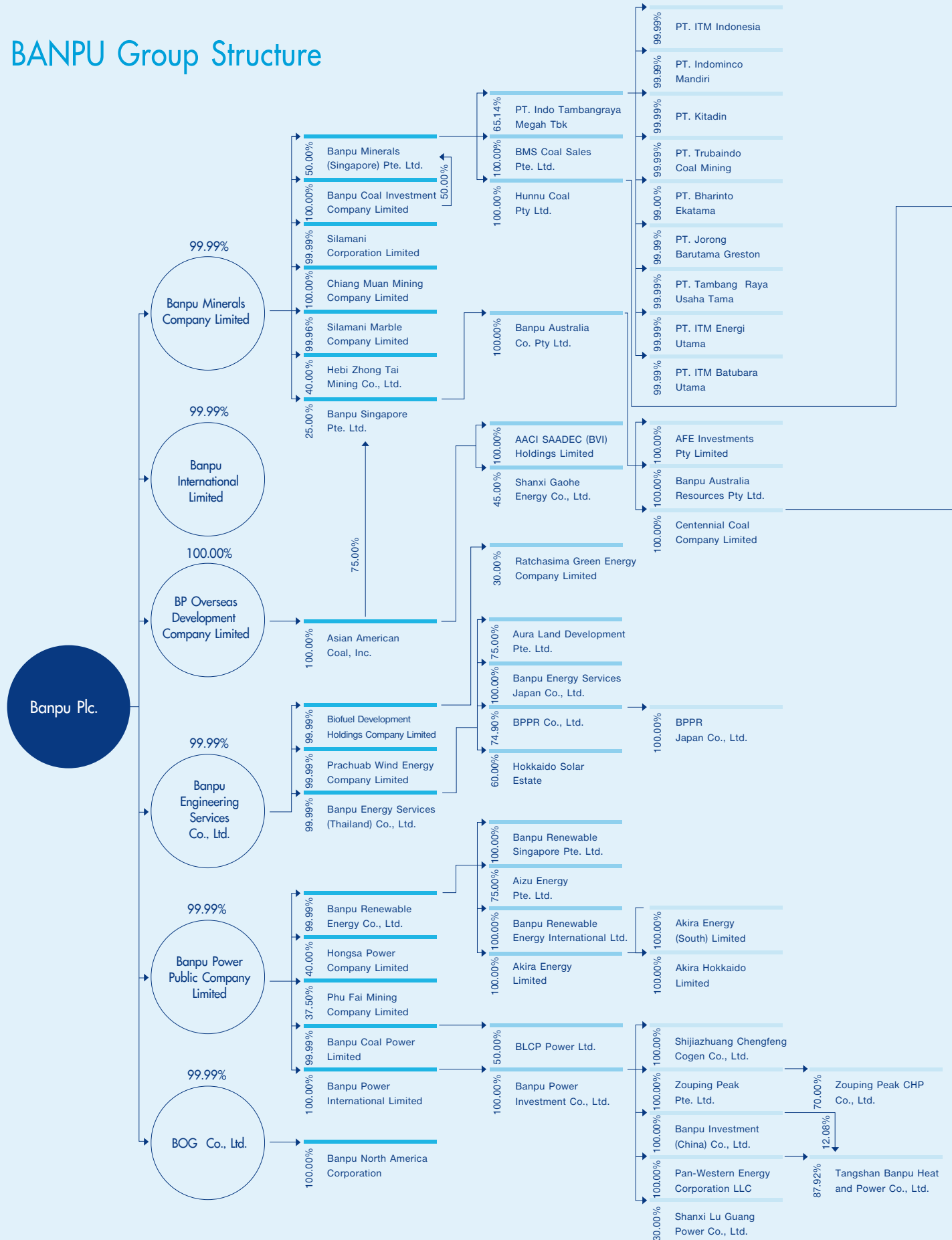
TRIS Rating Co., Ltd. maintained the credit rating and the rating of Banpu Plc.'s existing senior unsecured debentures at "A+". This reflected Banpu's leadership in the coal industry in Asia-Pacific region, a variety of high-quality products and a diverse customer base, solid liquidity and a stable cash flow from the power business. The credit rating company also takes into consideration Banpu's plan to list its power subsidiary Banpu Power in the Stock Exchange of Thailand (SET) is expected to be used to lower its debt obligations. A supply glut, a slowdown in demand for coal worldwide, especially in China, the world's largest coal consuming nation, and meaningful measures and policies nations are taking to reduce greenhouse gas emissions are rating concerns.

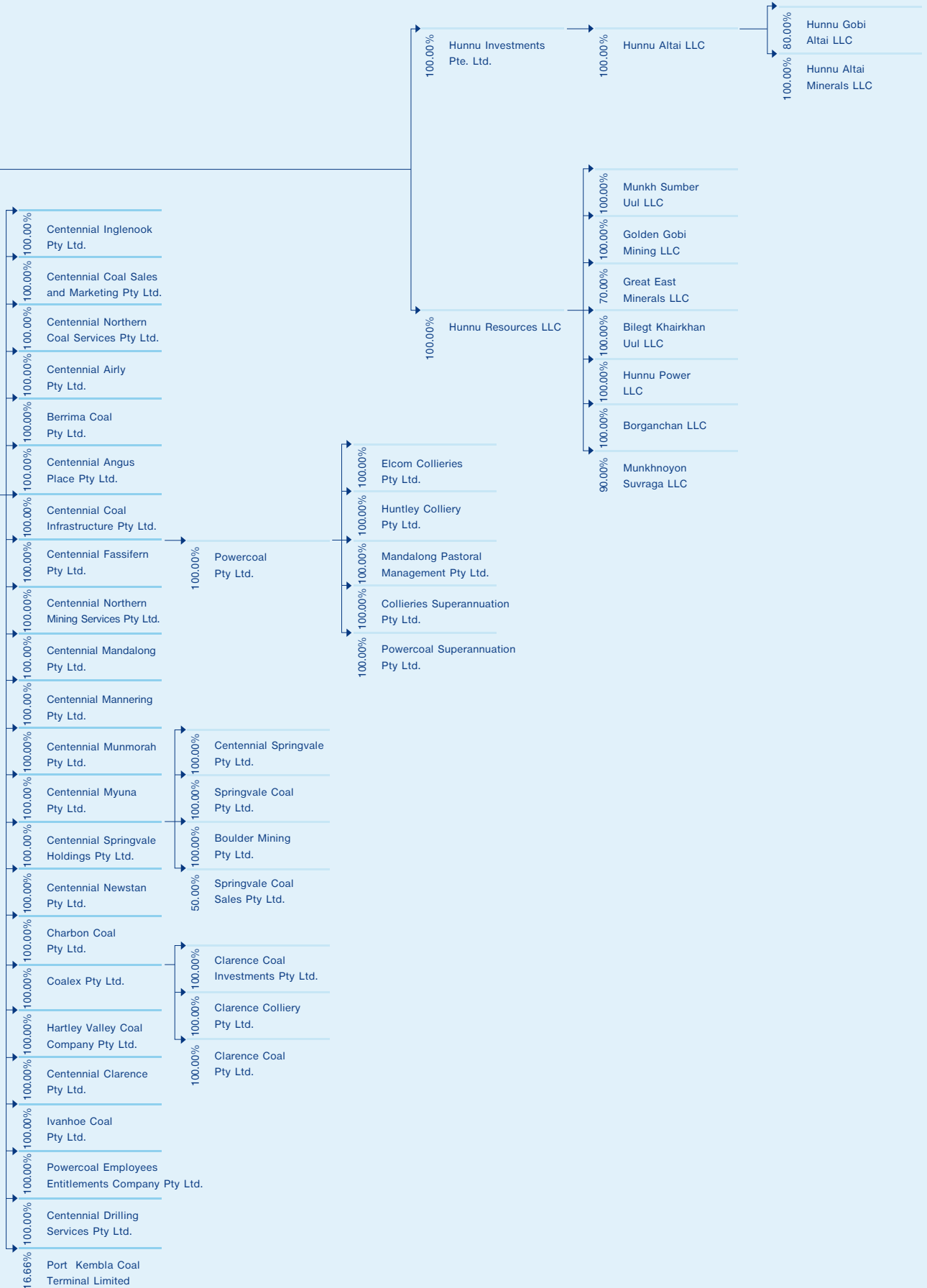
## 18 February 2016

On the Board of Directors approved a dividend payment for its 2015 operations, covering the period from 1 January – 31 December 2015, at a rate of THB 1.00 per share, with an interim dividend payment having already been paid at rate of THB 0.50 per share on 25 September 2015. The remaining dividend payment for the 2015 operations is, therefore, THB 0.5 per share, which will be paid out of the retained earnings and the operating profits for the period of 1 July 2015-31 December 2015 at a rate of THB 0.5 per share. The dividend payment will be appropriated from corporate income tax-exempted profit, on which the shareholders would not be entitled to tax credits. The dividend payment is scheduled for 13 May 2016.



# BANPU Group Structure



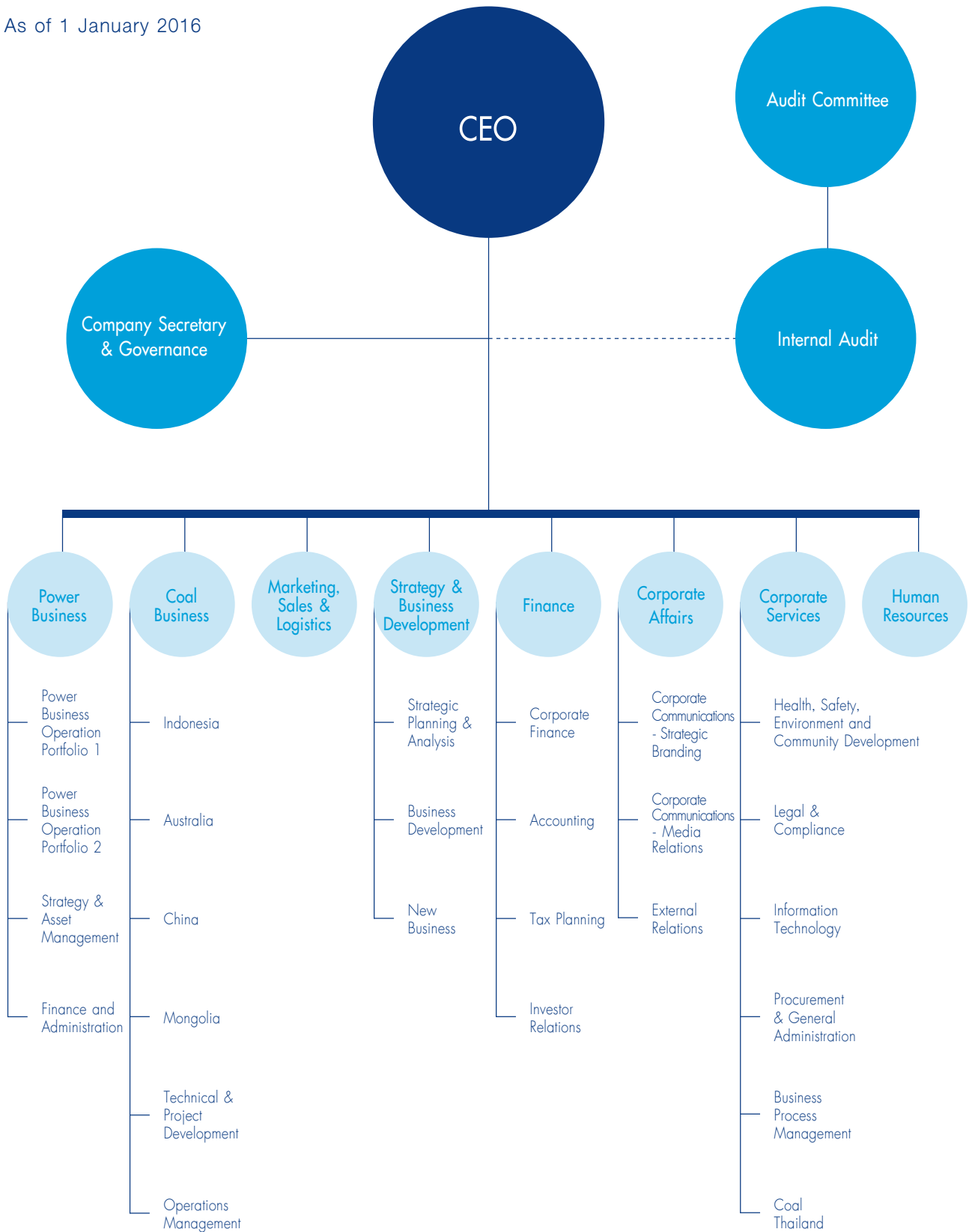






# Banpu Organisational Structure

As of 1 January 2016





## Management Structure

The Company's management structure as of 31 December 2015 consists of the Board of Directors and executive officers. The Board of Directors consists of independent directors, non-executive directors and executive directors. Independent directors account for 46% of the Board membership.

The Board set up three sub-committees, namely, the Audit Committee, the Corporate Governance and Nomination Committee and the Compensation Committee.

The Board also requires that Chairman of the Board, Chairman of the Audit Committee, Chairman of the Corporate Governance and Nomination Committee, Chairman of the Compensation Committee and all directors in the Audit Committee be independent directors.

### 1. The Board of Directors consists of:

1. Mr. Krirk-Krai Jirapaet  
Chairman of the Board of Directors  
Independent Director
2. Mr. Anothai Techamontrikul  
Vice Chairman  
Independent Director
3. Mr. Rutt Phanijphand  
Independent Director
4. Mr. Teerana Bhongmakapat  
Independent Director
5. Mr. Suthad Setboonsarng  
Independent Director
6. Mr. Sudiarmo Prasertio  
Independent Director
7. Mr. Metee Auapinyakul  
Director
8. Mr. Chanin Vongkusolkit  
Director
9. Mr. Ongart Auapinyakul  
Director

10. Mr. Rawi Corsiri  
Director
11. Mr. Buntoeng Vongkusolkit  
Director
12. Mr. Verajet Vongkusolkit  
Director
13. Ms. Somruedee Chaimongkol  
Director

Remarks: Annual General Meeting of shareholders for 2015 approved the member of Company's directors from 12 to 13 persons and appointed Ms. Somruedee Chaimongkol to be a new director, effective from 4 April 2015 onwards.

### Authorised Signatory Directors on Behalf of the Company

Any two of the following six board members have the authority to sign on behalf of the Company: Mr. Chanin Vongkusolkit, Mr. Metee Auapinyakul, Mr. Ongart Auapinyakul, Mr. Verajet Vongkusolkit, Mr. Rawi Corsiri and Ms. Somruedee Chaimongkol. The two individuals are authorised to sign jointly on a document affixed with the Company's seal.

### Duties and Responsibilities of the Board of Directors

The Board of Directors is accountable to shareholders with respect to managing the Company and supervising its management so that the firm achieves its goals while shareholders' interests are maximised. At the same time, the Board of Directors makes sure that the Company's business operations are in compliance with the Code of Conduct while the interests of all stakeholders are considered.

The Board of Directors has a duty to comply with the laws, objectives and regulations of the Company and with resolutions of the shareholders' meeting. It must perform duties with integrity and must safeguard short and long-term interests of shareholders. The Board also complies with rules and regulations of the Stock Exchange of Thailand (SET), the Office of





the Securities and Exchange Commission (SEC) and the Capital Market Supervisory Board established according to the Securities and Exchange Act, B.E 2535 as amended by the SEC Act (No. 4), B.E 2551.

The Board formulated the “Banpu Public Company Board of Directors' Practice” in 2009 as a guideline for the Board of Directors. The handbook details definitions, composition and criteria of the Board, directors' qualifications, terms of office and vacancies, duties and responsibilities of the Board as well as meetings and voting procedures. It was amended and edited in 2011 and 2012 to reflect changing responsibilities and business climates.

To comply with the practices, the Board entrusts the CEO to run the Company's business and to supervise the Company's operations.

The Board has also formulated a charter for the Audit Committee, the Corporate Governance and Nomination Committee and the Compensation Committee as a guideline for their duties.

The Board also organises an orientation session for new directors so that they are aware of what Banpu expects from them. Through orientation, the directors learn about their roles and responsibilities, about Banpu corporate governance policy and practices, and about Banpu business and operations. In addition, visits to the Company's different operational units are arranged for new directors. These activities are carried out in order to prepare them thoroughly for their role as Banpu directors.

The Board of Directors has a policy to expand all directors' horizons on corporate governance, industrial outlook, businesses, new technology and innovations. Directors are encouraged to attend seminars or training held by the Thai Institute of Directors (IOD) and other reputable institutions to sharpen their performance. In addition, seminars are held with the management to transfer technical knowledge and experience directly related to the Company's business.

The Board of Directors also holds a joint meeting between independent directors and non-executive directors at least twice a year to allow directors to freely express and discuss opinions relating to management. The Company Secretary is required to submit a summary report of these meetings to all directors.

In addition to the Board of Directors' meeting, the Board also requires a “Board Retreat” to be held annually to provide directors an opportunity to raise issues of interest, express opinions or provide recommendations with the aim of improving teamwork and planning administrative direction.

The Board of Directors requires that the Board itself be subject to a performance evaluation once a year. Independence of directors is also assessed on an annual basis. This duty is entrusted to the Corporate Governance and Nomination Committee.

The Board has required the three sub-committees to do their own self-assessment. The forms are provided by the Corporate Governance and Nomination Committee and each has the same standard. These forms focus on roles and responsibilities corresponding to each Committee's charter. The sub-committees have used the assessment forms as part of their performance report presented to the Board annually since 2012.

## 2. The Audit Committee consists of:

1. Mr. Teerana Bhongmakapat  
Chairman of the Audit Committee
2. Mr. Rutt Phaniijphand  
Member
3. Mr. Suthad Setboonsarng  
Member

The Audit Committee's term of office is three years from April 2013 to April 2016.

The Audit Committee has knowledge and experience in accounting and finance, Mr. Rutt Phaniijphand, a member of the audit committee has a duty to review the Company's financial statements with his knowledge, expertise and adequate experience.



In the 5/2015 Audit Committee meeting, held on 11 May 2015, Mr. Vorravit Varutbangkul was appointed as Head of the Internal Audit Department and Secretary of the Audit Committee. This appointment has been effective since 1 April 2015. Mr. Vorravit Varutbangkul has more than 12 years of experience in managing and conducting professional internal audit to international standards. He is a Certified Public Accountant (CPA). Moreover, he has excellent understanding of the Company's operations.

#### Duties and Responsibilities of the Audit Committee

The Audit Committee has a duty to review the Company's financial statements, its adequacy of internal control and risk management systems, and compliance with applicable laws and regulations. The Audit Committee is also required to prepare a report or to give opinions to the Board of Directors for approval or for submission to the shareholders' meeting, as appropriate. (See more information in Banpu's website at [http://www.banpu.com/en\\_subcommittee.php](http://www.banpu.com/en_subcommittee.php))

### 3. The Corporate Governance and Nomination Committee

- consists of:
1. Mr. Anothai Techamontrikul  
Chairman of the Corporate Governance and Nomination Committee
  2. Mr. Rawi Corsiri  
Member
  3. Mr. Verajet Vongkusolkit  
Member
  4. Mr. Sudiarso Prasetyo  
Member

The Corporate Governance and Nomination Committee's term of office is three years from April 2013 to the 2016 Annual General Meeting of Shareholders.

#### Duties and Responsibilities of the Corporate Governance and Nomination Committee

According to its charter, the Corporate Governance and Nomination Committee has two major duties. Firstly, to review the Corporate Governance Policy and the Code of Conduct and monitor compliance of the policy and practices within Banpu's Code of Conduct. Secondly, to nominate directors and the

Chief Executive Officer, to review a succession plan in order to nominate appropriate persons to fill the management positions (for department head level and higher), and to submit recommendations to the Board of Directors for approval or for submission to the shareholders' meeting, as appropriate. (See more information in Banpu's website at [http://www.banpu.com/en\\_subcommittee.php](http://www.banpu.com/en_subcommittee.php))

### 4. The Compensation Committee

- consists of:
1. Mr. Rutt Phaniyphand  
Chairman of the Compensation Committee
  2. Mr. Buntoeng Vongkusolkit  
Member
  3. Mr. Teerana Bhongmakapat  
Member

The Compensation Committee's term of office is three years from April 2013 to the 2016 Annual General Meeting of Shareholders.

#### Duties and Responsibilities of the Compensation Committee

The Compensation Committee's duty is to provide advice related to compensation management to the Board of Directors for approval or for submission to the shareholders' meeting, as appropriate. (See more information in Banpu's website at [http://www.banpu.com/en\\_subcommittee.php](http://www.banpu.com/en_subcommittee.php))

### 5. The Management\*

- consists of:
1. Ms. Somruedee Chaimongkol  
Chief Executive Officer
  2. Mr. Somyot Ruchirawat  
Deputy Chief Executive Officer
  3. Mr. Voravudhi Linananda  
Chief Operating Officer
  4. Mr. Peter Parry  
Chief Financial Officer
  5. Mr. Sathidpong Wattananuchit  
Assistant Chief Executive Officer -  
Corporate Services
  6. Mr. Akaraphong Dayananda  
Head of Strategy and Business Development
  7. Ms. Udomlux Olarn  
Senior Vice President - Corporate Affairs



**Note:** \* After the CEO, the next four executives as announced in the company's organisation structure effective from 1 January 2009, revised in 2013 and 2015 are appointed to manage the coal business unit, the power business unit, finance, corporate services, strategy and business development and corporate affairs respectively. Mr. Somyot Ruchirawat has been appointed as Deputy Chief Executive Officer and Mr. Voravudhi Linananda has been appointed as Chief Operating Officer since 1 January 2013.

### Duties and Authority of Chief Executive Officer

The Board of Directors sets operational goals for the CEO and evaluates her performance every year. The CEO then evaluates the performance of executive officers and senior executive officers by using goals and evaluation criteria linked closely with Banpu's strategic plan and annual operating plan, and uses this information to set appropriate and attractive compensation packages and incentives. (For more information, please see 56-1 Form: CEO's duties and responsibilities)

## 6. The Independent Directors, who Account for 46% of the Company's Board of Directors, are:

1. Mr. Krirk-Krai Jirapaet  
Independent Director
2. Mr. Suthad Setboonsarng  
Independent Director
3. Mr. Teerana Bhongmakapat  
Independent Director
4. Mr. Sudiarso Prasetio  
Independent Director
5. Mr. Rutt Phanijphand  
Independent Director
6. Mr. Anothai Techamontrikul  
Independent Director

Banpu has defined the qualifications of "Independent Directors" according to the Notification of the Capital Market Supervisory Board No. TorJor. 4/2552 dated 20 February B.E. 2552. (For more information, please see 56-1 Form and the Notification of Capital Market Supervisory Board No. TorJor. 4/2552 dated 20 February, B.E. 2552).

## 7. Company Secretary

The Board of Directors has appointed Ms. Boonsiri Charusiri as Company Secretary, whose duties and responsibilities are as stipulated in the Securities

and Exchange Act (No. 4), B.E. 2551, an amendment of the Securities and Exchange Act B.E. 2535. The Company Secretary is responsible for organising meetings for the Board of Directors and shareholders, ensuring compliance with the meetings' resolutions, and advising the Board on rules and regulations to which it must comply. Additionally, the Company Secretary is responsible for preparing and keeping the register of directors, Board meeting invitation letters, Board meeting minutes, the Banpu Annual Report, invitation letters to attend the shareholders' meeting and records of its minutes, the report on conflict of interest of directors or executive officers and other duties as required by the Capital Market Supervisory Board. (The qualifications of Company Secretary stated in 56-1 report regarding the details of the Board of Directors and the Management.)

### Nomination of Directors and Executives

The Corporate Governance and Nomination Committee will nominate new directors to fill vacancies which arise due to completion of term of office or other reasons. Nominations are made according to the following procedures:

1. The Committee will review the structure and composition of Board of Directors to strengthen its status.
2. The Committee will review general and specific qualifications of independent directors, add new nomination criteria and qualifications to suit the Company's requirements and circumstances and ensure compliance with SET requirements. The Corporate Governance and Nomination Committee will subsequently submit nominations to the Board of Directors for approval before seeking a resolution at the Annual General Meeting of Shareholders and making an official appointment.

For the nomination of executives, the Corporate Governance and Nomination Committee monitors a succession plan covering CEO, COO and senior executives to ensure that the Company will have competent executives with proper expertise and experience to fill important positions in the future.



# Marketing and Competition

## Market

### 1. Global Thermal Coal Market

Two major markets of imported coal are Asia and Europe and most imported coal is used in power plants. In 2015, demand for imported coal around the globe shrank dramatically, the first major fall in the past 10 years. China cut coal imports due to its economic slowdown and over supply of local coal. Moreover, India's coal import did not grow while coal import in Europe went down. Higher coal imports in Asia and South America could not offset the decline of demand in China and Europe. This resulted in a 75 million tonne fall in the global coal market last year compared to the year before.

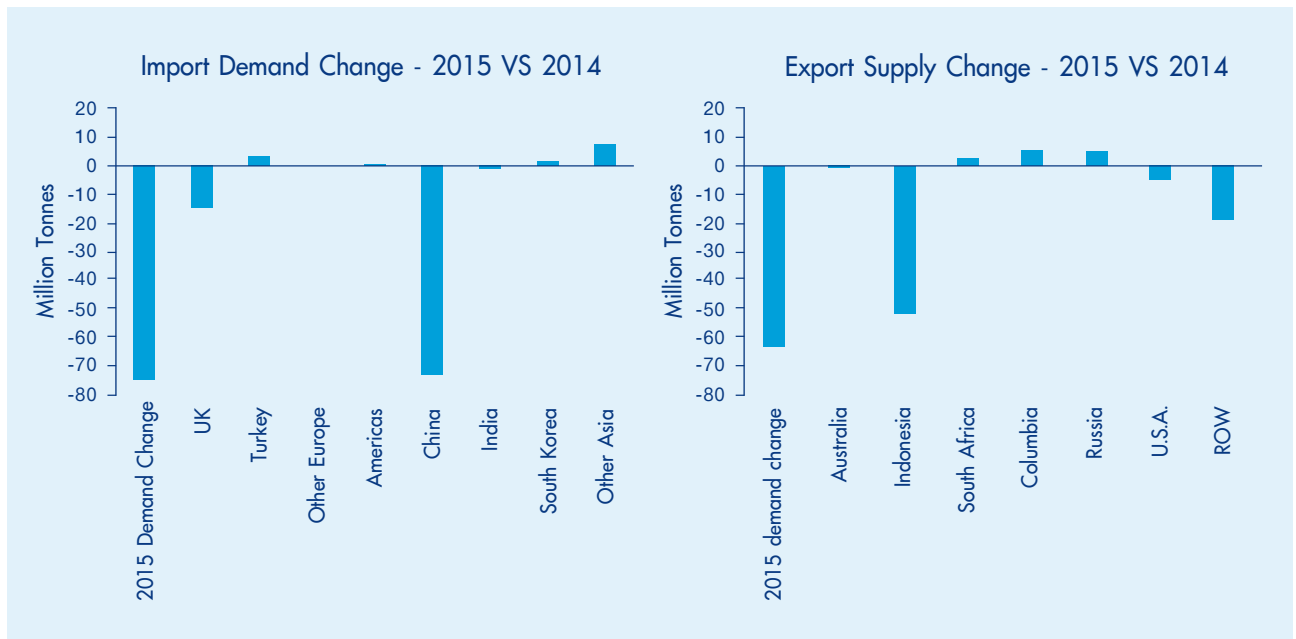
The Asian coal market is the biggest in the world. In 2015, coal trade in Asia was 78% of total international coal trade. Major coal importers were India, China, Japan, South Korea and Taiwan.

China, which used to be the world's largest coal importer, has faced economic slowdown, and this prompted only a modest growth in electricity consumption. Moreover, electricity generated from hydro and nuclear power plants surged significantly while electricity demand from coal-fired power plants did not rise. Coal production capacity in China outpaced demand, competition was very intense and prices fell sharply. The Chinese government then put in place measures to constrain coal import in an attempt to help local coal producers. In doing so, coal imports to China went down dramatically last year affecting the global coal industry as well. At the same time, coal demand in India was declining because of their economic downturn. The Indian government responded by encouraging local producers to increase their coal production, reducing demand for imported coal last year.

Coal imports in China and India remain uncertain because of the two countries ability to increase their local coal production. However, other major markets including Japan, South Korea, Taiwan, Malaysia, Thailand and the Philippines have steady demand for imported coal because the supply of local coal is limited. Last year, coal users in these countries have started using higher quality coal to maximize benefits to buyers from reduced global coal prices. This sustained the demand of premium coal, although the prices were slashed to compete.

Meanwhile, Indonesia and Australia are still the major coal producers and exporters in Asia. China's coal import reduction last year largely hurt Indonesia because the lower amount of imported coal was mostly low-quality coal from Indonesia, so its coal export plummeted significantly. The coal export from Australia last year was similar to the year before. Australian coal producers were pressured by the "Take-or-pay" Contracts they have with rail and port operators, and had to transport coal at agreed amounts or else be faced with fines.

In the past year, Russia exported more coal to Asia to offset the shrinking European market and the price of Russian coal fell on the back of Ruble depreciation. At the same time, South Africa sent a higher amount of lower quality coal to Asia to compete with the others in India while the price of premium coal was maintained. The Asian coal market has excess supply and this has pressured the coal price.



In Europe, major import countries are the United Kingdom, Germany, Turkey, Italy and Spain where most imported coal is used in coal-fired power plants. In the past year, overall coal import to Europe dropped, due mainly to the lower import in the UK, which raised a higher carbon tax to curb the carbon dioxide emissions. Natural gas prices have reduced, so costs of coal-fired power plants in the UK became higher than their natural gas equivalents. Meanwhile, other countries in Europe delayed raising environmental taxes in the face of unfavorable economic conditions, allowing coal-fired power plants in many European countries to compete against others.

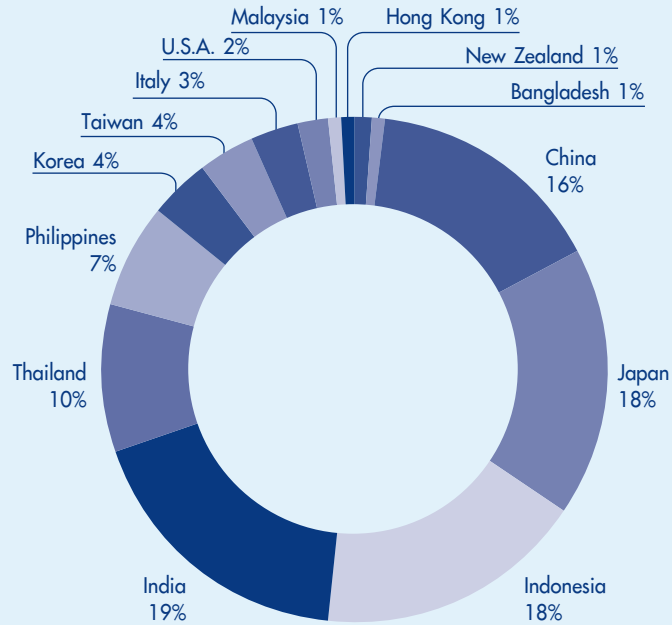
Last year, the weather in Europe was not cold enough to warrant high electricity consumption and the supply of electricity and renewable energy from hydro, wind and solar increased enormously. Old coal-fired power plants in Europe have been gradually retired under the Industrial Emission Directive (IED) scheme to reduce CO<sub>2</sub> gas emission. This translated to a sharp reduction of coal demand in Europe. While many European countries have plans to retire old coal-fired plants, Turkey just began an operation of new coal-fired power plant. This drove imported coal demand in Turkey but it could not offset the falling demand in the UK.

Coal producers and exporters to the European market included Colombia, Russia, South Africa and the US. After coal demand shrank, the coal market in Europe saw intense competition and coal price has gradually declined and this made American coal unable to compete in this market. However, the US did not see the big drop of coal export because the Take-or-pay Contracts have driven a number of coal exporters to continue exporting their coal. At the same time, coal production cost in Colombia, Russia, and South Africa went down on the back of their weak currencies and lower oil price. This helped them survive when coal price was on a decline.

In 2015, Banpu sold a total of 28.4 million tonnes of coal produced in Indonesia, with India being the top buyer. Sales to India comprised 19% of the total sales volume, followed by Japan, and China, which accounted for 18% and 16% respectively. The Company began selling more coal to India to offset the falling sales to China because of the reduction of coal import. It has also expanded into Bangladesh, which is an emerging market. It is worth noting that while the Company's sales covered most regions across the globe, the largest proportion of sales was in Asia, where there was high growth, but spread out across the region to ensure income stability.



Percentage of 2015  
Sales Volume by Country



### Competition Strategies

As the global coal demand contracted remarkably in 2015 in the face of persistent oversupply, market competition has become more intense with the coal prices continuously declining. In order to compete and grow with sustainability, the Company employed the following marketing strategies:

- **Centralised Marketing**

The Company has established a centralised marketing unit, BMS Coal Sales Pte. Ltd., in Singapore to oversee marketing and sales of coal from mines in Indonesia and Australia. This aims to synergise marketing activities, and increase its efficiency in collaborating with customers. Moreover, the Company has recruited seasoned marketing experts, who can speak the Japanese language among others, and possess in-depth experience in Japan's coal market, to look after the high-end segment of North Asia.

- **Market Segmentation and Targeting**

The Company has categorised the market based on market demand and product diversification. It has been targeting premium markets, such as Japan, by offering highest-quality products.

Meanwhile, lower-grade coals can be supplied to large coal-fired power plants, which require quality consistency and delivery reliability. The remaining products can be exported to highly competitive markets like India. This has enabled the Company to maintain its customer base in major markets during the coal oversupply.

- **Product Development and Value Chain Management**

The Company has improved its coal quality by blending coals from different mines, customising them to meet specific customer demand. Third-party coals have also been integrated in order to enhance the Company's product quality, adding value while reducing the environmental impact at the time of use. Also, the computer-based Shipment Demand Pull system introduced to the Company's entire Indonesian supply chain, allows for effective planning of production, stockpiling, transportation, and delivery of the products, with accuracy in terms of quantity and quality.

- **Customer Relationship Management**

The Company conducted a customer satisfaction survey by sending questionnaires and having one-



on-one interviews to understand specific customer needs and enhance customer relationships. It has highlighted customer suggestions to improve the Company's work processes. Moreover, the Company has promoted good relationships with customers through various activities, including regular reporting of performance, exchange of market information, visits by customers, and provision of technical support. All these help to draw closer to customers and develop long-term relationships.

- **Strengthening the “Banpu” Brand**

Banpu continues to strengthen the “Banpu” Brand as a leading energy provider in Asia through its business operations. The focus is on reliability in coal production and delivery, both in terms of quantity and quality, and the ability to supply the market in the long-term. The Company has also continued to sponsor several international coal conferences around the world. Banpu management are invited as guest speakers. This gives Banpu the opportunity to earn greater recognition among other producers, distributors, and users. Today, Banpu is recognised in the global market as a leading coal producer.

## 2. Indonesia's Coal Market

The coal production in Indonesia last year totaled 453 million tonnes, reflecting a 9.4% drop or 47 million tonnes year-on-year. The export sales plummeted dramatically due mainly to the declining coal imports by China. Most of the small and medium coal producers saw their production dropping significantly. However, outputs from large operators were sustained almost at the same levels thanks to their solid customer base, and long-term client contracts. About 82% of coal produced in Indonesia is exported to overseas countries, such as India, China, Japan, South Korea, Taiwan, and other countries in Southeast Asia while the remaining 18% is kept for domestic consumption.

Last year, the Indonesian government imposed a series of measures to increase its revenues, and

suspend operations of non-tax paying, unauthorised, and illegal miners. Measures include:

- Collecting coal royalty in advance
- Requiring coal producers to have Clean and Clear Status from the government prior to exporting coal. This will assure that the exported coal will come from licensed mines who are tax payers.
- Requiring payment of coal export in the form of a Letter of Credit, effective April 1, 2015.
- Collecting coal export tax at 1.5% of export value, effective August 8, 2015.

Although the Indonesian government imposed many strict measures on coal business, coal production still exceeded global demand. This has pressured coal prices into gradual decline. Indonesia was the country that was most impacted from China's lower coal import. The quality of Indonesia's exported coal is lower than its rivals. When the coal price went down to nearly the production cost, many Indonesian coal producers could not reduce their prices any further, thus making them unable to compete with producers from other countries whose cost per calorific value was lower. This resulted in Indonesia's sharp decline in coal export last year.

Although Indonesian coal export has been dropping, the country's domestic coal consumption continues to rise as the new coal-fired power plants commence their commercial operations. In 2015, domestic demand for coal in Indonesia was projected at 83 million tonnes, up 6% year-on-year thanks to an increased consumption of low-grade coals in the electricity generating sector. 80% of coal use in Indonesia last year was to generate power, 11% was used by the cement industry, and the rest by other industries.

Last year, the Company sold 3.7 million tonnes of coal in Indonesia, or 13% of the total coal produced in the country, which amounted to a market share of only 4.4%. The majority of customers were power plants, comprising 78% of the sales volume. The rest was sold to cement, paper, and other industries.



Most of the coal used in the Indonesian market is of low quality since the country's new power plants were designed to use the country's abundant reserves of lower quality coal. The market for high quality coal in Indonesia was limited to customers with old power plants and cement factories. Currently, a number of cement producers have reconfigured their machinery to accommodate lower-quality coal, so that they can have more options and supply flexibility for their cement plants. There are not many producers of high quality coal in Indonesia, which results in low competition. Low quality coal sees more competition because there are many producers in the market.

### *Major Competitors*

In Indonesia, Banpu's major competitors are leading local coal producers, such as PT. Bukit Asam, PT. Adaro Indonesia, PT. Kideco Jaya Agung, PT. Arutmin Indonesia, PT. Kaltim Prima Coal and PT. Berau Coal, as well as a large number of small-scale coal producers, mostly having inconsistent quality and uncertain production. In the past year, most Indonesian coal producers were impacted by the reduction of coal imports into China where the market was oversupplied. This prompted heavy competition - several coal producers slashed their coal production while some decided to either suspend or close their coal mines because of high operation cost and low competitiveness. Moreover, the Indonesian government has enhanced a stricter control on producing and exporting coal, and this forced some unlicensed and illegal coal mines, mostly small ones, to cease their productions. Their moves did not affect the overall coal supply.

In the global market, major competitors are not only producers in Indonesia, but also many major producers and traders in Australia, South Africa and Russia. There are few changes each year in terms of major players in the market.

### *Pricing Policy*

Coal prices are generally determined by quality and the market based on global price forecasts at the time of contract negotiations. In Asia, these tend to reflect

prices at the Newcastle Coal Terminal in Australia and are determined by quality. However, Banpu adopts the policy not to sell below the reference prices set by the Indonesian government. Domestic prices including any escalation provisions reflect these markets and opportunity cost of alternatives, while meeting regulatory requirements. Prices can be fixed or floated based on global market prices or the so-called index link. Index link has become more popular among customers recently since global coal prices have been declining. The Company uses coal swap positions to reduce risk from market fluctuations.

### *Customer Profiles*

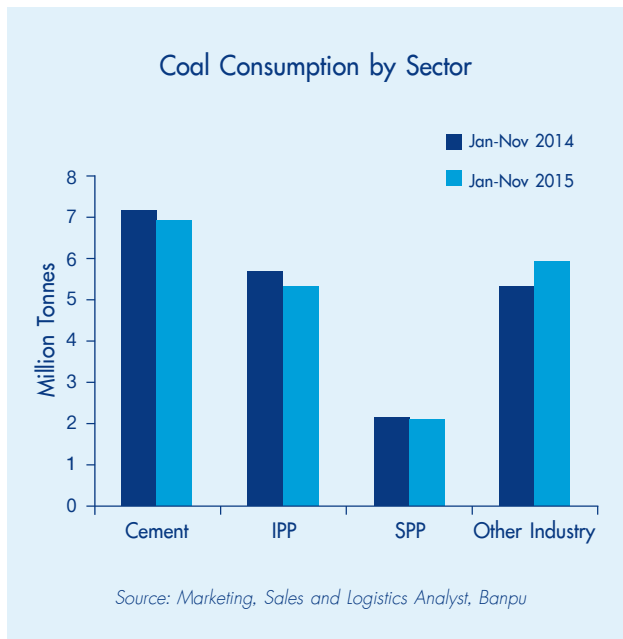
The Company has sold a majority of its coal to large-scale power plants in Japan, South Korea, Taiwan, China, India, Malaysia, the Philippines, Indonesia and some European countries, who bought coal in large quantities. Most of them are state enterprises or listed companies on the stock markets. They are very stable and prefer to buy coal from reliable producers who can provide quality, consistency and reliable delivery. Several customers have applied good governance practices, showing concern about rights and equality of stakeholders, information disclosure and transparency as well as business ethics. They prefer sellers who have good governance as well and this kind of buyer is on the rise.

The Company also sells to other industries, including cement, petrochemical, paper, plastic and chemical producers. These customers buy a lower amount than large-scale power plants and generally make short-term contracts with producers and traders. Some prefer to buy from the spot market.

## **3. Thailand's Coal Market**

Coal used in Thailand is mostly imported coal as Thailand has limited reserves. While coal prices are declining, imported coal is compatible with domestic coal. The cement industry remained the country's largest coal user. During the first 11 months of 2015, the industry consumed 6.95 million tonnes of coal, a year-on-year decrease of 0.18 million tonnes. Of this





amount, there was a 0.62 million tonnes decrease from lower domestic coal production while, imported coal increased at 0.46 million tonnes, since the calorific value of domestic coal is lower. The second top user was the Independent Power Producers (IPP). From January - November 2015, this segment used 5.35 million tonnes, all of which was imported, a year-on-year decrease of 0.37 million tonnes due to maintenance at the BLCP power plant. The Small Power Producer (SPP) used 2.07 million tonnes during January - November 2015, a year-on-year decrease of 0.06 million tonnes. Other coal users included the paper, petrochemical, textile and food industries. Also the inventory of coal traders totaled 5.94 million tonnes in the first 11 months of 2015, a year-on-year increase of 0.59 million tonnes.

The coal market in Thailand is divided into three main groups:

1. Major coal users: Consist of cement, petrochemical and paper producers as well as the SPP. This group of users has the capacity to directly import coal in a large amount. As a result, major traders from overseas also come to compete in this market.

2. IPP: The IPP make long-term purchase agreements with overseas coal producers, leaving little room for the spot market and resulting in mild competition.
3. Small coal users: This group is abundant in number, but each user requires only a small amount of coal. Most of the users in this group buy from traders with a stockyard or those offering periodic delivery since these users are small factories and have limited space for stockpiling.

#### *Competition Strategies*

Competition in Thailand was high; most coal was imported, resulting many importers while the users are limited. The Company developed strategies as follows:

- **Reliability in Delivery**

Since Banpu operates its own coal mines in Indonesia, which have enough reserves to meet customer demand in the long-term, trust has been earned in product provision and delivery, especially from large-scale customers whose demand is consistent and who require high delivery reliability. The Company had a competitive advantage over other contenders and was able to stand up to fierce competition.

- **Good Customer Relations**

The Company has developed close relationships with customers over a long time and has demonstrated a commitment to them by supplying coal that meets their quality requirements and doing so in a timely manner. The sales team continue to be key in proposing sales, following up and coordinating with customers to ensure time and quality delivery.

- **Coal Distribution Centers**

The Company operates two coal distribution centers that offer periodic product delivery to customers and, therefore, reduce their burden of stockpiling. To enhance capability in supply chain management, the Company developed two centers to ensure strongly compliance with



environmental regulations and take account of impacts on local communities in order to reach international standards for other stakeholders, boost customer confidence in long-term product delivery and enhance competitiveness.

### Major Competitors

There are about 20 coal producers and suppliers who are major competitors including Lanna Resources Plc., Asia Green Energy Plc., and Energy Earth Plc. Most of these coal traders do not have their own production base but have to buy from other coal producers, resulting in higher costs. Meanwhile, if they buy from small producers, such companies face risks in product quality, quantity and delivery. Most larger coal traders would propose sales deals in their competitive market, for example, in large coal user markets. Apart from coal traders in Thailand, there are also foreign coal companies such as Rio Tinto, Glencore, Noble Energy, Eastern Energy, Trafigura and major coal producers in Indonesia. Meanwhile, small coal traders or those who have their own coal stockpiles before distribution would be more interested in proposing deals to small buyers where the major players are not interested.

### Pricing Policy

Banpu's coal prices are based on global market prices at the time of trading. However, different prices are negotiated for each customer depending on the amount ordered, quality specifications and other conditions as agreed.

### Customer Profiles

Banpu's customers are mainly cement producers and power and steam plants that have consistent coal demand.

They can be categorised as follows;

- Cement producers, most of them are large highly stable companies with consistent high demand. They look for producers with high credibility for both short and long-term contracts.
- Power and steam plants are defined as medium purchasers, including paper, petrochemical, textile

industries and Small Power Producers (SPP). These customers are large-scale companies with stability and have consistent demand for coal. The fact that they have limited space for stockpiling enables opportunities for traders to make periodic delivery. Therefore, large plants will generally make short-term contracts with traders to ensure coal supply. Furthermore, several customers are now putting emphasis on corporate social responsibility, driving the coal traders to focus on compliance in this area.

## Competition

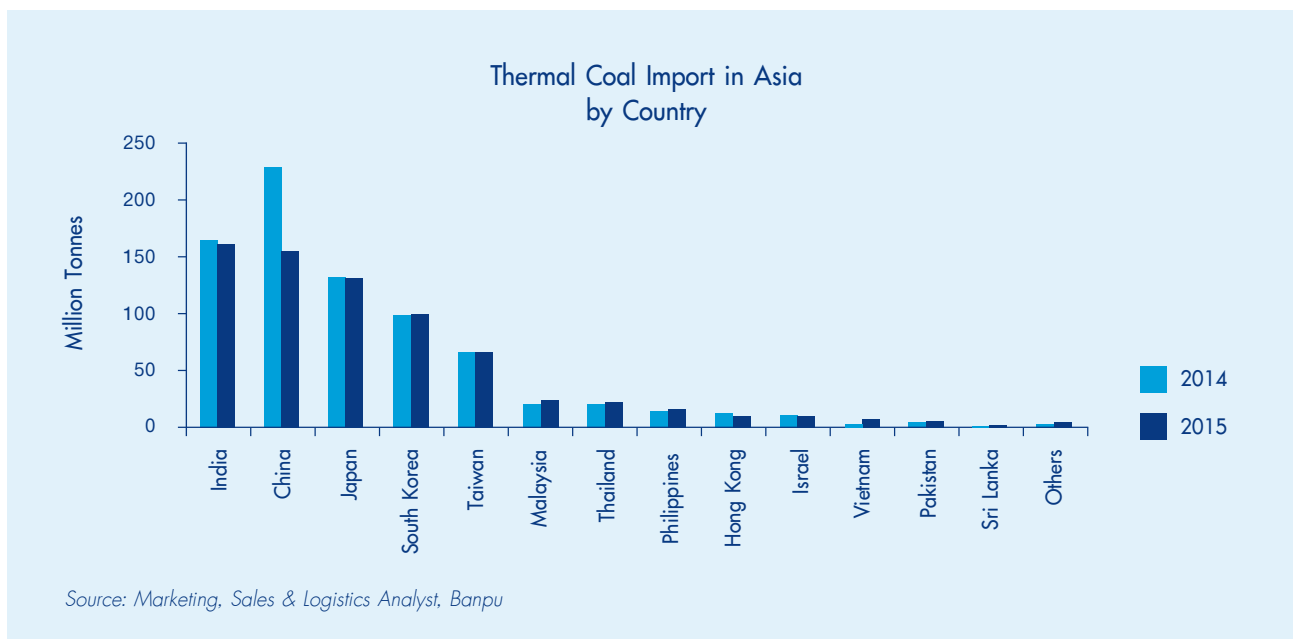
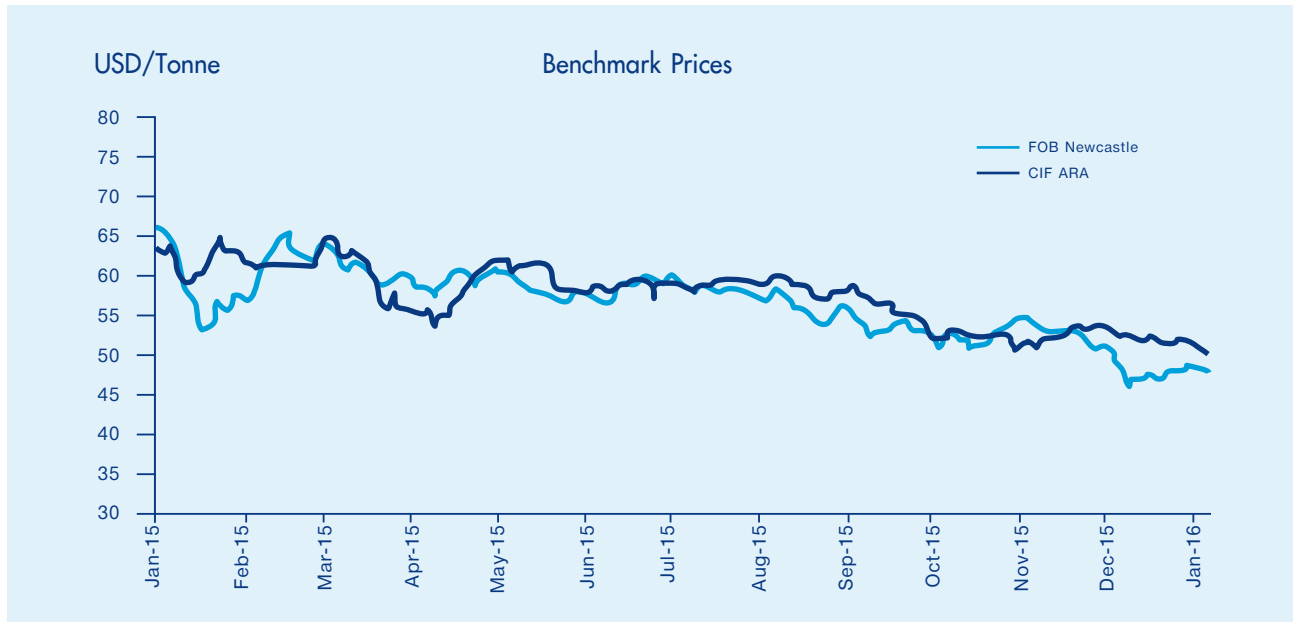
### 1. Competition in the Coal Industry

Competition in 2015 continued to become more aggressive due to the serious decline of demand in an oversupply situation, resulting in the dramatic drop of coal prices globally. Coal price at Newcastle Coal Terminal in Australia (FOB Newcastle), declined by 20% in 2015 while the coal price in Europe (CIF ARA) dropped by 27%.

Globally, total coal imports in 2015 were at 925 million tonnes, a decrease of 7.5% or 75 million tonnes from the previous year. The fall was mostly caused by the declining imports from the Asian region, especially China. In total the imports of coal from over Asian countries fell by 65 million tonnes from the previous year, while European imports declined by 11 million tonnes from the year before.

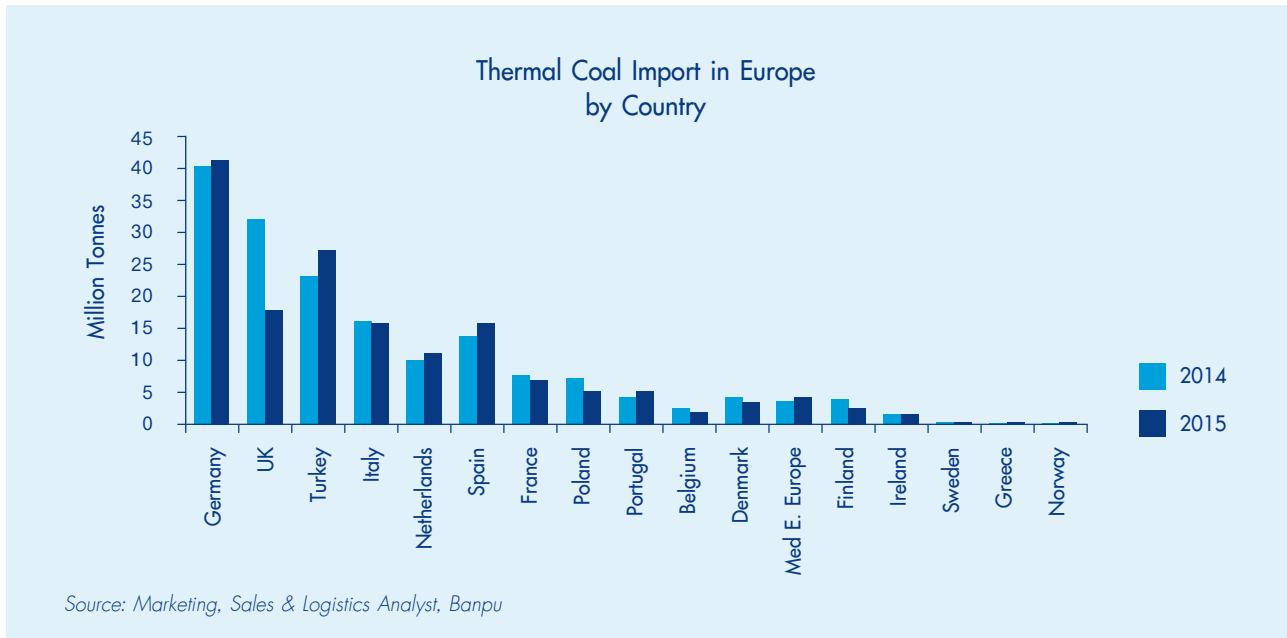
China's import of thermal coal in 2015 decreased by 32% from the previous year, or 73 million tonnes, because of the economic slowdown which caused lower demand for electricity consumption. In addition, trends to generate electricity from hydro and nuclear power plants, caused less demand for electricity from coal-fired power plants.

Due to the oversupply in China, local coal producers decided to lower coal prices to maintain market share, driving the continuous fall of coal prices in China which also impacted coal prices in global markets. Coal producers in Australia have lowered their coal prices especially to enter the Chinese



market, however, the Chinese government began to issue several measures to protect their own producers and reduce the environmental impact in certain, largely coastal cities. For example, restrictions were placed on coal quality used in some areas; special requests were made to large state enterprise coal power plants to reduce import of coal; and taxes and fees were reduced to help domestic coal producers. Furthermore, depreciation of RMB currency also resulted in the decline of coal imports to China.

India imported 162 million tonnes of thermal coal in 2015, nearly the same as the year before, due to less economic growth causing a decline in demand for electricity consumption. The increase in local supply also reduced imports. While China reduced its coal imports causing the oversupply of coal in the global market, coal producers from several countries turned their focus to the Indian market, resulting in higher competition. Meanwhile, Indian customers are waiting for prices to fall to the lowest level, driving a further decline of coal prices. The depreciation of the Indian rupee also delayed the purchasing decisions of Indian buyers.



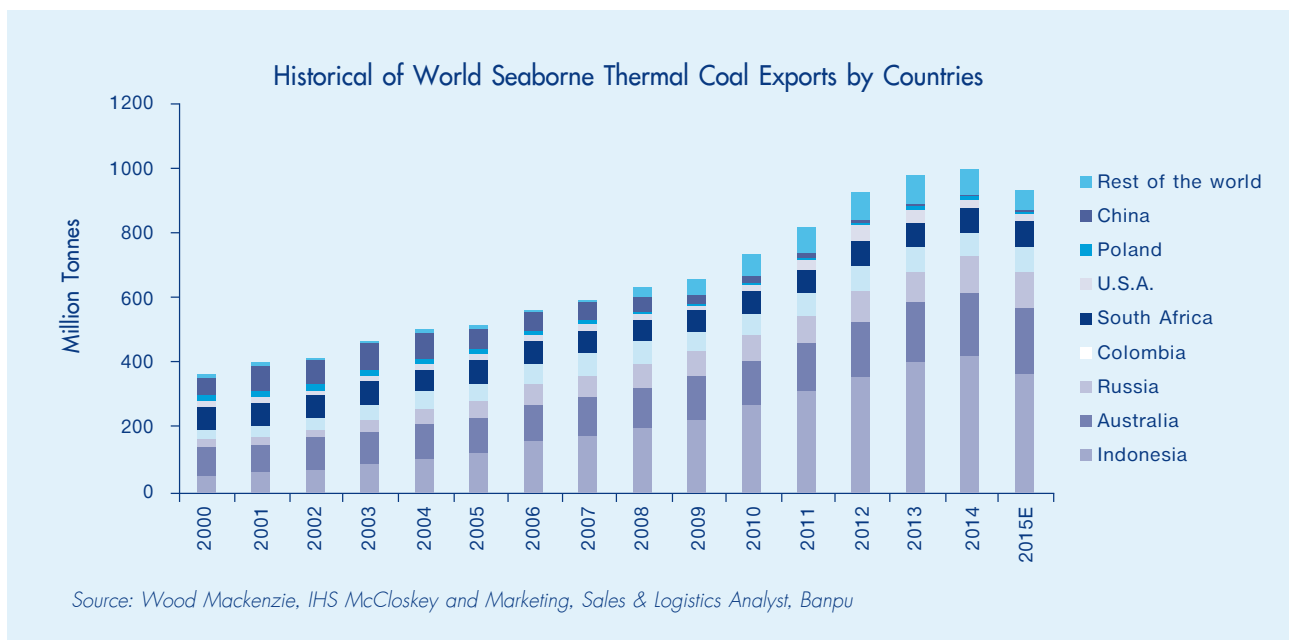
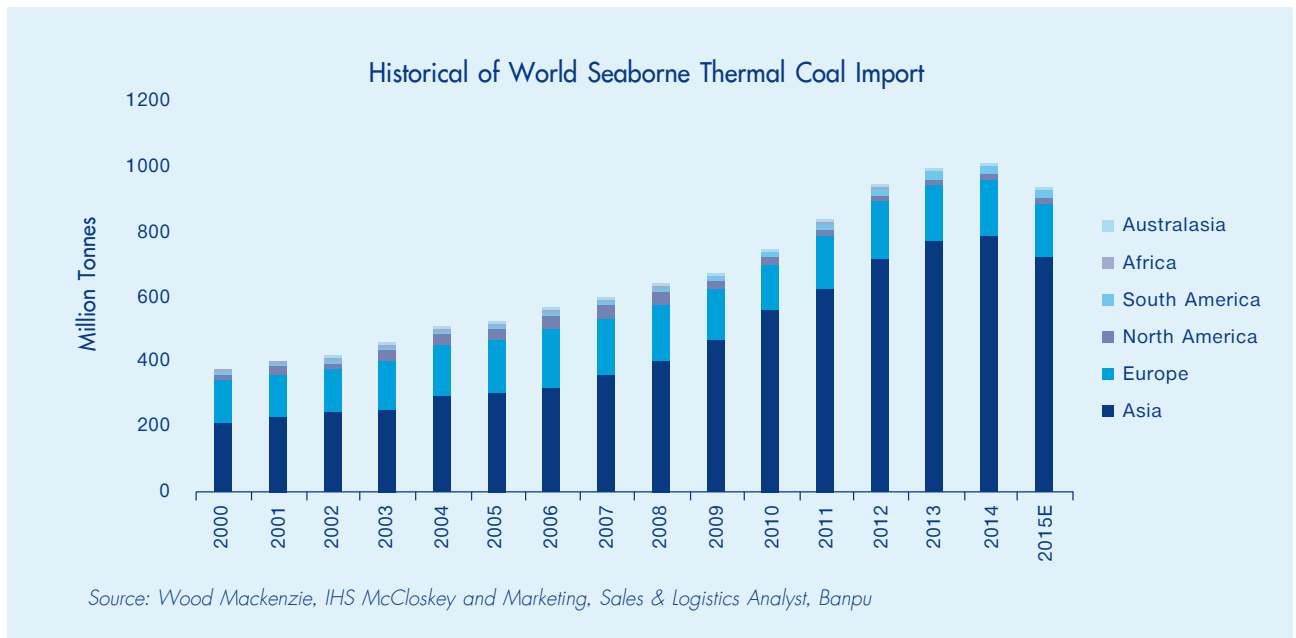
In 2015, Japan imported coal in nearly the same quantities as the year before as coal-fired power plants in Japan were still running at full steam after the closure of nuclear power plant operations. Imports of coal in other Asian countries such as South Korea, Vietnam, Malaysia, Thailand and the Philippines continued to increase but these quantities were still lower than the volume decline of Chinese imports.

In Europe, coal imports in 2015 decreased by 6% to 163 million tonnes owing to environmental restrictions and the retirement of old and inefficient power plants following the Industrial Emission Directive aimed to reduce carbon dioxide emissions. Production of renewable energy also rose, lowering demand for coal, while the weather in Europe during the last year was warmer across the continent. This, together with the decrease of natural gas prices, resulted in declining coal demand. However, the problems in the Middle East and the conflicts between Russia and Turkey did not have major impact on the coal prices as coal supplies in Europe remained high in the competitive market.

The UK's coal imports in 2015 were the lowest in Europe. It was estimated that the UK would reduce its imports by 44%, or 14 million tonnes from the

previous year due to its carbon tax being doubled from GBP 9.55 per tonne carbon dioxide (GBP 9.55/mt CO<sub>2</sub>e) to GBP 18.08 per tonne carbon dioxide since 1 April 2015. Meanwhile, the natural gas price has dropped drastically, causing the cost of coal-fired power plants to be higher than natural gas power plants. Other European countries have not yet increased carbon tax as much as the UK, so the coal-fired power plants still remained competitive. As Europe put emphasis on renewable energy such as solar energy and wind power, it increased electricity capacity from these sources and lessened the demand from coal and natural gas production. In Spain and Portugal, the coal imports increased during the past year because of a reduction in hydropower production, while there was a higher demand in Turkey due to a new coal-fired power plant being commenced.

Exports of thermal coal in 2015 amounted to 937 million tonnes, decreasing from the previous year by 6.3%. The six major thermal coal exporters were Indonesia, Australia, Russia, Colombia, South Africa and the US, whose exports comprised 92% of the total global exports. Last year, coal producers in various countries tried to continually lower their production cost, as global coal prices dropped significantly. The weakening of the currencies of the

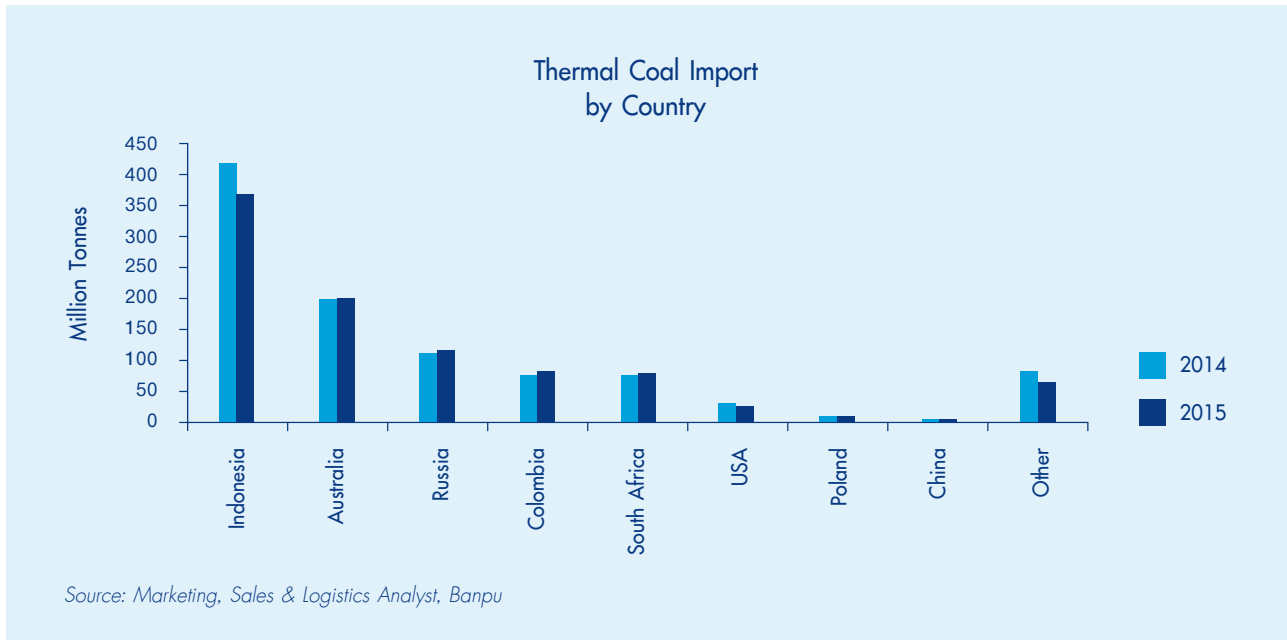


export countries against the US dollar tremendously helped to reduce the producers' costs. This together with the fall in oil prices allowed most producers to survive at a time when coal prices sharply decreased.

Indonesia remained the world's largest exporter of thermal coal despite the dramatic slump in exports in the last year. Its exports were estimated at 370 million tonnes, lower from the previous year by 12% or 50 million tonnes. Indonesia was the country most affected by the declining coal imports in China. The

lower global coal prices turned Chinese market to Australian coal which has higher calorific value for the same price as the Indonesian product, so Indonesian coal lost its competitiveness in the China market.

Australia was the second largest thermal coal exporter. Its exports last year were 200 million tonnes, similar to the year before. Since its coal was of high quality, so it was not as affected from the declining Chinese imports as Indonesia. The main markets were Japan, South Korea, Taiwan and China. Australian coal



producers were seeking new market opportunities in India and the Philippines to compensate the decline of China's imports.

This was because most producers made "Take-or-pay" Contract agreements with rail transportation companies and ports in Australia, so they had to try harder to increase coal export volumes.

Coal exports from Russia increased by 4.6% from the previous year following the sharp weakening of the Russian ruble, making the production costs of Russian coal in US dollars drop significantly. Russia was affected by lower import from the UK, offsetting this with increased export to Asia. However, the decline of ruble currency and the good-quality coal from Russia enabled it to increase market share in Asian markets.

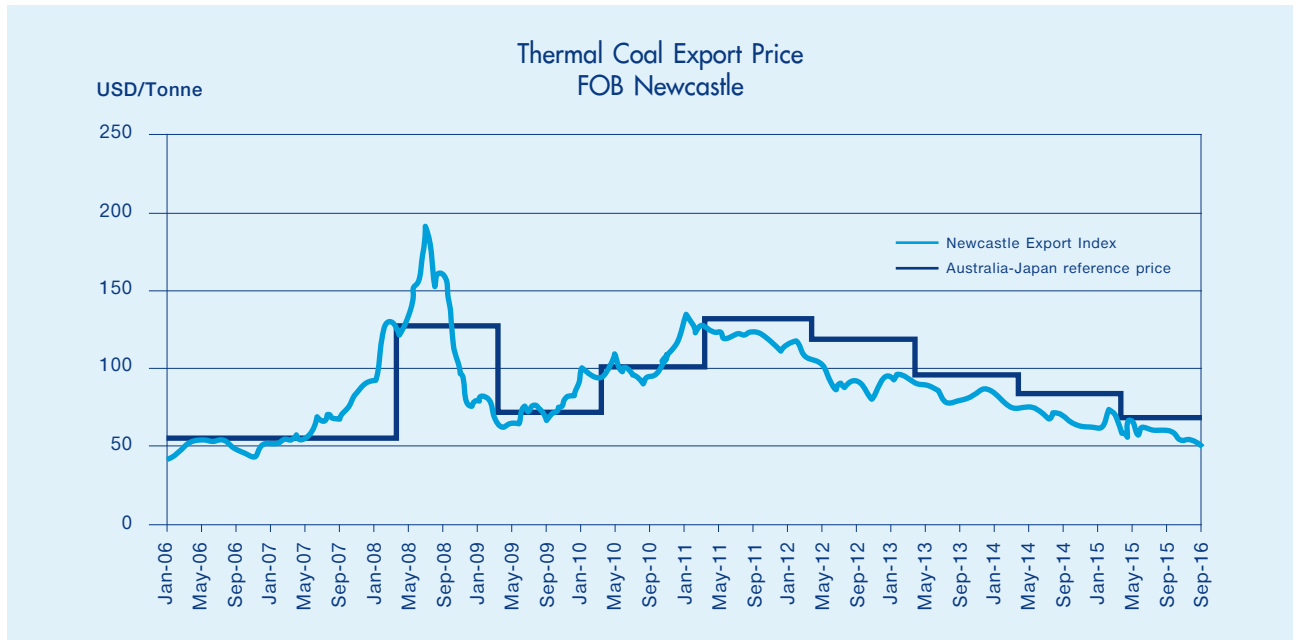
Colombia expected to increase exports by 7% from the previous year despite restrictions on night-time transportation. Colombia's railway company received complaints of noise pollution from communities living near the railways. The Colombian courts ordered restrictions on coal transportation between 22.30 p.m. – 4.30 a.m. from mid February 2015. However, the cessation of night-time delivery did not significantly impact coal exports. The Colombian railway company then installed a noise reduction system which enabled them to deliver coal at night

from December 2015 onwards. Colombia was the major coal exporter to Europe due to low costs, so they were able to maintain competitiveness in European markets.

South Africa was expected to export an amount similar to the previous year because of volume restrictions on railway transportation to the port. In the past year, coal producers in South Africa had to deal with occasional workforce problems causing tight supply but this had little affect globally as the global market still had oversupply problems. Exports from the US dropped by 18% from the previous year because the operating costs of US producers was uncompetitive in global markets, especially as the US dollar continued to appreciate.

Last year's global coal prices continued to drop further because of an oversupply.

Coal prices in the global market continued to fall further as the demand for import declined sharply while the market was still in oversupply. The Australia-Japan Reference Price for delivery in 2015 (April 2015 – March 2016) declined to USD 67.80 per tonne, down 17.1% from the year earlier. The FOB price in the spot market at Newcastle port in Australia plunged even further at the end of 2015 to USD 50 per tonne. Despite a reduction in operating cost by producers and the fall in oil price, the oversupply



situation caused the drop of coal prices because coal producers had to lower prices to increase sales to maintain market share.

Competition is expected to be aggressive in 2016 as the demand for import by China has declined further due to lower economic growth and domestic oversupply while the Chinese government still tries to protect their local coal producers. In addition, the Chinese government is also trying to reduce air pollution in large cities targeting a reduction in coal usage which will decrease further the demand for imported coal. Meanwhile, India's imports will also tend to decline as a result of economic conditions and coal production is expected to increase to compensate imports. The competition in Europe is predicted to be aggressive as the coal demand in Europe has not increased, while the Colombian producers are trying to expand their exports because they have increased the production capacity and no longer have delivery problems, causing further oversupply of coal in Europe. As natural gas prices in Europe are expected to remain low, so natural gas power plants can compete with coal-fired power plants. In addition, power supply from renewable energy will continually increase, which might lessen the demand for coal.

Production is expected to slow down. Coal producers

in some countries such as Australia have to export more coal to reduce operating costs due to the Take-or-pay Contracts negotiated with the railway companies and the ports. However, Australian coal producers have a slight competitive advantage in the Chinese market as a result of the Australia-China free trade agreement, which took effect on 1 January 2016, and resulted in lower import tax from 6% to 2%. This may have some impact on imports from Indonesia, but would not make China increase overall coal imports. Overall demand will also trend lower, causing further market oversupply. Most coal producers believe that they can lower operation costs due to the decline in exchange rate and fall in oil price, which will drive lower coal prices accordingly.

## 2. Competition in Thailand

The demand for coal from the private sector in Thailand in the first 11 months of 2015 was recorded at 20.7 million tonnes, up 0.29 million tonnes from the same period the year before. It was from the increase of coal imports in the first 11 months of 2015 which saw a volume of 20.26 million tonnes, up 1.13 million tonnes or 5.9% from the year before. Meanwhile, the amount of domestic coal usage in the first 11 months of 2015 was recorded at 0.45 million tonnes, down 0.84 million tonnes, or 65.1% from the same period of the year before due to limited stock. Also, the cement plants with coal resources in the



North kept their reserves for their own use, so coal users in the central region had to import coals to compensate for this decline in domestic coal supply.

Thailand's coal competition is becoming aggressive due to the oversupply in the global market, causing large coal producers and traders in global markets try to export more coal into Thailand. Coal prices in global markets continue to decline in order to compete with domestic coal.

In 2016, the demand for coal is expected to slightly increase from the previous year as the Independent Power Producer (IPP) which had closed for maintenance in 2015 will start running at full capacity again in 2016. The demand for coal in other industries is also expected to increase along with economic growth. Competition will remain high as in the previous year due to the oversupply in the global market, enabling easier supply of coal. Coal producers in the global market are trying to reduce operating costs by increasing sales, so the coal prices tend to decline accordingly.

### Demand for Coals from Private Sector in Thailand

(excluding Mae Moh Power Plant of the Electricity Generating Authority of Thailand)

Unit : Million Tonnes

	2011	2012	2013	2014	11 Month		Growth			
					2014	2015	2012	2013	2014	2015 (11 month)
Domestic coal	2.86	1.61	1.78	1.36	1.29	0.45	-43.6%	10.2%	-23.6%	-65.1%
Imported coal	16.23	18.58	17.99	20.89	19.13	20.26	14.5%	-3.2%	16.1%	5.9%
<b>Total</b>	<b>19.09</b>	<b>20.19</b>	<b>19.77</b>	<b>22.25</b>	<b>20.42</b>	<b>20.71</b>	<b>5.8%</b>	<b>-2.1%</b>	<b>12.6%</b>	<b>1.4%</b>

Source: Energy Policy and Planning Office, Energy Ministry



## Revenue Structure

For the previous 3 years ended 31 December

### Banpu Public Company Limited

Products/Services	Conduct by	% of shareholding	2015		2014		2013	
			Revenue (USD Million)	%	Revenue (USD Million)	%	Revenue (USD Million)	%
Sales Revenues								
1. Domestic Coal	BP	100.00	0.47	0.32	0.15	0.21	0.46	0.88
2. Imported Coal	BP	100.00	146.05	99.44	71.33	99.52	51.66	99.12
3. Other Revenues	BP	100.00	0.35	0.24	0.19	0.27	-	-
<b>Total Sales Revenues</b>			<b>146.87</b>	<b>100.00</b>	<b>71.67</b>	<b>100.00</b>	<b>52.12</b>	<b>100.00</b>

### Banpu Public Company Limited and Its Subsidiaries

Products/Services	Conduct by	% of shareholding	2015		2014		2013	
			Revenue (USD Million)	%	Revenue (USD Million)	%	Revenue (USD Million)	%
Sales Revenues - Domestic								
1. Domestic Coal in Thailand	BP	100.00	146.52	5.92	61.98	1.97	44.99	1.34
	BMC	99.99	41.37	1.67	-	-	-	-
	BPI	99.99	6.68	0.27	27.87	0.89	31.64	0.94
	CMMC	100.00	0.02	0.00	94.43	3.00	79.27	2.37
2. Domestic Coal in Indonesia	Indominco	65.13	150.60	6.08	183.93	5.85	165.05	4.93
	Kitadin	65.13	-	-	5.32	0.17	5.69	0.17
	Bharinto	64.49	21.41	0.86	25.10	0.80	7.09	0.21
	Trubaindo	65.13	24.71	1.00	19.22	0.61	26.26	0.78
	Jorong	65.13	17.33	0.70	22.69	0.72	23.77	0.71
3. Domestic Coal in Australia	CEY	100.00	343.74	13.88	496.97	15.80	459.59	13.72
4. Other Revenues			22.39	0.90	27.92	0.89	31.23	0.93
<b>Total Sales Revenues - Domestic</b>			<b>774.77</b>	<b>31.28</b>	<b>965.43</b>	<b>30.70</b>	<b>874.58</b>	<b>26.10</b>
Sales Revenues - Overseas								
1. Coal - International Trade	Indominco	65.13	599.62	24.21	914.40	29.08	1,083.12	32.32
	Kitadin	65.13	31.18	1.26	40.18	1.28	81.07	2.42
	Bharinto	64.49	131.30	5.30	111.58	3.55	52.62	1.57
	Trubaindo	65.13	432.55	17.47	471.05	14.98	597.05	17.82
	Jorong	65.13	14.14	0.57	14.40	0.46	17.26	0.52
	CEY	100.00	302.42	12.21	459.80	14.61	453.79	13.54
	BMC	99.99	21.49	0.87	-	-	-	-
2. Power	BIC	100.00	169.11	6.83	168.09	5.34	191.40	5.71
<b>Total Sales Revenues - Overseas</b>			<b>1,701.81</b>	<b>68.72</b>	<b>2,179.50</b>	<b>69.30</b>	<b>2,476.31</b>	<b>73.90</b>
<b>Total Sales revenues</b>			<b>2,476.58</b>	<b>100.00</b>	<b>3,144.93</b>	<b>100.00</b>	<b>3,350.89</b>	<b>100.00</b>
Participating Profit (Loss) from Investment in Associated Companies (Equity Method)			51.87		86.55		95.43	
<b>Total Revenues</b>			<b>2,528.45</b>		<b>3,231.48</b>		<b>3,446.32</b>	

Notes : 1. Other revenues consist of other services.

2. The company did not realize sales revenue from its power business in Thailand as its shareholding is not more than 50%



## Risk Management

Banpu and its group of companies emphasize the importance of risk management in order to support sustainable growth. Business risk is under the management of all executive levels and also supervision of committees such as the Risk Management Committee which convenes on a quarterly basis to monitor and implement a risk management plan. The meeting of the Financial Management Committee is aimed at managing to reduce financial risk every month, and the meeting of the Commodity Risk Management Committee, convenes every two weeks to discuss coal and oil price fluctuation, which is one of the key factors affecting the Company's profitability. In addition, the review of organizational risk management is reported to the Audit Committee and the Board of Directors on a quarterly basis.

Furthermore, the Company monitors emerging risk, as well as uncertainties arising from rapidly-changing internal and external factors such as the global economic slowdown, declines in coal and oil prices, the growing trend of other energies to replace coal, and other risks to ensure that the Company is able to manage and minimise adverse impacts. Also, from these assessments, opportunities can be highlighted to create growth and innovation to increase the Company's business value.

### 1. Strategic Risk

#### 1.1 Risk from Strategic Plan

Amid the fast-changing global economy, price fluctuation in oil, coal, currency exchange, and expectations from investors and stakeholders, the Company has created systems and processes to manage business risk. To do so, it periodically reviews the Company's strategy to revise its vision, direction and business strategy in order to cope with change and to launch a counteractive plan in preparation for future uncertainties. The launch

of monthly meetings will also help secure future viability and correct decision making by comparing the Company information with institutions and other credible sources and developing tools to help systematically predict economic trends.

The operating unit is assigned to monitor and analyse global energy trends. Banpu is a member of international agencies associated with sustainable coal businesses such as IEA Clean Coal Centre (IEA CCC) or IEA Coal Industry Advisory Board (IEA CIAB). This allows the Company to augment its risk management capacity.

#### 1.2 Corporate Reputation Risk

Since a negative reputation could have a tremendous and rapid effect on the Company's prestige and image, in both the short and long term, the Company places importance on the management of reputation risk. It focuses on its sustainability development policy combining appropriate business strategy, transparency and fairness in business practices, workplace safety, and responsibilities to the environment, communities and society. Above all, for mutual development, the Company continuously strives to improve employee capacity, create sustainable value to stakeholders and build good relationships with all partners. This is verified by Customer Satisfaction surveys, Employee Engagement surveys and Corporate Social Responsibility programs, such as the Power Green Camp, in the area of environment and youth empowerment. The Company continuously complies with its key business practice to develop all communities where it operates, both in Thailand and other countries.

Moreover, the Company also implements effective communication strategies in order to convey fast and accurate information to stakeholders. Quarterly press



conferences on the Company's performance for investors and analysts and a direct communication channel via the Investor Relations Department attest to this for all domestic and international investors. The Company also focuses on good community relations, maintaining effective communications and having work procedures meeting its CSR values. Community and stakeholders' satisfaction surveys are consistently conducted for the Company's business improvement.

### 1.3 Risk Assessment to Ensure Added Value from New Business Acquisition

The Company executes risk management programs to ensure that new investments create value to the group not less than what was anticipated before the acquisition. Competent teams and executives are assigned to communicate with staff and management details of newly-acquired entities. Priorities are mutually determined with respect to short, medium, and long term goals. Work procedures and collaboration processes are clearly defined, focusing on boosting good relationships and achieving change management to ensure smooth business operations with sales performance showing sustainable growth.

### 1.4 Risk from Impact of Alternative Energies on the Coal Business

The Company has a process to monitor and analyse the coal business, including a study on impact from regulatory and policy change on business development in the major market of China, which has substantial domestic coal reserves to meet demand. It continuously monitors the development of new technologies affecting the coal business in order to respond to change and seek opportunities to mitigate risk for the Company.

## 2. Financial Risk

### 2.1 Risk Assessment to Ensure Secure Financial Resources as Planned

The Company manages this risk aiming to ensure that it will have sufficient funds under proper financial structures to drive the Company's growth in accord with its investment plan. Financial

strategies formulated have been in line with the Company's business strategy. It would keep focus on strengthening relationships with financial institutions and strictly abide by their regulations to ensure access to funding resources to help strengthen Company cash flow.

### 2.2 Exchange Rate Risk

The Company follows risk mitigation plans at both corporate and group level to reduce impacts associated with fluctuating exchange rates through a natural hedging policy striving to create a balance between its foreign-currency assets and liabilities in Thailand, Indonesia, China, and Australia. Other financial instruments are chosen as appropriate. As of 31 December 2015, 19% of the Company's debt is dominated in Thai Baht, 71% in US dollars, 9% in Australian dollars, and 1% in Chinese RMB. The Company will allocate funds in US dollars, or convert them into other foreign currencies as necessary to accommodate overseas investments.

### 2.3 Interest Rate Risk

The Company manages interest risk by closely monitoring the trend of interest rates in the world's markets as well as in Thailand. The Company allocates its debt portfolio, both short and long term contracts for loans with fixed and floating interest rates, corresponding to their types of investments. The Company has chosen financial instruments to create alternative sources of funding to appropriately manage its financial structure in each country of investment. For example, interest rate swaps are being used to manage the proportion of fixed interest rates necessary to meet market trends. As of 31 December 2016, the Company's proportion of fixed rate to floating rate is 69% to 31% respectively.

### 2.4 Risk from Coal and Oil Price Fluctuation

To manage risk from price fluctuations affecting financial performance, the Company has set up a Commodity Risk Management Committee to analyse coal and oil price trends and partly manage risk by using financial derivative tools, such as coal and gas oil swaps to minimise negative impacts and to retain



margins. Moreover, the Company closely monitors and assesses the global market situation to seek the most opportune timing to settle customer sales contracts. The proportion of coal sold on an index-linked basis to that sold on a fixed-price basis is constantly adjusted to suit.

## 2.5 Risk from Taxation

To mitigate taxation risk, Banpu and its group of companies paid tax within the period of time specified by law. The Company has created tax guidelines and prepared complete documents for settling tax payment. The investment structure has constantly been reviewed. Also, in each country all executives responsible are assigned to closely monitor changes in rules and policies of their country, both at central government and at local level. This includes hiring local legal consulting firms to provide legal advice complying with local law.

## 3. Risk Associated with Coal Business

### 3.1 Delivery Risk

Most delivery risk involves an inability to deliver on schedule or to deliver to clients the committed quality and quantity. In these cases, the Company incurs additional cost burdens by way of penalty payments to customers and charges to trading partners such as shipping demurrage charges.

The Company understands the importance of the risk and continues to follow stringent risk management plans. These focus on the development of a platform for monitoring information on production processes and coal transportation. Furthermore, it focuses on implementing effective communication of coal production forecasts and sales strategies between the production and marketing departments. The objective is to enable an effective and timely revision of marketing strategies in response to any change in either coal quantity or quality.

In 2015, Indonesia was affected by low rainfall and this caused the Company not to run coal shipment as effectively as planned. However, the Company

adjusted its management process in the supply chain by developing an improved system for the most appropriate decision making. This system allows the operational department to effectively adjust its advanced production to correspond with future demand in coal delivery. The Company is then able to apply quicker and more accurate adjustment of production and sales plans.

Built since 2013, the result was to encourage participation with all involved to play their part in both planning protection and solving problems. Finally, it has become an integrated plan and used in every coal mine in Indonesia in order to manage the supply chain and control coal quality more precisely.

Furthermore, the Company has developed the most appropriate shipment scheduling system to mitigate risk from a mismatch between shipment scheduling and production plans which could cause delayed delivery. For sustainable development of production and sales plans, the Company has strengthened the control and supervision of three-month rolling plans. The system will consider changing plans in each production period and account for transportation limitations such as maintenance schedules, resulting in a more efficient and practical shipment scheduling system. To do so, it will measure accuracy rates every month in order to analyse, improve and seek ways to prevent future mistakes. Moreover, it will set mandated minimum stock levels as a buffer against demand uncertainty and production constraints in each period. By operating the safety stock strategy, the Company is confident of delivering product as planned, despite any unexpected production situation that may emerge.

With systematic plans, strictly controlled policy and effective communication, it is expected that the Company's operating risk from shipping demurrage charges and penalty fees caused by mismatched quality delivery, will steadily decline.



### 3.2 Operational and Transportation Risk

In 2015, the Company conducted a feasibility study to develop a planning process to assess possible impact on production capacity. By doing so, the Company improved the working process of in and out times of barges in order to reduce idle time at Bunyut Port. This helped increase its throughput capacity and the number of assist tugs in use at the pier, which helped reduce time between barge loadings. Cutting the non-essential procedure of draft surveys allowed an increase in throughput rate from 800,000 tonnes per month to 1,000,000 tonnes per month.

Furthermore, the Company has also signed a new long-term contract for barging on the Mahakham River in order to reduce operating cost during the dry season. Previously, the Company had signed time-charter contracts, in which fuel costs were paid on actual usage, making operating cost of barge fleet management fixed per round trip, not depending on the quantity of freight to be shipped. But in 2015, the dry season was more prolonged and severe than earlier years, affecting river water levels. The amount of freight which could be barged per trip was reduced, forcing the Company to increase the number of barge circuits. Therefore, the Company entered into a contract with its partners, for advanced delivery with a fixed price per tonne of delivered coal (Contract of Affreightment: COA). Although the number freight circuits increased to deliver the same quantity of coal, This enabled the Company to control expenses and manage the barge fleet effectively with the use of information technology.

### 3.3 Risk from Volatility in Production Cost

A significant proportion of production costs can be attributed to fuel, which has highly volatile prices. In coal production, fuel is needed for the operation of heavy machinery, the generation of electricity, and the running of vehicles and water pumps. The Company addresses this risk by analysing energy consumption in each of the Company's activities. Production plans can be managed to minimise energy consumption and to increase energy efficiency as a whole. Examples are as follows:

- Plan the process of coal digging in order to minimise the distance coal and reject soil is transported, as well as production planning to reduce the quantity of coal in stockpiles
- Improve quality of roads used to transport coal
- Study feasibility of additional technologies to transport coal such as adapting an electric overland conveyor system at Indonesian mines.
- Improve In-pit Crushing and Conveying in mines in the eastern part of Indominco mine in order to cut down the transport distance, which makes the machine more available than with the previous projection
- Study to operate open-pit mining following auger mining at Embalut mine allowing the Company to increase the quantity of lower cost coal reserves
- Reduce minimum payment obligations on Take-or-pay Contracts in order to decrease the logistic cost of coal to the port in the New South Wales, Australia
- Reduce fuel cost for tug boats, as well as negotiating adjustments to hire contracts for coal barging in order to reflect actual cost

The Company regularly organises training for its employees on how to handle heavy machinery with optimal fuel consumption. The efficiency of electricity generators is also inspected, and the water management systems in coal mines are set to minimise the use of water pumps.

### 3.4 Risk from Contractors' Operation

There are cases where contractors cannot operate as planned due to such problems as late arrival or installation of machinery, maintenance issues, ineffective operation planning, or labour problems both in terms of efficiency and quantity. To address such problems affecting the Company's ability to perform, the Company has established a "Coal-hauling Master Plan", to closely monitor contractors' performance. A Contractor Management System (CMS) has been introduced to more efficiently and closely manage, control, and monitor the performance of contractors. For example, truck scales are calibrated to ensure weight accuracy,



and software has been developed to calculate the inventory stock at the Trubaindo Mine. Practices such as these reflect the cooperation between the Company and its contractors to prevent possible problems. When selecting contractors, priority is given to long-term contracts with candidates who are known to be reliable and hold good track records. Long-term contracts encourage contractors to invest in new machinery, and better manage their operating costs.

## 4. Risk Associated with Power Business

### 4.1 Risk in Power Business in Thailand

#### Risk from Power Purchases

The Company's risk associated with the power business in Thailand is quite low thanks to the Independent Power Producer (IPP) scheme, under which electricity is supplied solely to the Electricity Generating Authority of Thailand (EGAT) according to a long-term Power Purchase Agreement (PPA) with EGAT. There are two Company projects. The first is BCLP Power Station from which the entire output is sold to EGAT under a domestic trading contract, while the HPC (Hongsa Power Company) output is sold under an international contract to both EGAT and Electricite du Laos (EDL). Therefore, risk in selling electricity is low. Moreover, electricity price is still certain because price structure and regulations on the purchase are clearly imposed, but flexible on the fuel price, Baht exchange rate and inflation rate, as stated in the electricity trading contract.

#### Risk in Coal Supply

Coal is the main power source for the BCLP Power Plant. The Plant has signed a contract to purchase coal from major, reliable suppliers, with the duration of the contract matching the power sales contract clearly specifying the amount and quality of coal, to ensure that it has sufficient electricity supply in accordance with the contract agreed with EGAT. Therefore, the risk associated with the failure to access good-quality coal is low. However, under certain circumstances, it may be necessary for BCLP to procure coal outside of the said contract. For example, the supplier may be unable to deliver

coal as planned due to an event of force majeure where the coal is supplied. In such cases, BCLP may purchase coal from other suppliers in the coal market.

In the past, the amount of coal purchased outside of the long-term contract has never exceeded 5% of the amount of coal needed for production each year, which is relatively low and has no significant impact on the performance of the Power Plant.

The BCLP Power Plant closely and continuously monitors coal production and coal price. It has also planned to increase the amount of reserve coal in the stock pile area and, with the coal producer, reschedule coal deliveries, whereby the producer occasionally supplies more coal to compensate for times of emergency or unanticipated events.

### 4.2 Risk in Power Business in China

#### Risk in Electricity and Steam Purchase

The electricity business in China is subject to more risk than the one in Thailand, since, unlike Thailand, there is no long-term electricity purchase agreement in China. However, because the Company's Combined Heat and Power Plants (CHP) are more efficient than other power plants, the government has given them sole distributor rights to supply steam and heat in specially permitted areas. The Plants have also been accorded privileges to supply electricity to local electricity authorities and have requested support from local governments, an important factor in the management of risk in this aspect.

Following the Chinese government's energy efficiency and environmental conservation policies, rules and regulations have been adjusted in such a way that may affect the electricity business in China. In response to the policy changes, the Company has implemented various risk management measures such as increasing the efficiency of energy usage within the plants and controlling environmental impacts in accordance with Chinese government policy.



### **Risk from Volatility in Coal Price**

Due to China's economic slowdown in 2015, which resulted in lower demand in coal and lower price of coal as fuel, the government has reduced the electricity purchase price to be in line with the reduced production cost.

The ongoing decline of the coal market posted a possible risk in lowering the purchase of electricity. However, the Company sees that the reduced electricity purchase price will not bring about significant impact on the Company's sales performance. The Company has managed this risk by closely monitoring the coal price and ensuring its purchasing management is in accordance with operating cost and production plan. The Company has also signed an agreement to sell electricity to some clients by defining the price structure of electricity and steam, to be flexible depending on the operating fuel cost at the time.

### **4.3 Risk in Power Plant Construction Project in Lao PDR Risk in Construction and Project Management**

The major risk of the Hongsa Power Plant construction project in Lao PDR is construction delay from the previous plan. In 2015, the Company managed this risk effectively allowing the project to start commercial operations of Production Unit 1 and 2, meeting the agreement to sell electricity for the long term. However, Production Unit 3 is still under construction and testing for risk management processes. To manage this risk, the project launched the Project Master Schedule as a tool to follow its construction progress and testing. Moreover, it structured the construction management unit, power and mine operation unit to achieve the business plan as projected. The Company has hired a consulting management firm as well as EGAT to take charge of power operation.

During the construction and testing period, the project has hired contractors under a Turnkey Engineering, Procurement, and Construction Contract, with clear details of construction period and contract size, especially for the most important power

plant construction contract. The contractors must place collateral security as stated in the contract and the project can claim compensation for liquidated damages in case construction is delayed after the agreed date. Compensation includes the amount to be paid to EGAT in case commercial operations fail to start on the agreed date. The loan interest is also to be paid.

During 2015, three power generation units were under construction. Unit 1 and Unit 2 were completely finished and able to commence commercial operation as set in the master plan. The Unit 3 construction project was 99.1% completed, which was on schedule as per the master plan and there were no factors causing project delay.

### **Risk in Coal Supply**

In sourcing fuel supply for Hongsa Power Plant, the plant has leased a lignite mine concession from the license holder awarded by the Lao government. Before the project started, a study was conducted to assess quantity, quality, production, and transportation plan of coal from the mine serving the project. The findings show that the risk in accessing quality coal as required was low and cost control management was also in line with production plan of the plant. However, uncontrollable factors remain, including climate conditions, natural disasters, transportation delay, accident, and others. This may disrupt its operation and for solutions, the Company has prepared a coal reserve plan for coal stock pile areas in order to secure its future supply.

### **4.4 Risk Relating to the Solar Power Plant in Japan Risk in Project Selection**

The Company has continued to expand its investment in Japan and invested in solar power at the planned levels and also for investment value. Competent employees are responsible to consider its investment in this power project from renewable energy via the launch of carefully considered measures. Factors under scrutiny have included economic policy, politics, social, tax measure, financial cost, trade agreement, machine and construction cost,



environmental impact, as well as other factors which may cause an impact with the project. Preventive measures are also under consideration.

The Company progressed in project selection in 2015 and invested in the commercial operations of 5 projects.

### **Risk from Climate Change**

Climate change each year can cause uncertain intensity of sunlight resulting in less electricity output than anticipated. The company has considered historical statistics related to the project as well as potential negative impact before making decisions to invest.

## **5. Risks from Regulatory Change and Policy in the Countries Where the Company Has Invested**

Overseas investment brings with it the possibility of risk associated with any regulatory change in the country of investment. In 2015, countries where regulations, rules, and policies were to be changed included Indonesia, China, and Mongolia. The Company managed these risks as follows:

### **Indonesia**

- According to Mine Ministerial Decree No. 24/2012, an ancillary law pursuant to the Indonesian Mining Law No. 4/2009, the Company is obligated to mine the coal, manage all mining equipment, and recruit skilled personnel under its own management structure. In regard to these regulations, since 2012, the Company has set out a plan to ease risks such as sourcing related equipment for mining by leasing, introducing training courses to ensure staff competency, and having regular meetings, aimed at achieving coal production targets as planned.
- The Ministry of Energy and Resources has entered into agreements with several other institutions such as the Ministry of Forestry and Ministry of Public Works. Under these agreements, there are several permits under which the company

is obliged to operate, each permit with its own specified duration. This has affected the issuance of relevant permits to the Company such forestry permits. To reduce these risks of delays, therefore, the Company has planned to apply for such permits in advance both for short and long term periods and also monitor applications closely, as a way to make sure that the Company can receive the permits in a timely manner to allow the production plan to proceed as expected.

- According to the Ministry of Commerce's Regulation No 107 ZPMK (107) in Section 22 about income tax, as of August, 2015, coal exporters from Indonesia under Izin Usaha Pertambangan (IUP) are obliged to pay an export tax of 1.5% of total cargo value and for coal buyers under IUP a purchase tax of 1.5% of the total sales price. Companies can use this tax payment as a deduction in calculating corporate tax. The regulation has not affected the Company.

### **China**

- To cope with oversupply issue in the coal industry, National Development and Reform Commission (NDRC), People's Republic of China, measures were launched as follows:
  - 1) Lower 1,000 million tonnes of production target within 3-5 years, effective from 2016
  - 2) Lower coal mining productivity from 330 days per year to 276 days per year.
  - 3) Delay the expansion of coal mines with high sulfur and ash by refusing to approve new coal mine and stopping or delaying productivity of under construction mine.
  - 4) Delay the opening of a new coal mine from 2016 to 2018
  - 5) Restrict the bar of coal which have high ash and sulfur content (over 40% of ash content and 3% of sulfur)
  - 6) Support coal exports

The above measures will benefit to our joint venture's mine in China because it will make the coal price more stable.





- To support domestic operators and reduce pressure on coal oversupply, measures were launched as follows;
  - 1) Follow the government on coal quality restriction, the impact on the Company was low because coal production in the mines in Indonesia has an ash content of 4-6% while in Australia, it is 15-24%. The sulfur content is 0.2-2% and 0.3-0.6% respectively. Therefore, it is not higher than the specified regulation.
  - 2) A new tax collection on imported coal was effective as of 15 October 2014. The tax ranges between 3-6% depending on the coal's heating value. However, the Company mines in Indonesia are not affected, thanks to a free trade agreement between China and Association of Southeast Asian Nations (ASEAN). Under this agreement, since 2014 the Company has benefited by being allowed tax-free coal imports from Indonesia. The Company had a slight impact of 6% tax on its export of 320,000 tonnes of coal from mines in Australia to China in 2015. However, according to a free trade agreement between China and Australia, import tax of coking coal will be cut to zero, while import tax of thermal coal will be cut from 6% to 4% in December 2015, 2% in January 2016 and 0% in January 2017.
- Due to air pollution in China, the Chinese government will launch an air pollution emission reduction plan in coal-fired power plants from 2021 onwards as follows;
  - 1) Dust emission must not exceed 10 milligrams per cubic meter
  - 2) Sulfur Dioxide (SO<sub>2</sub>) must not exceed 35 milligrams per cubic meter
  - 3) Nitrogen (NO<sub>x</sub>) must not exceed 50 milligrams per cubic meter

The local governments were allowed to employ new measure when they are ready before 2021. Furthermore, the government also controls fuel usage of coal-fired plant not to exceed 310 grams per KWh from 2021 onwards.

The Company has spent more on investment in order to control air pollution to cope with the new measure. It has planned to design a Shanxi Luguang power plant (SLG), using Ultra-super Critical high technology to lower fuel usage below 310 grams per KWh and also a controlling system to comply with higher standards of the new legislation.

### Mongolia

- In February 2015, the Mongolian government imposed additional legal regulations for 'Prohibiting Mineral Exploration and Extraction Near Water Sources, Protected Areas and Forests', or as it is called, the "Long Name Law". The license holder will have to carry out a development and improvement plan in the affected area. According to law enforcement, the Company was only slightly impacted because most areas operated by the Company are beyond prohibited area. The Company completed the development plan required by law and it was submitted to the government.

Banpu is committed to develop processes and tools in the management of risk arising from changes in regulations and policies in every country in which it has investments, so as to manage risks and problems that may occur. Executives in each country are responsible for closely monitoring changes in both local and national regulations and policies, and hiring local legal consulting firms to help interpret the law and find ways to operate the business according to the laws and regulations.

## 6. Occupational Health, Safety and Environment Risk

The Company recognises the importance of occupational health, environment and safety as fundamental to the long-term sustainability of the Company. Therefore, it has defined the "Sustainable Development Policy" as a framework for its safety and environmental practices. The Sustainable Development Committee has been appointed to supervise and monitor the environmental and safety



performance within the Company and assigned the Health, Safety, Environment and Community Development (HSEC) Department to manage, coordinate and assist other units to ensure the firm's safety and environmental practices are successful and in compliance with the set policies. The Company is committed to continuously adapting Banpu's practices to meet international standards, including the quality management system (ISO9001), the occupational health and safety management system (OHSAS18001), and the environmental management system (ISO14001).

### 6.1 Occupational Health and Safety Risk

Due to the nature of coal mining and power plant activities which involve the use of heavy machinery and vehicles, the risk of accidents in the workplace is relatively high. In 2015, the Company has followed a work safety policy and promoted a safety culture among its staff at all levels and all contractors under the "3 ZEROs" policy which included:

- 1) Zero Incident: Preventing and altering unsafe behaviours and work conditions
- 2) Zero Repeat: Taking all necessary action to address the root causes of any problems in order to prevent a recurrence of incidents
- 3) Zero Compromise: Strictly adhering to safety rules and standards without compromise

In 2015, the Company took the following action to prevent and reduce workplace accidents:

- **Strengthening the Safety Culture**

For five consecutive years, a Health, Safety, Environment and Community Summit (HSEC Summit) has been held to share, discuss and brainstorm HSEC topics among all top executives of the Banpu Group. The objective is to define directions and set implementation guidelines in health, safety, and environment as well as to convey "Safety Leadership" to staff at all levels and in every operation, so that they are aware and put priorities on safety issues.

- **Preparing Business Continuity Management Plans**

The Company has applied a Business Continuity Management System to prepare itself to properly respond to an emergency while being able to maintain operations and alleviate impacts from any emergency or crisis that may occur, including accidents, natural disasters, or manmade crises, such as fires, chemical spills, floods, earthquakes, epidemics, protests and riots. The Company has implemented the Business Continuity Plan (BCP), prepared necessary resources, and held regular exercise drills at operational and management levels to ensure the ability to handle emergencies and crises. In 2015, the Company's Bangkok headquarters has been certified with ISO22301 Business Continuity Management System, reflecting that its business continuity management is on par with international standards.

### 6.2 Environmental Risk

The Company complies with environmental regulations and focuses on effective resource utilisation so as to preserve natural resources and to control direct and indirect environmental impacts, such as those on climate change, land utilisation, and biodiversity.

- **Identifying Corporate Strategy that are in Line with Environmental Changes**

The Company has monitored the environmental changes encircling its operations and value chain in order to be ready to adjust its corporate policy and investment strategy to accommodate those changes. Over the past several years, climate change has become an increasing challenge in both its physical impact and economic aspects. The impact of natural disasters, which stemmed from climate change, is escalating with more frequency, and higher severity. Society expects to see an efficient use of energy which reduces greenhouse gas emissions to ease the impact of climate change.



All of the Company's production activities, which include mining, electricity and heat generation, call for energy as a major factor of production cost, thus inevitably leading to the release of greenhouse gas into the atmosphere. Taking into account the importance of the contribution to reducing the greenhouse gas emissions, since 2010, the Company has identified corporate policies and goals in greenhouse gas management. With a focus on enhancing energy efficiency, and promoting the use of cleaner technology which reduces emissions of greenhouse gas, the Company is in the process of identifying new goals in accordance with international agreements, such as the Conference of the Parties (COP). Furthermore, in preparing to mitigate the climate change effects on the physical environment and the economy, the Company continues monitoring the laws and regulations related to greenhouse gas emissions as well as observing decisions made at the COP21 Climate Change Summit. In terms of the investment strategy, the Company has been looking into renewable and alternative energy in response to the forthcoming low-carbon society. Most importantly, the Company has included greenhouse gas management into its 2016-2020 Strategic Plan, aiming to achieve a concrete result.

- **Environmental Compliance**

The Company emphasises compliance with environmental regulations and other rules related to its operations, such as the regulations on environmental quality standards and environmental impact reduction measures, both of which must be addressed in the environmental impact report. In 2015, Banpu's environmental compliance performance remained high and continued to improve. Banpu focuses on managing major risks as follows:

- Soil erosion: The Company takes preventive measures to make sure that after mining, pits are filled as much as possible. Planting of vegetation will be undertaken as soon as the land refilling and grading are complete in order to decrease

soil erosion and restore the land to a condition suitable for the planting of large trees.

- Water management: The Company has implemented a plan to reduce the amount of water used in its operation, including various water treatment processes, such as settling basins, and constructed wetlands, which are attuned to fit the space limitations, and water quality. The quality of water discharged from mines to public waterways is determined by the pH value and the turbidity. As for the pH value, the Company implements Acid Mine Drainage Programs to prevent water acidity by treating water that becomes acidic due to mining processes at mine sites, covering all stages of mining from mine exploration to production planning, land management and rehabilitation. A Successive Alkalinity Production (SAP) system for acidic water treatment has been implemented, resulted in a 50 percent reduction of calcium carbonate usage. Furthermore, treated water can be reused many ways within the operation sites, such as spraying for dust-control, coal-washing, and mine restoration. Cooling water is designed to be a semi-closed cooling system to reduce water discharge to the external environment. Outgoing waterways are designed for water to flow and be exposed to the air for as long as possible in order to cool the temperature down to the level required by law.
- Air quality: The quality of air emission into the atmosphere is determined by the quantities of Sulfur Dioxide, Nitrogen Oxides and particulate matter. The Company has installed various treatment and disposal technologies to reduce Sulfur Dioxide and Nitrogen Oxides at its operations in Thailand, Lao PDR, and China, including the Low NO<sub>x</sub> Burner, Selective Non-Catalytic Reduction (SNCR), Selective Catalytic Reduction (SCR), and the Circulating Fluidized Bed (CFB) technologies. The Electrostatic Precipitators (ESP) used for trapping fly ash, and a Flue Gas Desulphurization system (FGD), both Semi-dry and Wet, are also in operation.



A Continuous Emission Monitoring System (CEMS) is installed in chimneys and in the communities surrounding plants to monitor and to ensure that ambient air quality is within the levels required by law, particularly at the power plants in China, since 2012. In 2015, the Company has spent more than THB 650 million on improving the effectiveness of air rehabilitation systems.

- Dust management: Dust occurs from mining activities such as pit opening, coal mining, coal preparation, and coal transportation. The Company has implemented several measures that are appropriate for each operation. For example, building a wind-blocking barrier with plants is done in high-risk areas to avoid dusting, the speed of vehicles is limited in mining areas for dust control and safety, and unsealed dirt roads are regularly water-sprayed. Dust levels are also regularly measured in mining areas and nearby communities to effectively control dust.
- Hazardous waste management: The practice of separation and disposal of each waste type is properly managed in accordance with the regulations in each locality, to ensure that waste, especially hazardous waste, will not cause any negative impact on the environment. In some cases, the Company is allowed to sell the waste, such as used lubricants, automobile batteries, and fly ash, to government-authorized buyers for further recycling.

#### • **Effective Resources Utilisation**

Effective resources utilisation plays an important role in environmental conservation and cost-reduction. The Company, therefore, focuses on the management of resources from two main perspectives:

- Climate Change: The Company is committed to doing its part in reducing greenhouse gas emissions. Thus, it has implemented an energy conservation project, and conducted a feasibility study to assess the use of alternative fuels in place of diesel. In addition, the Company also

looks for opportunities to invest in alternative energies, with a renewable-power generation growth target of 200 MW within a three-year timeframe. Moreover, the company has supported construction of a community biogas plant near the Kitadin Embalut communities so that people can learn to build their own source of energy for community use. This project has been well adopted and has developed into a local learning center. The Company also has disclosed its carbon emissions information through its Carbon Disclosure Project (CDP), and its Sustainability Report.

- Land Use and Biodiversity: Recognising the importance of land use, the Company has carefully planned its mining businesses in order to minimise its impact on the geography, biodiversity and ecology. Mine rehabilitation planning has been in place since the start-up phase of projects, and can be effectively used for land rehabilitation and community development. In order to effectively manage biodiversity, PT. Indo Tambangraya Megah Tbk (ITM), Banpu's subsidiary in Indonesia, has collaborated with Purwodadi Botanical Gardens since 2010 in conducting a survey and an in-depth study of biodiversity at the Bharinto mine located in Kalimantan. In 2012 and 2013, the study was expanded to further areas, including the Indominco mine, and made great progress in studying biodiversity. Information obtained from this study will be used to construct a model for future land and biodiversity rehabilitation.

In 2015, the Company has selected and cultivated different types of plants that are suitable for each phase of restoration, established a nursery, and set aside conservation areas according to its permits and licenses, along with integrating the community development projects with mine rehabilitation program to ensure its sustainability.

- Water Usage: The Company recognises water conservation, and has implemented various projects to reduce the amount of water required



in the operations, and reuse it within the sites, including separating surface water from wastewater. In 2015, the power plant in China has improved its operating process reducing water usage by 925,000 tons, or 10% of the total water usage in the production process.

## 7. Risk from Social and Community Impact

While emphasising preventive measures to minimise impact on the environment, the Company also promotes activities that uplift the quality of lives in the communities. Aiming for the communities to grow sustainably side by side with the Company, a risk mitigation plan has been formulated as follows:

- 7.1 Community development standard operating procedures have been set up for mine operations, aiming to counter risk of adverse impacts on the communities. The procedures serve as guidelines and uniform standards for community development officers at all sites.
- 7.2 A sufficient number of Community Development Officers (CDO) has been allocated at each mine site. The community development officers act as mediators between communities and the Company, and work with communities to improve their quality of life as designated by the development plans. The CDOs can also assess the sensitivities of the communities at an early stage, and work out plans to resolve issues, or minimise any adverse impact.
- 7.3 The Community Development Department has worked closely with other departments in order to minimise risks arising from business operations, especially with regards to the environment and safety. Work starts from the planning stage, monitoring, evaluating, and preventing possible impacts from the Company's operations. This is to ensure that communication between the Company and surrounding communities, through the Community Development Department, is effective. The department collaborates with government agencies, local administrative organisations, and the media so that the Company is able to recognise the impact of its operations and resolve any issues in a timely manner.
- 7.4 A Community Consultative Committee (CCC), consisting of representatives from the local government, local communities, and the Company, collaborates on drawing up community development plans which meet community needs, are consistent with the government's development plan, and are accepted by all related parties. Ongoing reviews and assessments of the progress, including problems and solutions, are addressed at the CCC meetings for further improvement.
- 7.5 Community development programs are organised to meet each community's needs and to address its problems. The programs place emphasis on community involvement, capability-building, as well as sustainable, long-term development. The programs support development of communities surrounding the mines in such areas as job creation, infrastructure, education, basic healthcare, religion, culture, and environmental issues, thereby improving the quality of life and satisfaction among communities, and improving their relationships with the Company.
- 7.6 In order to carry out community development programs that satisfy both the communities and other stakeholders, Stakeholder Perception Surveys have been conducted to assess attitudes, opinions, and satisfaction levels of all involved. The results of the surveys are used to set benchmarks for improvement and as a basis to ensure that the best interests of all parties are satisfied.
- 7.7 The Company has initiated a joint-program called, "Contractor Management in Community Development Work" in Indonesia to ensure that all community development projects are well organised and supported. By working closely with major contractors from the planning process, budget allocation, human resources allocation, to exchanges of knowledge, expertise, and information, the community development projects have seen productive improvements.
- 7.8 Follow-up assessments by all levels of management, including site visits, take place regularly to make sure that the Company's



operations are carefully run, are beneficial to communities, and have no negative impacts on the communities and the society. Exchanges of thoughts and recommendations for improvement between the Company's management and local leaders also further support the communities' satisfaction.

## 8. Risk from Hongsa Power Project Court Case

The Company places a high priority on managing risk from the Hongsa Power Project court case. In order to track progress of the legal department and closely analyse the pending situation, a special working team, including representatives from the Board of Directors and the executive, has been set up. Reports on the current situation and related progress are sent to the Board and the executives, to promote understanding and confidence among stakeholders. The executives firmly believe that the operations of the Company and Banpu Power Company Ltd. in Hongsa Power Project have been conducted in

good faith. On 9 September 2014, the Appeals Court dismissed the case giving reason that the defendant's actions had always been lawful before and after engaging in the project development, and that the defendant did not infringe upon the plaintiff. On the other hand, it was said that the plaintiff broke the terms of the contract to jointly develop the project, and the defendant need not return the Hongsa Power Project documents to the plaintiff. The plaintiff has since submitted the case to the Supreme Court, and the defendant is exercising the right to file a petition to the Supreme Court. Banpu's executives are confident in the Company's operations and those of Banpu Power Company Limited with regards to the development of the Hongsa Power Project. The case entered the consideration of the Supreme Court in 2015 and will take around 3-5 years for a final resolution. The Company management believes in the honesty of Banpu Power Plc. (formerly Banpu Power) in this case.



# Internal Control and Risk Management

Banpu underlines the importance of continued internal control and risk management with a focus at having an internal control system that covers every business activity where the management, executives and employees have mutual responsibility to enhance and improve its efficiency, taking into consideration all incurring costs and anticipated benefits. In addition, Banpu ensures that the system is effectively implemented to fully comply with relevant laws and our internal regulations.

The Audit Committee monitors and reviews the adequacy of our internal control system, which covers the use of resources, asset maintenance and accurate financing, accounting and other reports. Office of the Internal Audit reviews activities carried out by the group and offers advices and recommendations to maintain the efficiency and effectiveness of the internal control system. The level of Banpu's risk management is acceptable and responds well to changing risks, which leads us to reasonably believe that we can achieve our goals set in our mission and strategies.

The Board of Directors' Meeting held on 27 January 2016 assessed the internal control system based on the internal control adequacy assessment report previously endorsed by the Audit Committee, who followed the Securities and Exchange Commission's (SEC) framework. The SEC meanwhile based its the framework on that of the Committee for Sponsoring Organizations of the Treadway Commission (COSO), which monitors Control Environment, Risk Management, Control Activities, Information & Communication and Monitoring Activities.

The Board of Directors and the Audit Committee shared views regarding the Company's internal control system, which can be summarized as follows.

## 1. Control Environment

Banpu is committed to sound, effective and efficient internal control environment to achieve its business goal. Management structure, delegation of authority, line of command and well-defined responsibilities in critical departments have clearly been made for check and balance purpose. Major policies and regulations are regularly updated to correspond to evolving economic conditions and regulatory changes. The Company focuses its energy to recruit and manage human resources in a standardized manner proven suitable to its corporate while underlining the capacity building of its personnel. This is done through individual development plans, succession plans and proper rotations of our staff. Banpu also pays attention to corporate good governance and the Code of Conduct to ensure that performances of our management and staff are transparent and are governed by integrity and ethics while being accountable to stakeholders. A facility is set up to receive grievances and complaints by whistleblowers. At the other front, Banpu is a certified alliance under the Private Sector Collective Against Corruption (CAC).

## 2. Risk Management

A priority is given to our ability to pursue the risk management policy and process amid changes triggered by internal and external factors that affect our business from department to business and corporate levels. The management and staff of all departments take part in assessing risk factors, the likelihood of such risks, potential impacts, corresponding risk management and risk of fraud and wrongdoings. We have clearly defined our risk appetite and have integrated risk management with our strategic planning process. A risk management unit has been set up to regularly monitor progress of risk management measures and plans, and to report such progress to the Risk Management Committee after being reviewed by the Audit Committee. The risk report is submitted to the Board of Directors on a quarterly basis.



### 3. Control Activities

Banpu makes sure that all units have an adequate internal control system where clear division of labor is made for effective self-auditing among each other. In addition, management authority is decentralized with clear Delegation of Authority and Key Performance Indicators (KPI) to help monitoring performances of managers and staff of all levels for compliance with relevant laws and regulations. Policies, rules and regulations are made in writing and regularly updated. The Company's assets are safeguarded to prevent them from personal abuse. Besides, measures and auditing of connected transactions are exercised to protect the interest of all stakeholders.

### 4. Information & Communications

Banpu has an information system and various effective internal and external communication channels. Complete and accurate information is prepared and submitted in a reliable and timely manner to keep the Board, the management and staff fully informed and thereby make a good decision in time. Rights to information access is clearly defined with safety and legal compliance in mind through various channels such as e-mail, publicity event and town hall-styled meeting to ensure coordination and fulfillment. For communication with the third party, we have Investors Relations and Corporate Communications departments to disclose information and to thoroughly and equally communicate with all stakeholders. Banpu has also come up with the Enterprise Architecture Plan and the long-term IT master plan to accommodate our future business expansion and enhance management efficiency.

### 5. Monitoring Activities

Banpu has put in place the monitoring system both at the management and operation levels. The Board of Directors and the management regularly monitor performances and benchmark the results with targets. In case of significant issues with possible effect to the organization, the CEO and the management will closely monitor operation results and solutions from related parties. In addition, Banpu has established the Internal Audit Department to review and assess the internal audit system and monitor the group's risk management practices, ensure legal and regulatory compliance, put in place an adequate, effective and sound internal supervision and control system, provide recommendations to resolve operation procedures and keep an eye of solutions to prevent possible risk in the future. The Internal Audit Department keeps the Board of Directors, the Audit Committee, CEO and the management informed of its auditing reports.





## Sustainable Development

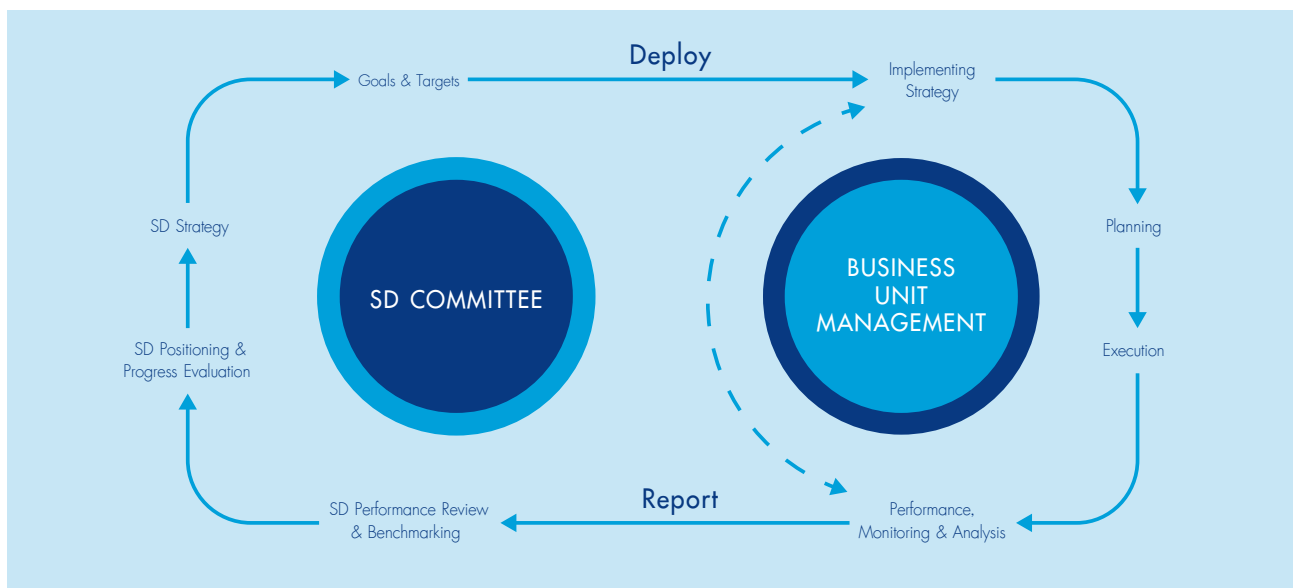
For Banpu, sustainability does not mean that we can sustain what we do as an entity only. Rather, it means the sustainability of our essence, which is a fruition of our performances, personnel and corporate culture. Aside from being sustainable, Banpu commits to nurture sustainable development and growth to the society, the environment and all stakeholders. To be an energetic Asia energy provider as we envision, proactive actions, leadership in quality performances, possessing internationally recognised operation plans and embracing agility are fundamentals that will lead us onto a path of sustainable growth.

To realise sustainable development, Banpu has set up a Sustainable Development (SD) Committee chaired by Chief Executive Officer with senior executives and chief of business units being its members. The committee analyses Banpu's strategic position and sustainable growth direction in order to come up with

mutual corporate goal that reflects our performances, can be actually implemented and provides freedom for each business unit to manage their businesses internally.

The SD Committee gives priority to leadership and corporate governance, strategic planning, quality and efficiency, customers, human resources, finance, environment, occupational health and safety, community and government relations. The committee convenes four times a year.

Since 2013, Banpu has incorporated sustainable development as part of our long-term strategic plan to ensure that our business takes the interest of all stakeholders' groups into consideration. In addition, the issue of sustainable development is one of the annual Key Performance Indicators (KPI) assigned for our senior executives.



Banpu has published the Sustainable Development Report (SD Report) to let our investors and stakeholders learn about our SD activities since 2011. The SD report is posted in our website at [http://www.banpu.com/sustainable\\_development.php](http://www.banpu.com/sustainable_development.php). As a result of constant fine-tuning of the way we report, our SD report has been recognised, from 2012 up to the present, as outstanding by the CSR Club under Thai Listed Companies Association who collaborate with the Securities and Exchange Commission and the Stock Exchange of Thailand.



MEMBER OF  
**Dow Jones  
 Sustainability Indices**  
 In Collaboration with RobecoSAM



Besides, Banpu's SD Report 2014 has been verified under Global Report Initiative (GRI) for its Materiality Disclosure that meets the G4's reporting guidelines of "In Accordance-Core" information disclosure criteria relating to the Material aspect.

In 2015, Banpu was assessed once again by Dow Jones Sustainability Indices (DJSI), a global globally recognised benchmark that measures proven company performance for funds to invest. To be in the indices, DJSI selects 10% of global leaders out of more than 2,500 listed companies in equity markets worldwide based on market capitalization and sustainability performance resulted from on an assessment of economic, environmental and social criteria. Members of the DJSI are annually reviewed before the results are announced in September. Banpu has been named as a member of DJSI in the emerging market group for the second consecutive year, which reflects international recognition of our sustainability development activities.

In 2015, we were also assessed by Robeco Sustainable Asset Management (RobecoSAM), an international investment company with a specific focus on sustainable investments which conducts corporate sustainability assessment annually using the same

databases of financially material sustainability information as in the DJSI's review. RobecoSAM announces companies selected as RobecoSAM Sustainability Leader in each industrial group in its RobecoSAM Sustainability Yearbook in January of every year. Banpu has been named as an Industry Leader and awarded Gold Class in the Coal & Consumables Fuels for the second consecutive year when the results were announced in January 2016. Banpu is also named as an Industry Mover this year, an accolade given to companies with the highest increase in terms of ratio of sustainability activities. This is a true reflection of Banpu's outstanding sustainability initiatives compared to others in the same industry at the international level.

2015 was also the first year that the Stock Exchange of Thailand (SET) bestowed its SET Sustainability Award to listed companies that take economic, social and environmental criteria into consideration when running businesses. Banpu has been awarded the SET Sustainability Award under the group of companies with market capitalisation between THB 30-100 billion. We are also named as one of Thailand Sustainability Investment equities, which refers to a group of equities with outstanding performances in Environment, Social and Governance (ESG) under the SET's criteria.



# Human Resources Development for Corporate Sustainability

Human resources development is pivotal for making an organisation stable and sustainable. That's why Banpu puts a lot of effort to managing and enhancing our human resources to make sure that our people could respond to business and economic changes. While this is a business challenge, we believe that it will bring us onto the path of sustainable growth.

Human resources management and development was one of the important corporate strategies in 2015. Actions were carried out in three areas as follows.

1. Performance management
2. People development
3. Strengthening "Banpu Spirit" culture

## 1. Performance Management

Banpu has set goals and Key Performance Indicators (KPI) to measure operating results and to drive the organisation to success. Effective indicators must reflect actual, challenging and standardised performances. In 2015, Banpu improved the following areas of its human resource development.

- Re-adjusting a performance assessment ratio where KPI on main responsibilities was weighed up from 60% to 70% while behavioral-based scores expressed in alignment with our Banpu Spirit corporate values were weighed down from 40% to 30%.
- Standardising performance criteria where each KPI was to be assessed on the basis of at least one of the following four criteria: (1) quantity; (2) progress and time; (3) cost and (4) accuracy and quality.
- Setting up the leadership KPI to specifically evaluate performances of manager and higher personnel to communicate that they needed not only management skills but also a sound relationship with supervisees to improve performances.

## 2. People Development

Amid the world's economic conditions and our business situation in 2015, we believed that it was a good opportunity to continue actively nurturing our people as they will be an important force to drive the organisation to sustainability. Over 10 years, Banpu has continued to enhance the capacity of our management and staff. In 2015, major developments were:

### 2.1) Succession Plan of Critical Positions

- The Succession Plan Committee oversaw and managed Banpu's critical positions.
- Key profiles of critical positions were identified together with screening criteria to single out and select successors to these critical positions.
- Developing, monitoring and assessing selected successors on the basis of the Individual Development Plan (IDP)

### 2.2) Career Development

- Setting up a career development system that helps staff understand and effectively formulate their career planning with direct supervisors or others outside their departments. The system is equipped with a tool that enables staff to get access to other career opportunities while employees get a chance to learn about required leadership and functional competencies relating to a desired position. By doing so, both supervisors and employees are able to do a competency assessment together and formulate an individual development plan to prepare an individual for his career



path. The career development system can be further implemented in other areas of human resources development such as promotion.

### 2.3) Banpu Leadership Development Program

- Banpu has enhanced the capacity of its management for more than 10 years through the Banpu Leadership Development Program, which focuses at developing executives at various levels locally.
- A new extra executive program named Banpu Engaging Leader was developed in 2015 for executives supervising a team of

staff. The coursework has been designed to allow a budding executive to build a committing team on the fact that the executive is close to the team and therefore can better inspire its members. The Banpu Engaging Leader Program focuses at skill enhancement and teamwork inspiration. An evaluation of the program shows that executives do have closer relationship with their employees, which leads to an understanding of team management, induces harmony and therefore increases work efficiency and strengthens corporate bond.

### Photo of Banpu Leadership Programs in 2015

- Banpu Leadership Development Program





- Banpu Engaging Leader Program



### 3. Strengthening "Banpu Spirit" Corporate Culture

We believe that Banpu Spirit of Innovation, Integrity, Care and Synergy is critical for staff to work together smoothly regardless of their genders, races, religions, languages, age groups or departments. To fulfill this corporate goal in order to plant a stronger corporate culture, in 2015, Banpu continued to do the following.

- Enhancing the Banpu Change Leader (BCL) team, which organised and presented Banpu Spirit activities for employees of all levels. So far, BCL team members have been volunteered from various departments who gathered to help organising Banpu Spirit activities.
- Organising the Banpu Spirit orientation program and the Banpu Spirit in Action activity for new staff to inform them of background and rationale behind Banpu Spirit and how they could apply Banpu Spirit in their works and personal lives and for existing staff to share their Banpu Spirit's experiences with newcomers.
- Assessing staff's performance where the Banpu Spirit factor is given as much as 30% (out of 100%) weight in the assessment as Banpu believed that with this, employees would be induced to work in a manner that aligned with Banpu Spirit.

- Promoting a variety of Banpu Spirit activities to attract as much participation as possible from people at all levels, which among a few included Banpu Spirit in Practice by Senior Management, the Monthly Lunch Sharing and the Banpu Spirit Outing held outside Bangkok.
- A regular survey of employees' opinions towards Banpu Spirit corporate culture is conducted to reflect the performance of Banpu Spirit activities in a relevant year as well as their success. In 2015, the survey showed a higher result than the previous year, the scores of which was high enough to also reflect the fact that Banpu Spirit corporate culture had already been incorporated in the way our people worked.

Banpu also promotes innovation in every department to add values and increase efficiency for sustainable growth. The Banpu Innovation Convention is organised to showcase outstanding innovation projects from various countries as well as to share and recognise their experiences. In 2015, 10 outstanding innovation projects were presented at the forum. Of this, two were from Thailand, five from Indonesia and three from China.



Photo of Banpu Innovation Convention 2015 as Part of Banpu Spirit Activity





# Corporate Governance

## 1. Corporate Governance Policy

The Board of Directors is committed to the principles of systematic management and good corporate governance. Accordingly, the Corporate Governance Policy and the Code of Conduct was made in writing in 2002. Both the Policy and the Code of Conduct currently in use is the second edition revised in 2005 and implemented a year later when they were published in Thai, English, Indonesia and Chinese. In 2014, the Board approved a new edition of Corporate Governance Policy and Code of Conduct to keep updated with changing situations as well as with rules and regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC) and to align with international best practices as a reference and guideline for directors, executives and staff. In addition, in 2015, Banpu implemented the Whistleblower Policy. The Thai Institute of Director (IOD) also resolved to accept us as a certified member of the Collective Action Coalition against Corruption (CAC).

Banpu has evaluated the effectiveness of its implementation of the Corporate Governance Policy using the Key Performance Indicators (KPI) and the Behavioral Factor of "Integrity," which is a component of the "Banpu Spirit" corporate culture as an indicator. The evaluation results categorised by employee levels and by operational locations are found to be satisfactory.

### Formulation of the Corporate Governance Policy

The Board of Directors has formulated the Corporate Governance Policy in writing as a guideline for the directors, executives and staff to comply with. The Policy, which upholds good corporate governance principles of the SET's best practices on corporate governance, covering five principles as follows:

1. Rights of Shareholders
2. Equitable Treatment of Shareholders
3. Roles of Stakeholders
4. Information Disclosure and Transparency
5. Responsibilities of the Board of Directors

### Communication of the Corporate Governance Policy

With a commitment to ensure compliance with the Corporate Governance Policy and the Code of Conduct, Banpu has a plan to promote its corporate culture and corporate governance attitudes. The plan, which focuses at enhancing understanding for full compliance, is communicated to employees at all levels through the following activities.

In 2015, Banpu set up a plan to promote its corporate culture and corporate governance attitudes. The plan, which focused at enhancing understanding for full compliance, was communicated to employees at all levels through the following activities:

- 1) A training program on corporate governance principles for new employees
- 2) The "CG on the Go" activity was held to communicate changes and new directions of corporate governance in Thailand and at regional level in six topics as follows:
  - Banpu's corporate governance development
  - Corporate Governance Policy and Code of Conduct
  - Channels for Filing Corporate Governance complaint
  - Information Disclosure Policy
  - Anti-corruption Policy
  - ASEAN CG Scoreboard
- 3) Articles on trends of corporate governance in Thailand and other ASEAN countries were published on the "CG of the Month" column featured in Banpu Insight, a quarterly-based internal magazine distributed in every country where Banpu has businesses. Details of the



articles were:

- Environment, Social and Governance (ESG)
  - Introduction to Whistleblowing
  - Thailand's Private Sector Collection Action Coalition Against Corruption (CAC)
  - Implementation of Banpu's Whistleblower Policy
- 4) An exhibition booth was organised to publicise Banpu's corporate governance best practices under the theme of CG on the Go at Banpu's strategic conference, an annual meeting attended by executives from all countries where Banpu has businesses. The occasion provided a good opportunity to update Banpu's executives of our corporate governance development.
- 5) The "CG Day" was held to promote and raise awareness of the importance of our commitment to integrity. In 2015, the "CG on the Go" concept was communicated to employees to foster their understanding of best practices to set standard within the organisation. Employees were also informed of updated corporate governance practices at the national and regional levels, which among a few, included ASEAN CG Scorecard and Banpu's announcement of its Anti-corruption Policy and the Whistleblower Policy to keep pace with changes in order to meet international standards.
- 6) The "CG You Wonder, We Answer" activity was held to provide an opportunity for employees to ask about practices relating to the Corporate Governance Policy and the Code of Conduct. Questions were clarified by collaboration of related departments to set standard of practices and compliance.

Following our commitment in corporate governance, we were bestowed the following awards.

In 2015, Banpu received the Sustainability Award 2015 from RobecoSAM, who conducts the Corporate Sustainability Assessment (CSA) before ranking the scores in percentile to include the first top 10% of each industrial group in the world-recognised Dow Jones Sustainability Indices (DJSI). Banpu was declared the industrial leader as we enjoyed the

highest score in the Coal and Consumable Fuels industry. We were also awarded the Gold Class for our excellent management as well as our openness to opportunities and management of economic, environmental and social development risks.

We also received the SET Sustainability Award 2015 as a corporation with outstanding performances in sustainable business reflected through our drive towards the growth by creating values to all stakeholders at the right balance. This is one of the awards that underlines our commitment to sustainability to do a business with the balance between environmental, social and corporate governance, a significant fundamental that will strengthen our business and enhance our long-term competitiveness.

Besides, Banpu was chosen to be included in the Dow Jones Sustainability Indices (DJSI) by RobecoSAM, the CSA, in the category of emerging markets under the energy industry in 2015. This marked the second consecutive year Banpu had been selected into the indices.

### 1. Rights of Shareholders

The Board of Directors underlines the importance of shareholders' rights and their equality. This has been clearly specified in the Corporate Governance Policy that shareholders are entitled to receive share certificates, transfer shares and acquire adequate information in a timely fashion in a format conducive for decision making. Shareholders are also entitled to attend a meeting, cast their votes at shareholders meetings to change Banpu's important policies, elect and remove directors, approve an appointment of auditor and receive their shares of profit.

At a shareholders' meeting, the Board of Directors facilitates shareholders by providing adequate, clear and comprehensive information in a timely fashion. The Board encourages shareholders to attend the meeting and cast their votes or to appoint an individual or an independent director as their proxy to cast votes on their behalf in case they could





not attend. In addition, shareholders are allowed to equally express opinions, seek explanations or pose questions.

Banpu held the 2015 Annual General Meeting (AGM) on 3 April 2015 at 1:00 PM at Royal Paragon Hall 3, 5<sup>th</sup> Floor, Siam Paragon Shopping Center, located at No. 991, Rama I Road, Pathumwan District, Bangkok 10330. All twelve directors attended the meeting. In 2015, Banpu assigned Thailand Securities Depository Co., Ltd, which is its share registrar, to send an invitation letter to shareholders in advance. The same letter was also posted at [www.banpu.com/th/corporate-governance/agm-egm](http://www.banpu.com/th/corporate-governance/agm-egm) 30 days prior to the meeting. The minutes of the 2015 AGM was posted in our website 14 days after the meeting and shareholders were allowed to propose an amendment if found inaccurate within 30 days after its posting. Meanwhile, Banpu informed minority shareholders via the SET that they might propose meeting agendas and nominate candidates for directorship where proposals were to receive between November-December 2014. Clear and transparent procedures were also posted at [www.banpu.com/th/corporate-governance/agm-egm](http://www.banpu.com/th/corporate-governance/agm-egm). No shareholders proposed a meeting agenda or nominate a candidate for directorship at the 2015 AGM.

## 2. Equitable Treatment of Shareholders

### Shareholders' Meeting

The Board of Directors has a policy to engage shareholders in a decision-making process and to ensure that shareholders receive comprehensive and adequate information in a timely fashion for such process. As such, Banpu sent out an invitation letter for the meeting together with supporting documents for each agenda to shareholders prior to the meeting. Each agenda was accompanied by the Board of Directors' opinion. Twelve directors attended the meeting including the chair of the Audit Committee, the chair of the Corporate Governance and Nomination Committee and the chair of the Compensation Committee. High-level executives, external auditor and independent observer from a

law firm also attended the meeting.

Chairman of the Meeting allowed all shareholders to equally examine Banpu's operations. He also answered queries in each meeting agenda. Chairman of the Meeting encouraged shareholders to express opinions and seek explanations with regard to the operation. The Board also had the minutes of the meeting completed and posted at the company's website within 14 days from the meeting date for shareholders to verify and amend within 30 days.

### Shareholders' Meeting

The 2015 AGM was held on 3 April 2015 at 1:00 PM at Royal Paragon Hall 3, 5<sup>th</sup> Floor, at No. 991 Rama I Road, Pathumwan District, Bangkok 10330. The AGM was attended by all twelve directors, 1,205 shareholders and 1,625 proxies, totaling 2,830 persons. This represented 1,106,594,182 shares or 42.86% of 2,581,878,550 shares being issued.

### Site Visit and Information Provided to Shareholders

Banpu continues to allow shareholders to visit us and meet our executives to better understand the nature of our business and to monitor our operation. In 2015, 80 visitors visited the BLCP Power Plant in Rayong Province on 15 May 2015.

## 3. Roles of Stakeholders

Committed to maintaining fairness to all stakeholders, Banpu has issued a policy on stakeholders in its Corporate Governance Policy and also promoted its collaboration with stakeholders; namely, employees, customers, trading partners, creditors, government agencies, communities where Banpu's business is located and the society at large. The Code of Conduct provides guidelines for directors, executives and employees to follow on the basis of fairness and balanced interest. Important practices include conflict of interest, responsibilities to shareholders, policy and practices towards employees, customers, trading partners, creditors, competitors and the society. It's the duty and responsibility of directors, executives and employees to recognise, understand and strictly comply with the guideline in order to



protect the rights and provide best treatment to all stakeholders.

Banpu has created a communication channel "CG Receiving Complaint Channel" to receive grievances on corporate governance and business ethics from all stakeholders. Grievances can be filed via our website under the topic of corporate governance to GNCSecretariat@banpu.co.th, which is regularly monitored and reported. In addition, in 2015, Banpu started implementing the Whistleblower Policy to protect those filing grievance and to promote transparency. This followed what had happened in 2014 when the Board approved the Whistleblower Policy to protect those filing grievances and, in the process, disclosing possible wrongdoings.

In 2015, the Board also approved Banpu's Anti-corruption Policy. Banpu had received a resolution, which allowed us to be a certified member of the Private Sector Collective Action Coalition Against Corruption (CAC) after we had declared our intention to support this movement since 2010.

As for the Anti-corruption Policy and practices, we have stated in our Code of Conduct regarding giving and receiving bribery, gifts and business entertainment. Details are as follows.

### 3.4 Giving and Receiving Bribery

- (1) Executives and staff are prohibited from demanding or receiving any benefit from trading parties, contractors, suppliers, advisors and those with whom the Company is doing business.
- (2) Executives and staff are strictly prohibited from offering any benefit to government officers, customers, labor unions or any other external parties in any attempt to persuade them to commit a fraudulent action.

### 3.5 Gifts, Gratuities and Business Entertainment

- (1) Executives and staff should refrain from giving gifts or gratuities to, or receiving them from any trading partner or others with whom the Company is doing business. Gifts given or received during festive occasions are excluded from this requirement provided

that they have an appropriate value and are not related to any business commitment.

- (2) Executives and staff should refrain from giving or receiving unusually lavish entertainment to or from those with whom the Company is doing business.

### Employees

Recognising that workforce is a pivotal factor for success, Banpu has put in its Code of Conduct a policy and practices towards employees to ensure fair treatments to employees of all nationalities and languages to get equal access to career opportunity, remunerations, appointment, transfer, capacity-building and safe workplace environment for their lives and properties. Banpu has conducted adequate and appropriate Health, Safety and Environmental (HSE) measures to prevent loss from accident and work-related illness and injury.

Banpu has declared its HR Philosophy as a basis for human resources management and development by adhering to three main principles of

- (1) Equitability
- (2) Performance-based
- (3) Competency-based

Due to changes in business and the world's economy, Banpu perceives it a duty to ensure that employees are ready for and equipped with adaptability, flexibility and mobility together with positive creativity and professionalism. In short, Banpu aims to build a workforce who is committed to "Banpu Spirit" and who is "professional" where equal treatment and opportunity is given to all employees regardless of their races, nationalities, languages, and genders. We are committed to work under a clear vision and goals, to be unified as one and bound by the "Banpu Spirit" of



- 1. Innovation
- 2. Integrity
- 3. Care
- 4. Synergy



Banpu has a policy to remunerate employees in a way that is consistent with its short and long-term performances as well as is committed to a fair compensation in the form of salary, welfare and other benefits linked with the creation of added values to shareholders in the long run. We also manage human resources with fairness while offering an opportunity for employees to learn and develop themselves on a regular and comprehensive basis. The Job Evaluation Committee and the Organisation Development Committee have been established while the Compensation Committee and the Corporate Governance and Nomination Committee have been closely supported for the purpose of transparency and sustainable future.

#### Customers

Banpu is committed to find ways and means to effectively respond to the needs of our customers. This has been stipulated as a policy and practices towards customers in our Code of Conduct that we will strictly adhere to promises made with customers. This can be done through delivering quality goods and services that match customer's expectation in a fair price, providing accurate and enough information in a timely fashion, complying with conditions given to customers, establishing a grievance process to allow customers to file complaint with regard to quality, volume, safety of goods and services and, finally, providing advice on how to effectively use our goods and services for customer's best interest. Besides, customer's confidentiality is best kept and will never be exploited.

#### Trading Partners/Creditors

Banpu has a policy to equitably and fairly treat our trading partners and/or creditors by taking into consideration the Company's best interest. This meanwhile will be pursued on the basis of mutual benefit of both parties where conflict of interest shall be avoided and contractual obligations be complied.

#### Competitors

The Code of Conduct contains a policy and practices to treat competitors according to international

standards practices and a legal framework for business competition. Banpu will not fraudulently infringe or seek to obtain trade secrets. It's committed to fair business by strictly complying with the practices stated in the Code of Conduct. During the past year, it had no dispute with competitor.

#### Community and the Society

Banpu's policy is to conduct business proven beneficial to the economy and the society while maintaining a right balance between our growth and the development of community, the society and the environment. It's our policy to be a good corporate citizen and to fully comply with relevant laws and regulations. We are determined to improve the quality of society whether done solely by ourselves or with the government, the community or non-governmental organisations. In addition, we have pursued the Sustainable Development Policy to benchmark our standard with the global one for activities such as reporting on Greenhouse effect and formulating the practices for effective Health, Safety and Environment (HSE) operation. This also covers risk management resulted from our operation that could affect employees, business allies, the society, the environment and communities in which we operate our business. To support this policy, we have conducted the Corporate Social Responsibility (CSR) activities. Throughout three decades of our operation, we have regularly supported CSR activities by allocating part of our revenues to pursue both local and corporate CSR projects including in China and Indonesia where we have our business. The projects are focusing at promoting and developing the "Learning" in various areas, having children and young adults as our target as they will be the future force for sustainable social and national development. Besides, we have raised the social responsibility awareness among all levels of our workforce so that this becomes our corporate culture. The ultimate goal is to enable the community and the society to grow sustainably based on the "Do by Heart" principle of sincere, serious and wholehearted commitment to social responsibility.



#### Communication Channels with Banpu

Stakeholders may express opinions through the following channels:

Headquarters	: 27 <sup>th</sup> Floor, Thanaphum Building, 1550 New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400
Tel.	: 0-2694-6600
Fax.	: 0-2207-0696-8
Web Site	: www.banpu.com
Company Secretary	: Tel. 0-2694-6825 e-mail: bodsec@banpu.co.th
Investor Relations	: Tel. 0-2694-6747 e-mail: investor@banpu.co.th
Corporate Communications	: Tel. 0-2694-6670 e-mail: corp_com@banpu.co.th

#### 4. Disclosure of Information and Transparency

##### 1. Conflict of Interest

Banpu considers it important to prohibit directors, executives and employees from using their positions for personal benefit. As indicated in the Code of Conduct, directors, executives and employees are to avoid connected transactions that could lead to a conflict of interest with the Company. If necessary, the transactions are to be carried out at arm's length, and directors or employees having an interest in the transactions must not be involved in the approval process. If any transaction is considered connected under the SET's notification, all rules, procedures and the disclosure of connected information of listed companies must be strictly complied.

The Board of Directors also prohibits directors, executives or employees from using any opportunity or information acquired from their position for personal benefit or to compete with the Company or related business. Nor are they allowed to use insider information to sell or buy shares. If executive or employee involving in a special project of which the information has not yet been disclosed to the public; or that it's under negotiation where the project's information has to be kept confidential as it could affect the share price, the executive or employee are to sign a confidentiality agreement until the

information is disclosed to the SET and the SEC.

#### **2. Sub-committees**

As of 31 December 2015, the structure of directorship consisted of directors and executives. The Board of Directors consisted of independent directors, nonexecutive directors and executive directors. Six out of 13 members were independent directors. The Board appointed three sub-committees; namely, the Audit Committee, the Corporate Governance and Nomination Committee and the Compensation Committee. Chairman of each committee and all members of the Audit Committee are independent directors.

##### **The Corporate Governance and Nomination Committee**

In 2015, the Corporate Governance and Nomination Committee consisted of four directors and chaired by an independent director with members being nonexecutive directors and independent directors. The Committee had two main responsibilities; namely, to review policies and practices regarding corporate governance and business ethics and monitor them; and to recruit and nominate candidates as director and as CEO, to monitor a succession plan to seek an appropriate candidate to be nominated as senior executives from department Vice President level and higher and to report the findings to the Board for approval or for proposing to the shareholders' meeting, as the case may be. In addition, the Committee also provide measures of performance evaluation of Board of Directors' to the Board and participate in evaluation as well as to monitored improvement based on result of such evaluation. In 2013, the Committee started using an evaluation form to evaluate the 2012 performances of the three sub-committees. In 2014, the Committee started evaluating the 2014 performances of each board member on an individual basis.

In 2015, the Corporate Governance and Nomination Committee convened four times, all of which were attended by all directors. The Committee consisted of:

1. Mr. Anothai Techamontrikul  
Chairman of the Corporate Governance and Nomination Committee



- |                             |         |
|-----------------------------|---------|
| 2. Mr. Rawi Corsiri         | Member  |
| 3. Mr. Sudiarso Prasetyo    | Member* |
| 4. Mr. Verajet Vongkusolkit | Member  |

\* Mr. Sudiarso Prasetyo became director in April 2014.

The Corporate Governance and Nomination Committee's term is three years from April 2013 to the 2016 AGM date.

### Duties and Responsibilities of the Corporate Governance and Nomination Committee

Based on its charter, the Corporate Governance and Nomination Committee has two major duties; namely, to review the Corporate Governance Policy and the Code of Conduct and to monitor their compliance; and to nominate candidates who could be directors and CEO as well as to monitor a succession plan for fill senior executive positions from department Vice President level and higher while reporting its action to the Board for approval or to propose the matter to the shareholders' meeting, as the case may be. Details are as follows.

1. To consider and review whether the Corporate Governance Policy and the Code of Conduct are appropriate and adequate and to regularly update the Corporate Governance Policy.
2. To monitor compliance with the Corporate Governance Policy and the Code of Conduct by directors and staff to ensure that it's in line with what the Board has determined, and to provide a system to receive grievance on corporate governance and the Code of Conduct from stakeholders.
3. To review the structure and composition of the Board of Directors, to monitor term of office of directors, CEO and executives and to prepare a succession plan of senior executives (from department Vice President level and higher).
4. To recruit and nominate candidates as directors and as CEO whether the term is due or upon vacancy, or for other executive levels as designated by the Board.
5. To provide measure of performance evaluation of the Board of Directors to the Board of Directors; to participate in the evaluation and to monitor improvements based on results of such evaluation.

6. To review and propose amendments to scopes of work, duties and responsibilities of the Corporate Governance and Nomination Committee to respond to changing circumstances.
7. To submit performance report to the Board at least once a year
8. To do other tasks as designated by the Board

For the Committee to effectively perform its duties, the Committee may do the following:

1. Within the scope of its authority, inviting the management or supervisor to clarify at a meeting or to submit relevant documents
2. The Committee may hire a consultant or conduct other activities in regard to its performance at the Company's costs.

### Selection of the Company's Directors and Senior Executives

The Corporate Governance and Nomination Committee will nominate directors to replace those retiring by rotation or by other reasons in the following manners:

1. Reviewing an appropriate structure and composition of the entire Board for an overall strength and submit it to the Board.
2. Reviewing general and specific qualifications, qualifications of independent director and to add new recruitment criteria to reflect ongoing circumstances and needs as well as to meet the SET's requirements. The Committee will then submit its recruitment to the Board for approval and also to the shareholders' meeting for a resolution to appoint such candidate as a director.

It's the duty of the Corporate Governance and Nomination Committee, of which one-third members are independent directors, to recruit a director whose term is due or to replace a vacancy. All members of the Board may propose a candidate and the company is to post at its website allowing minor shareholders to propose a candidate in a timely fashion and within required conditions. However, the timeframe must be long enough. Candidates proposed by the Board and all minor shareholders will go to the nomination process where their knowledge,



competency, experiences, general qualifications and specific qualifications proven to benefit the structure and collaboration of the Board will be reviewed. The number of candidates will be twice more than the number of directorship vacancy and must be approved by the Board. The shareholders' meeting will approve the appointment of directors with no fewer than half of votes of all shareholders attending the meeting with voting rights and it will vote on each individual candidate.

To recruit executives, the Corporate Governance and Nomination Committee will monitor progress of a succession plan concerning CEO, COO and senior executives to ensure that the Company has competent executives as a successor.

### 3. Supervision of the Use of Internal Information

Banpu recognises the importance of information disclosure and transparency. The policy on information disclosure, transparency in financial statements and implementation has been stated in the Corporate Governance Policy where financial and other information as well as its operation results will be accurately and adequately disclosed in a comprehensive and trustful manner and in a timely fashion on a regular basis to shareholders, investors, securities analysts and the public. The Board of Directors is committed to oversee strict compliance with rules and regulations concerning disclosure of information and transparency. Changes in any sale or purchase of shares held by directors or executives based on to the SEC's requirements are always reported to the supervisory authorities. Securities holding of directors and executives are reported on a monthly basis at the Board of Directors' meeting.

To supervise the use of internal information, preventive measures are detailed in the Code of Conduct under the topic of "Conflict of Interest and Keeping Confidential Information" with emphasis placed on the use of internal information.

Banpu considers a responsibility of directors, executives and employees to strict keep corporate information confidential especially with regard to

internal information not yet disclosed to the public or information that could affect business or share price. For directors, practices have been put in place in the 2009 Board of Director's Guidelines as well as in the Code of Conduct as follows.

1. Directors, executives or employees shall not use an opportunity or information obtained from their position for personal benefit or to conduct a business that competes with the Company or its related business.
2. Internal information shall neither be used for personal benefit to sell or buy company shares; nor be given to other parties for such benefit.
3. Confidential information belonged to the Company shall not be disclosed to the third party especially competitor even after director, executive or employee has already left the firm.

In addition, the Corporate Governance Policy also prohibits directors, executives and employees to take advantage of opportunity obtained in their positions for personal benefit whereby directors are prohibited to conduct a business that competes with the Company and they are to avoid any connected transaction that could cause a conflict of interest with the Company. If required, the Company will oversee that the transaction be carried out with transparency and fairness at arm's length. Besides, directors, executives or employees with interest in the transaction will not be part of the approval process. If the transaction is considered a connected transaction under the SET's notification, all rules, regulations and disclosure of connected transaction information applied to listed companies shall be strictly complied. Besides, the Board of Directors' Guideline also states practices that directors are required to do if they learn any information not yet disclosed to the public. Directors or executives whose securities holdings are changed are to report such changes to the Board of Directors' meeting on a monthly basis.

Banpu has applied the Information Technology (IT) system to prevent access to information from the third party and to control employee's access to



information based on their responsibilities in the line of command. If executive or employee is involved in a specific project of which the information has not yet been disclosed to the public and the project is under negotiation where its information may subject to an internal control given its impact to share price, the executive or employee is to sign a confidentiality agreement with the firm until the information is disclosed to the SET and the SEC.

Supervision of the use of internal information has been addressed in the Work Regulations applied to all levels of employees under the “Disciplinary Action” section that any employee who fails to comply therewith or who violates the pre-determined discipline will be considered breaching the Work Regulations and thereby be subject to a disciplinary action and punishment according to the nature of offence. Details are as follows: Anyone “who discloses the Company’s secrets with an intention to destroy its reputation, credibility, or products, resulting in a financial loss or a loss in business opportunity to Banpu” may be subject to severe punishment up to dismissal.

#### 4. Other Issues in Corporate Governance Principles

Banpu has complied with the 2012 Corporate Governance Principles for Listed Companies as required by the SET, with the following details and supporting reasons.

##### 2012 Corporate Governance Principles for Listed Companies Section 3: Roles, Duties and Responsibilities of the Board of Directors

3.1 Duties and responsibilities of the Board of Directors should include:

1. The Board should review and approve the Company’s vision, mission and strategies during the past fiscal year.

Banpu’s practices: The Board meeting no.13/2015 in December 2015 approved Company Business Plan and Preliminary Strategy for the year 2016-2020

##### Section 5: Responsibilities of the Board of Directors

1. Structure of the Board of Directors

- 1.4 The Board of Directors should clearly specify the term of office for its directors in the Corporate Governance Policy.

Banpu’s practices: Banpu requires its independent directors to be in the office for nine years or no more than three consecutive terms (Re: Board of Directors’ Guidelines, Clause 6.2, Section 6: Term of office and termination\*). In addition, the retirement age of director is 72 years old as specified in the Corporate Governance Policy (Clause 4.7: Director’s retirement age). \*Effective since 19 December 2014.

- 1.5 The Board of Directors should consider qualifications of candidates for independent directors so that independent directors are truly independent and suitable to the nature of the Company. The definition of independence shall at least be in accordance with the SET’s and the SEC’s criteria. Besides, the Board should set the term of independent directors to continue remaining in the office for no more than nine years from the first appointment date as an independent director. If the term of a particular independent director will be further extended, the Board should reasonably review the necessity of such extension.

Banpu’s practices: Banpu has set the term of its independent directors to be nine years or no more than three consecutive terms (Board of Directors’ Guidelines, Clause 6.2, Section 6: Term of office and termination). \*Effective since 19 December 2014.

- 1.8 The Board of Directors should determine regulations governing directors holding position in other companies by taking into account the efficiency of such director who has office in various companies. To ensure that directors can adequately dedicate their times, a number of companies each director may hold office shall be specified to suit with the nature or business of the Company, which should not exceed five listed companies. The efficiency to perform directorship may decline if the number of companies is overly high. The criteria should be disclosed to the public.



Banpu's practices: Banpu requires its directors to hold a directorship in no more than five listed companies. This is part of general qualifications of directors (Board of Directors' Guidelines, Clause 5.1, Paragraph (5): General Qualifications of Directors). \*Effective since 19 December 2014.

## 5. The Board of Director's Self-evaluation

5.1 The Board of Directors and the sub-committees should conduct a self-evaluation at least once a year so directors and committee members can review their performances and identify problems for further improvement. Criteria shall be set to compared with the performances.

5.2 The Board shall be entirely evaluated as a body and on an individual basis. Details of criteria and overall evaluation results shall be disclosed in the annual report.

Banpu's practices: The entire Board and the sub-committees are required to have their performances evaluated. In 2014, the Board approved the evaluation of each individual director and the evaluation would take place from 2014 onwards. Details of the criteria, procedures and evaluation results have been disclosed in the annual report.

5.3 A third-party consultant shall be hired to determine evaluation guidelines and topics in order to evaluate the Board of Directors' performance at least every three years. The result shall be disclosed in the annual report.

Banpu's practices: The entire Board of Directors and the sub-committees are subject to both group and individual evaluation on an annual basis. The Corporate Governance and Nomination Committee has not yet decided to hire the third-party consultant to help determine guidelines and evaluation topics of the Board's performance.

## Sub-committees

The Corporate Governance and Nomination Committee  
Members of the Nomination Committee shall entirely be independent directors. The Nomination Committee reviews criteria and processes to recruit candidates with appropriate qualifications to be director and senior executive. It also selects candidates based on the

nomination process and proposes them to the Board who will submit them to the shareholders' meeting for appointment purpose. Criteria and processes of nomination of directors and senior executives should be disclosed.

Banpu's practices: The Corporate Governance and Nomination Committee consists of four members and chaired by an independent director. Half of committee members are independent directors.

## The Corporate Governance and Nomination Committee's Report

The Corporate Governance and Nomination Committee consists of Mr. Anothai Techamontrikul, an independent director who also chairs the committee, as well as Mr. Rawi Corsiri, Mr. Sudiarmo Prasetyo and Mr. Verajet Vongkusolkrit as members of the Committee. The Committee independently performed its duties covering the scopes of work designated by the Board. Its performance was corresponding to the criteria and guidelines of the Corporate Governance and Nomination Committee and the principles of corporate governance of the SET.

In 2015, the Corporate Governance and Nomination Committee convened four times with full attendance by all members. Details of its performances in 2015 are as follows.

## Corporate Governance

1. Promoting Corporate Culture and Attitudes in Corporate Governance

The Committee monitored a PR campaign plan to promote corporate culture and attitudes relating to corporate governance implemented in 2015. The results were satisfactory.

2. CG Receiving Compliants Channel

Banpu has provided a channel and set up a process to receive grievance from all stakeholders where complaints may be filed via its website under the Corporate Governance topic to GNCSecretariat@banpu.co.th. The matter is directly received by the Committee's secretary who reports it to the Committee on a quarterly basis before this is reported to the Board of Directors. In 2015, there was no grievance filed by any group of stakeholder.





3. Performance Evaluation of the Board of Directors
- The Corporate Governance and Nomination Committee reviewed appropriate guidelines and forms for use in the evaluation of the Board's performance, which the Board later approved for use in an annual evaluation of the Board's performance. This consists of an evaluation form of the entire Board of Directors and an evaluation form of each individual director.

The evaluation form of the entire Board of Directors consisted of questions relating to the Board's performance in five major topics as follows:

1. Structure and composition of the Board
2. Roles, duties and responsibilities of the Board
3. Nomination of director
4. Director's remuneration
5. Board of Directors' meeting and performance of the Board.

The Corporate Governance and Nomination Committee proposed the 2014 evaluation result to the Board of Directors' meeting. Overall speaking, the Board of Directors was satisfied with the performance of the entire Board as reflected through an average score of 4.8 out of 5. Each topic received an average score within the good to excellent range (4.6-5.0). The Board recognised the evaluation results and recommendations and also discussed the matter at its meeting for further improvement to the best interest of the Company.

Directors also conducted a self-evaluation on an individual basis. The individual evaluation form assessed the following seven topics:

1. Structure and composition of the Board
2. Roles, duties and responsibilities of the Board
3. Ethics and corporate governance
4. Development of directors
5. Relationship with the management
6. The Board of Directors' meeting
7. Overall performance of directors

The 2014 evaluation result showed an average score of 4.7 out of 5. The Board of Directors recognised the results and recommendations

and was satisfied with the performance of each individual director. Opinions were exchanged at the Board of Directors' meeting for the best interest of the Company.

### Nomination of Directors and Succession Plan for Senior Executives

The Corporate Governance and Nomination Committee reviews qualifications and soundness of director whose three years' term of office becomes due before proposing a candidate for the Board of Directors to approve and subsequently propose to the shareholders' meeting to re-elect such director for another term. At the 2015 AGM, the following four directors were re-elected by shareholders:

1. Mr. Anothai Techamontrikul
2. Mr. Ongart Auapinyakul
3. Mr. Buntoeng Vongkusolkit
4. Mr. Verajet Vongkusolkit

In addition, to comply with Banpu's growth strategy and its succession plan of senior executives, the Corporate Governance and Nomination Committee decided to propose to the Board that another board member be added to increase the number of board members from 12 to 13 directors. Having considered qualifications based on selection criteria of directors, it was appropriate to propose Ms. Somruedee Chaimongkol, who had been appointed as Banpu's new CEO, as a new director. The nomination was proposed to the 2015 AGM for approval.

In 2015, the Corporate Governance and Nomination Committee received a progress report of the succession plan twice and reported the succession plan to the Board of Directors once.

Mr. Anothai Techamontrikul  
Chairman of the Corporate Governance  
and Nomination Committee



## Corporate Social Responsibility (CSR)

### After Process Projects during the Past Year

#### Thailand

In 2015, Banpu continued to pursue CSR activities in three development areas of education, environment and youth capacity building. All activities were carried out with a purpose to enhance continuous learning in order to ignite sustainable changes and development in social, economic and environmental aspects. The activities were carried out through various forms of learning in and out of classroom in resonance to our belief that "Learning is the power of change and development".

#### Education

##### Supporting Education for Sustainability

Banpu has continued this project to support six schools in Lamphun, Lampang and Payao Provinces where we previously had our business with a purpose to strengthen education which is the foundation of the country's development. Into its twelfth consecutive year, the project focuses at integrated learning in three areas: turning school into the community's sustainable learning hub, enhancing teacher's capacity and widening learning skills of students. In 2015, the project underlined English language learning for daily communication. Native English speakers were hired to teach English language to students and teachers under Banpu's sponsored schools as a time Thailand was entering the Asian Economic Community (AEC).

During the past 12 years while running this project, Banpu has already donated more than THB 35 million to the six schools. As said, the ultimate goals are to have kids who are knowledgeable and ethically sound, to have teachers whose teaching capacity is enhanced and to have a school as good as those found in large cities which also becomes the community's sustainable learning center.

Social outcomes witnessed from this project are not only the fact that students from these six schools went on to win awards at regional and national levels, but teachers are also competent to lead lively classrooms and stimulate students to think analytically. Networks are built to exchange experiences with each other. The six schools found that their teaching standards are better; they can indeed be the community's learning center and they have been selected as a prototype or a pioneering school in several areas.

##### Scholarships for Geological and Engineering Students

Banpu provides scholarships to 10 senior-year students currently studying in geology and mining engineering from four institutes of Chulalongkorn University, Khon Kaen University, Chiangmai University and Prince of Songkla University for the seventh consecutive year. During the past seven years, 68 students had their education financed by this project.

##### Funding for schools in the South

Banpu has donated THB 1.5 million to 10 schools in the special development zone at three southern provinces of Pattani, Narathiwat and Yala for the ninth consecutive year.

#### Environmental Development

##### Power Green Year 10 Camp: Biodiversity vs. Environmental Development and Sustainable Quality of Life

In collaboration with the Faculty of Environment and Resources, Mahidol University, Banpu has organized the "Power Green Camp" project for the tenth consecutive year. The camp has been designed to promote environmental science which hopefully will plant an awareness of environmental conservation in the hearts of young campers. The Power Green



Camp 10 in 2015 was held under the theme of “Biodiversity vs. Environmental Development and Sustainable Quality of Life” and saw 70 students from Matayom 4 and 5 from all over the country attending the camp as the idea was to build and widen a network of youth who work on environmental science as well as a network of Power Green campers. To celebrate the project’s 10<sup>th</sup> anniversary, Banpu selected four students with outstanding performances during the camp last October to travel to Indonesia, a country renowned for its world-class biodiversity, in a move to expand learning horizons of Thai students to include local and domestic dimensions.

During the first decade of our project, 640 students have already passed through it. In addition, about 160 camp leaders were developed to mentor younger campers as well as to help expanding the environmental network.



### Building Youth’s Capacity

#### **Banpu Champions for Change: Year 5**

In 2015, Banpu Champions for Change provided support for a new generation of social entrepreneurs for the fifth consecutive year. The goal of this project is to support “Social Enterprises” (SE) run by young adults who link business, social and environmental aspects together when operating business while being socially responsible. 20 SE entrepreneurs selected in Round 1 were given a workshop to refine their business concept and format. The project committee then selected 10 projects with clear business plans to resolve social and environmental

problems while being commercially viable to receive a grant of no more than THB 50,000 a project to run the initiative for the first three months. Then, only four projects with the most outstanding business plan and progress were awarded up to THB 200,000 a project to continue their businesses for another five months. The final four projects selected in 2015 involved those selling agricultural products, building a network of volunteers, promoting cool ideas to kids via an online TV channel and manufacturing child-friendly dishware made from safe and environmentally-friendly natural materials.

Since its inception in 2011, Banpu Champions for Change has already allowed 51 SEs to follow their dreams based on their interests. In addition, Banpu has supported 20 SEs with outstanding performances to enhance their capacity for sustainable operation. Throughout its existence, Banpu Champions for Change has provided advices and organised trainings in various areas such as business model development, financial planning, social evaluation, brand development, teamwork management and risk management to strengthen capacity of new generations of SE entrepreneurs.

#### **Banpu Table Tennis Club**

Banpu Table Tennis Club not only enhances skills of players, but also widens their horizons in the table tennis sport through various sports activities to reflect its goal of improving Thailand’s table tennis standard in the future. In 2015, the Club provided both physical and mental development training to its athletes through daily practice, having them play at local and international table tennis tournaments and selecting outstanding performers to attend a training at China’s national table tennis training center at Zhengding between November 2014-April 2015. This six-month training was a result of the collaboration between Banpu and Banpu Investment (China) Ltd. (BIC), our subsidiary. At the training, Thai table tennis players not only received advices from professional coaches but also learned how to be disciplined and responsible for themselves. They also had a chance to study the language and lifestyles of



professional table tennis athletes who could inspire them to become one.

At the moment, Banpu Table Tennis Club embraces 55 athletes from all over the country. The club continues to upgrade its management standards, develop individual players and add other activities into its program to nurture ethics, discipline and unity. 2015 was the second year that Banpu organised table tennis camps to inspire kids in remote provinces, which was warmly received by children in Pattani, Yala, Narathiwat and Khon Kaen provinces. The club believes that this camp activity enables our players to learn more how to volunteer themselves for others by offering advice and training highly gifted kids who lack access to professional coaches and national players.

During its eight years of existence, 12 players from the club were selected as members of the national youth table tennis team, 10 were able to secure a seat in selected university thanks to their skills in table tennis and many more won several local and international tournaments.

### Community Development and Sustainable Development

After restoring the community of Ban Khao Samorkhon consisting of Moo 1, 2 and 3 villages in Thawung District, Lopburi Province, which was devastatingly affected by 2011's major flood, Banpu has actively engaged in economic and social development activities designed for this community during the past four years under the sustainable development project of Ban Khao Samorkhon, Lopburi Province. Separating into three smaller projects, the program aims to provide sustainable development to the community by enhancing the community's skills and capacity necessary for making a living and by nurturing unity within the community.

#### **Sinlek Organic Rice**

The project, which supports the planting of Sinlek Organic Rice, aims to expand farmer's farming capacity in order to achieve better productivity while reducing production costs, which should translate into higher income for farmers and more financial stability to the entire group. Simultaneously, farmers are anticipated

to have a better health as fewer chemicals will be used for growing rice. The production in late 2014 was considered very good compared to the previous year. That led Banpu to expand the project in 2015 by promoting sustainability development. To do so, Banpu, members of the Sinlek organic farming group and community residents joined hands to launch the genuine Sinlek rice under the name of Sinlek Khao Samorkhon Organic Brown Rice in which farmers and residents take part in every process of its production from planting to vacuum packing, distributing, getting orders and delivering. More than 5,200 bags of the Sinlek Khao Samorkhon Organic Brown Rice were sold through sales campaigns, publicity media, organised events and Facebook at [www.facebook.com/sinleksamorkhon](http://www.facebook.com/sinleksamorkhon) Banpu just stepped in to take care of its brand awareness. It plans to expand distribution channels to more community and online stores during the next few years.

#### **Funding Fertiliser for Farmers at Ban Khao Samorkhon**

Banpu monitored the operation of the fertiliser fund operated by a group of farmers at Ban Khao Samorkhon by attending the group's monthly meeting for update of the fund's progress and to give fund management advices. This year, 33 members out of 51 members applied for a loan of 673 bags of fertiliser totaling THB 420,135, which was lower than the previous year due largely to shortage of water which prevented rice farming within the community. The fund's committee eventually agreed to also loan money to fund members for other purposes aside from buying fertiliser only. In late 2015, the fund's committee approved that money could be borrowed from the fund to do "a demonstration plot of sustainable farming" whose objective was to generate income and create job for the project's members and to demonstrate how alternative plants could be grown. The project was a result of collaboration among 10 members of the fund.

The fund management and all activities organised during the past year reflect changes in thinking process which is geared towards sustainable benefits of members and the community.



### **Growing Off-season Lime**

After being supported with 114 lime trees and other items necessary for the planting given to 39 project members, the project started growing lime off its normal season on 5 December 2013, with a purpose to generate extra income after farming season to project members. At present, there are 137 lime trees being planted. Members exchange experiences, knowledge and growing techniques. Throughout 2015, Banpu went to the site to monitor the project's results with all members on a monthly basis. Banpu also provided additional knowledge on how to manipulate lime's branches for sale so that members can earn extra income from the existing lime trees.

### **Growing Cha-om (Acacia Pennata)**

Banpu gave away 1,430 cha-om (Acacia Pennata) trees to interested farmers on 25 April 2014 in a project that attracted 20 farmers as its members. Aside from generating extra income, the project allows the community to share its products under the concept of "community kitchen" and to exchange experiences and knowledge on how to take care of, sell and deliver cha-om to points of sales. Banpu was in the community to monitor the project's progress on a monthly basis.

### Community Development

#### • **Basic Infrastructure**

Lamphun Mine built a small check dam at Ban Na Klang, Tambon Payong, Li District to provide water for the village's farming activity and to keep nourishing the forest. The mine also repaired dilapidated roads in Li District for better commuting condition.

#### • **Public Healthcare**

Lamphun Mine dispatched a mobile medical unit to provide health check-up, dental service and basic health information to residents of Ban Hong and Ban Vannarin without charge.

In addition, a waste bank project was set up at Ban Hong Village. The project, which is run by women in the village, generates income from selling waste. Part of its income was returned to a local temple and the community for public activities.

#### • **Education Development**

In 2015, Lamphun Mine donated 95 scholarships totaling THB 200,000 to students from its neighboring communities. The Lamphun Mine has given education support to students in these communities for the seventh consecutive year since 2009. Up to the present, it has provided a total of THB 1.6 million for education purpose. Lamphun Mine also took part in the National Children's Day and provided support to other school activities on a regular basis. It also initiated the "farming for lunch" project where vegetables and mushrooms were grown for Ban Ko School.

#### • **Religion and Local Customs**

Lamphun Mine offered candles in the Kathin ceremony to nine Buddhist temples. It hosted an event during which monks preached the past lives of Buddha. It joined a ceremony to pay homage to the Li Shrine Hall. During the traditional New Year Day, it visited senior citizens and high-level government officers to pay respect to strengthen relationship and maintain the long-practicing culture.

#### • **Economic Development**

Lamphun Mine helped the community generate extra income through a project to supply compost at Ban Vannarin Village. It also sponsored a trip for community representatives to visit a prototype of sufficiency farming to raise their awareness for self-dependence.

This year, Lamphun Mine has been awarded an outstanding CSR-DPIM award from Department of Primary Industries and Mines (DPIM), Ministry of Industry.

### **Indonesia**

PT. Indo Tambangraya Megah Tbk (ITM), Banpu's subsidiary in Indonesia places as much priority to CSR and community development as it does on mining management. ITM organises CSR activities on the basis of Banpu's initiatives, which focuses at enhancing the learning for sustainable development, where ITM underlines the raising of education standards of students, teachers and local volunteers while carrying on community development activities



that aim to improve quality of life to communities around ITM's four mines including Indominco, Jorong, Trubaindo and Bharinto.

In 2015, ITM conducted the following CSR activities:

- Workshops were organised for primary school students under the theme of "earth conservation" as part of the Mining for Children project at communities around Indominco Mine, Trubaindo Mine, Jorong Mine and Bharinto Mine. 537 students and 60 teachers attended the workshop.



- Workshops for primary school teachers under the theme of "earth conservation" was also held as part of the Smart Teaching project and was attended by 30 teachers from primary schools in nearby areas.

In 2015, ITM organised the following community development activities:

#### • **Basic Infrastructure Development**

Running water system was built for Santan Tengah Village. Bridges and roads in the village were also repaired for safer commute.

#### • **Economic Development and Income Generation**

ITM organised the following vocational training.

- Entrepreneurship training and driving skills training organised at Bontang Lestari Village
- Training on machinery organised at Besiq Bermai and Benangin villages
- Modern farming training organised at Bangan Rejo with emphasis on how to manage plots of maize, beans and chili.

In addition, ITM also conducted income-generating projects such as chicken and fish farms in neighboring villages around the mines.

#### • **Education Development**

ITM underlines the importance of education development as it strengthens the community's development and sustainability. It carried on the following activities during the year.

- Offering scholarships to students from primary school to tertiary education levels



- Offering continuous funds to children in the village to study at nursing college before returning to the community to work as a main force for the community's healthcare development in the future. Offering additional scholarships to community children to study in education field.
- Continuing to provide school materials which include desks, chairs, cabinets and studying materials as well as books to schools; organising language training to senior citizens and those lacking access to basic education.
- Providing ongoing informal education to residents in six villages to help them getting access to a better education and thereby standing on their feet.
- Supporting Teweh Timur High School to be an environmental friendly school in accordance with the Adiwiyata criteria set by the Ministry of Resources and Forestry.

#### • **Healthcare Development and Basic Public Health**

ITM provides comprehensive support to community healthcare development covering newborns to senior citizens by offering healthcare training for mothers and children, giving health check-up to



women after marriage, during pregnancy and when they give birth and handing supplementary food for pregnant mothers and preschoolers. A mobile medical unit was also dispatched to check school students' health and to organise healthcare activities to reduce health problems among students.

- **Environmental Conservation**

ITM joined hands with local government agencies and communities to plant *Duabangamoluccana* and *Reutealistrisperma Blanco* (Airy Show) at Embalut in order to preserve the rare species and to conserve soil much needed to lock moisture. ITM also supported environmental conservation activities such as providing equipment and organising training to recycle coconut fiber into ropes for household use at Santan Tengah Bank, setting up a waste bank at a village and restoring a mangrove forest at Bontang Lestari.

- **Community Development**

ITM supported activities that helped maintain culture and religion in communities and provided assistance to communities in case of disastrous events such as fire or flood.

## China

Banpu Investment (China) Ltd (BIC), Banpu's subsidiary in China, supports social, community development and energy conservation activities including investment promotion activities in provinces where Banpu has invested to maintain a good relationship between Thailand and China. BIC runs its business in accordance with Banpu's CSR policy as in the case of its business, which produces and sells steam to local communities. As steam is considered a basic infrastructure, a power plant therefore is required to distribute a constant flow of steam especially during winter. As a result, by ensuring the stability of its electricity generation from the three co-generation power plants, BIC is exercising its social responsibility. BIC also provides assistance to communities next to its mines and power plants as follows:

### Education Development

- RMB 50,000 and four air-conditioners equivalent to RMB 30,000 were donated to improve

learning environment of Luannan Banpu School for Special-need Children in Luannan County which takes care of 98 students with hearing impairments, speech impairments, intellectual challenges and other physical disabilities under the supervision of 34 teachers. BIC has provided support amounting to more than RMB 560,000 for the school for the eighth consecutive year. Since 2012, the school is the only institute in Hebei Province that provides education without charge.

### Sports Development

- RMB 150,000 was given to Zhengding Table Tennis Club, a national club known for training national table tennis players and coaches from all corners of the world.
- BIC donated RMB 30,000 with Association of Foreign Investment Enterprises to Qian Feng Primary School to build a basketball court and to improve sports facilities. More than half of students in the school are orphans.
- Hebi Mine, Henan Province, provided RMB 100,000 for communities next to Heshan Secondary School to build a basketball court and a ground for table tennis tables. This is the sixth consecutive year that Hebi Mine has provided continuous support to improve quality of life of its neighbors.
- Gaohe Mine donated RMB 145,000 for Hao Jiazhuang Village to improve facilities in its badminton court and for exercise equipment.

### Community Support

- Gaohe Mine donated RMB 180,000 to Hao Jiazhuang Village to restore its temple.
- Gaohe Mine donated RMB 74,100 to Jiu Village to build a meeting hall.
- BIC donated RMB 30,000 to a six-month old baby girl who currently lives at New Hope Foundation to enable her to have a heart operation at Oasis International Hospital. (The foundation takes care of newborns discarded due to physical deformities.)



## Board of Directors and Management

Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>1. Mr. Kirik-Krai Jirapaet</b>  <ul style="list-style-type: none"> <li>• Independent Director Dated 4 April 2008</li> <li>• Chairman Dated 11 April 2008</li> </ul>	72	<ul style="list-style-type: none"> <li>• B.A. (Hons) Political Science, Chulalongkorn University</li> <li>• Master of Economics, Sydney University, Australia</li> <li>• Certificate in Economic Developments, Japan</li> <li>• Certificate in Project Appraisal, Oxford University, UK</li> <li>• Certificate in Commercial Counsellor Practices, Federal Republic of Germany</li> <li>• National Defence College (Class 37)</li> <li>• Role of Chairman (RCP) #11/2005, Thai Institute of Directors Association (IOD)</li> <li>• Director Certification Program (DCP) #61/2005, Thai Institute of Directors Association (IOD)</li> <li>• Audit Committee Program #8/2005, Thai Institute of Directors Association (IOD)</li> <li>• Capital Market Academy Leader Program (CMA) #9, Capital Market Academy</li> <li>• Top Executive Program, Thailand Energy Academy (TEA) #4</li> </ul>	0.00	Present	Independent Director/Chairman	Banpu Public Company Limited
					Member, Council of the University of the Thai Chamber of Commerce	The University of the Thai Chamber of Commerce
					Chairman of the Board of Directors	Thai Garment Development Foundation
					Chairman	Thai Institute of Director (IOD)
				2006 - 2008	Chairman Economic Reform Committee National Reform Council	National Reform Council
	Minister of Commerce	Ministry of Commerce				
<b>2. Mr. Anothai Techamontrikul</b>  <ul style="list-style-type: none"> <li>• Vice Chairman Dated 30 April 2014</li> <li>• Independent Director Dated 31 January 2006</li> <li>• Chairman of the Corporate Governance and Nomination Committee Dated 12 April 2012</li> </ul>	72	<ul style="list-style-type: none"> <li>• B.A. (Accounting), Chulalongkorn University</li> <li>• Diploma in Advanced Vocational Training, Germany</li> <li>• Director Accreditation Program (DAP) #5/2003, Thai Institute of Directors Association (IOD)</li> <li>• Director Certification Program (DCP) #89/2007, Thai Institute of Directors Association (IOD)</li> <li>• Role of the Nomination and Governance Committee #4/2013, Thai Institute of Directors Association (IOD)</li> </ul>	0.00	2006 - Present	Independent Director	Banpu Public Company Limited
				Present	Chairman of the Corporate Governance	Banpu Public Company Limited
				2007 - 2012	Member of the Audit Committee Member of the Corporate Governance and Nomination Committee	Banpu Public Company Limited
					Chairman (Executive Board)	D.T.C. Industries Public Company Limited
					Vice Chairman	Ancor Flexible Bangkok Public Company Limited
					Vice Chairman	United Auditing PKF Limited
	Director	Safety Steel Industry Company Limited				





Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>3. Mr. Rutt Phanijphand</b>  • Independent Director Dated 27 April 2005  • Chairman of the Compensation Committee Dated 4 May 2005  • Member of the Audit Committee Dated 30 April 2014	68	<ul style="list-style-type: none"> <li>• M.S. in Business Ad., Fort Hays Kansas State University, Hays, Kansas, U.S.A.</li> <li>• B.S., Kasetsart University</li> <li>• Directors Accreditation Program (DAP): Governance Training for Listed Company Directors, #4/2003, Thai Institute of Directors Association (IOD)</li> <li>• Directors Certification Program (DCP) #61/2005, Thai Institute of Directors Association (IOD)</li> <li>• Financial Institutions Governance Program (FGP) #1/2010, Thai Institute of Directors Association (IOD)</li> <li>• National Defence College (Class 388)</li> </ul>	0.00	2005 - Present	Independent Director/ Chairman of the Compensation Committee	Banpu Public Company Limited
				Present	Member of the Audit Committee	Banpu Public Company Limited
				2013 - Present	Chairman/ Director	Land and Houses Securities Public Company Limited
				2010 - Present	Chairman/ Director	Land and Houses Fund Management Co., Ltd.
				2009 - Present	Chairman of Executive Directors/ Director	LH Financial Group Public Company Limited
				2001 - Present	Chairman of the Nomination and Compensation Committee/ Director	Home Product Centre Public Company Limited
				2005 - Present	Chairman of Executive Directors/ Director	Land and Houses Bank Public Company Limited
				2001 - 2014	President/ Chief Executive Officer	Quality Houses Public Company Limited
				2006 - 2009	Director/ Member of the Audit Committee	IRPC Public Company Limited
<b>4. Mr. Teerana Bhongmakapat</b>  • Independent Director Dated 4 April 2012  • Chairman of the Audit Committee Dated 30 April 2014  • Member of the Compensation Committee Dated 30 April 2014	59	<ul style="list-style-type: none"> <li>• Ph.D. (Econ), University of Wisconsin at Madison, U.S.A.</li> <li>• M.Econ., Thammasat University</li> <li>• B.Econ. (Quantitative Economics), Chulalongkorn University</li> <li>• Capital Market Academy Leader Program (CMA) #14, Capital Market Academy</li> <li>• Director Certification Program (DCP) #161/2012, Thai Institute of Directors Association (IOD)</li> <li>• Financial Institutions Governance Program (FGP) #7/2013, Thai Institute of Directors Association (IOD)</li> <li>• Director Certification Program Update (DCPU) #2/2014, Thai Institute of Directors Association (IOD)</li> <li>• Audit Committee Effectiveness Seminar, Federation of Accounting Professions Under The Royal Patronage of His Majesty The King</li> </ul>	0.00	Present	Independent Director/ Chairman of Audit Committee	Banpu Public Company Limited
					Member of Compensation Committee	Banpu Public Company Limited
					Independent Director/ Member of Corporate Governance Committee	Tisco Financial Group Public Company Limited and Tisco Bank Public Company Limited
				2011 - Present	Professor (C11) of Economics	Chulalongkorn University
				2006 - Present	Professor of Economics	Chulalongkorn University
				2010 - 2015	Eminent Member, Anti-Money Laundering Committee (AMLO)	Anti-Money Laundering Office (AMLO)
				2008 - 2012	Dean, Faculty of Economics	Chulalongkorn University
					Eminent Member, Committee on Antidumping Duties and Countervailing Subsidies	Ministry of Commerce



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>5. Mr. Rawi Corsiri</b> <ul style="list-style-type: none"> <li>• Director Dated 6 April 2012</li> <li>• Member of the Corporate Governance and Nomination Committee Dated 12 April 2012</li> </ul>	66	<ul style="list-style-type: none"> <li>• M.B.A., Sasin Graduate Institute of Business Administration of Chulalongkorn University</li> <li>• Bachelor Degree (Geology), Chulalongkorn University</li> <li>• Director Certification Program (DCP) #32/2003, Thai Institute of Directors Association (IOD)</li> <li>• Capital Market Academy Leader Program (CMA) #2/2006, Capital Market Academy</li> <li>• Executive Leadership Program Nida-Wharton, Co-program between National Institute of Development Administration (NIDA) and The Wharton School, University of Pennsylvania, U.S.A.</li> <li>• Top Executive Program (TEA#3) , Thailand Energy Academy</li> </ul>	0.02	2012 - Present	Director	Banpu Public Company Limited
					Member of the Corporate Governance and Nomination Committee	Banpu Public Company Limited
				2001 - Present	Director	Banpu Power Public Company Limited <small>(This company formerly registered under the name of Banpu Power Company Limited, with a company registration no.0105539134655, and has converted its status to become a public company limited on the 10<sup>th</sup> of September B.E. 2558 (A.D. 2015)</small>
				2011 - Present	Advisor	Banpu Public Company Limited
				2010 - Present	Director	Centennial Coal Co., Ltd.
				2009 - Present	Director	Hongsa Power Company Limited
					Director	Phu Fai Mining Company Limited
				2001 - Present	Director	BLCP Power Ltd.
				2004 - 2011	Director	Banpu Minerals Co., Ltd.
				2001 - 2011	Director	Banpu International Co., Ltd.
				2010 - 2012	Director	Banpu New Energy Holdings Co., Ltd.
1997 - 2012	Director	Banpu Coal Power Co., Ltd.				
<b>6. Mr. Chanin Vongkusolkit</b> <ul style="list-style-type: none"> <li>• Director Dated 16 May 1983</li> <li>• Senior Executive Officer Dated 10 April 2015</li> </ul> <p>* An uncle of person number 9, and 11</p>	63	<ul style="list-style-type: none"> <li>• M.B.A. (Finance), St. Louis University, Missouri, U.S.A.</li> <li>• B.Econ., Thammasat University</li> <li>• DCP Refresher Course #3/2006, Thai Institute of Directors Association (IOD)</li> <li>• Director Certification Program (DCP) #20/2002, Thai Institute of Directors Association (IOD)</li> </ul>	0.68	1983 - Present	Director/ Chief Executive Officer	Banpu Public Company Limited
				2015 - Present	Senior Executive Officer	Banpu Public Company Limited
				1983 - 2015	Chief Executive Officer	Banpu Public Company Limited
				2015 - Present	Director	Banpu Power Public Company Limited <small>(This company formerly registered under the name of Banpu Power Company Limited, with a company registration no.0105539134655, and has converted its status to become a public company limited on the 10<sup>th</sup> of September B.E. 2558 (A.D. 2015)</small>
				1983 - Present	Director	Mitr Phol Sugar Corp., Ltd.
				2004 - Present	Director	The Erawan Group Public Company Limited
				2011 - Present	Chairman	Thai Listed Companies Association



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<p>7. Mr. Metee Auapinyakul</p> <ul style="list-style-type: none"> <li>• Director Dated 16 May 1983</li> <li>• Advisor Dated 1 January 2014</li> </ul> <p>* An older brother of person number 8</p>	62	<ul style="list-style-type: none"> <li>• B.SC. (Management), St. Louis University, Missouri, U.S.A.</li> <li>• Infrastructure for the Market Economy, Harvard University John F. Kennedy School of Government, Boston, U.S.A.</li> <li>• Doctor of Business, Engineering and Technology, St. Louis University, Missouri, U.S.A.</li> <li>• National Defence College (Class 377) #7</li> <li>• National Defence College, College of Management, (Class#1)</li> <li>• Director Certification Program (DCP) #61/2005, Thai Institute of Directors Association (IOD)</li> </ul>	0.13	1983 - Present	Director/ Advisor	Banpu Public Company Limited
				2015 - Present	Director	Banpu Power Public Company Limited (This company formerly registered under the name of Banpu Power Company Limited, with a company registration no.0105539134655, and has converted its status to become a public company limited on the 10 <sup>th</sup> of September B.E. 2558 (A.D. 2015)
				2004 - Present	Chairman of Advisors	GENCO Public Company Limited
				2008 - 2013	Honorary Advisor, Energy Committee	House of Representatives
				2009 - 2013	Advisor, the National Accreditation Council	Ministry of Industry
				2007 - 2011	Director	Thai Agro Energy Public Company Limited
<p>8. Mr. Ongart Auapinyakul</p> <ul style="list-style-type: none"> <li>• Director Dated 29 July 1983</li> <li>• Executive Officer Dated 8 January 2001</li> </ul> <p>* A younger brother of person number 7</p>	59	<ul style="list-style-type: none"> <li>• B.S. (Mechanical Engineering), University of Missouri, Columbia, U.S.A.</li> <li>• Senior Executive Program 3, Sasin Graduate Institute of Business Administration of Chulalongkorn University</li> <li>• National Defence College (Class 4414)</li> <li>• Director Certification Program (DCP) #23/2002, Thai Institute of Directors Association (IOD)</li> <li>• Capital Market Academy Leader Program (CMA) #8, Capital Market Academy</li> <li>• Top Executive Program 1, Urban Green Development Institute</li> <li>• Top Executive Program (TEA#1) Thailand Energy Academy</li> <li>• Top Executive Program 17, Indicial Training Institute</li> <li>• Top Executive Program 1, Institute of Business and Industrial Development</li> <li>• Top Executive Program in Commerce and Trade (TEPCoT) #4</li> </ul>	0.16	1983 - Present	Director/ Executive Officer	Banpu Public Company Limited



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>9. Mr. Verajet Vongkusolkit</b>  <ul style="list-style-type: none"> <li>• Director Dated 1 June 2010</li> <li>• Member of the Corporate Governance and Nomination Committee Dated 1 June 2010</li> </ul> <p>* A nephew of person number 6 and a cousin of person number 11</p>	51	<ul style="list-style-type: none"> <li>• Bachelor of Science (Finance) Babson College, Massachusetts, U.S.A.</li> <li>• Director Certification Program (DCP) #24/2002, Thai Institute of Directors Association (IOD)</li> </ul>	0.00	2010 - Present	Director/ Member of the Corporate Governance and Nomination Committee	Banpu Public Company Limited
				2008 - Present	Director	Mitr Siam Sugar Corp., Ltd.
					Director	Mitr Phol Sugar Corp., Ltd.
					Director	United Farmer and Industry Co., Ltd.
				2003 - Present	Director	TME Capital Co., Ltd.
					Director	Advanced Medical Center Co., Ltd.
Director	Saimai Hospital Co., Ltd.					
<b>10. Mr. Suthad Setboonsarng</b>  <ul style="list-style-type: none"> <li>• Independent Director Dated 3 April 2014</li> <li>• Member of the Audit Committee Dated 30 April 2014</li> </ul>	64	<ul style="list-style-type: none"> <li>• B.A. in Economics, Thammasat University</li> <li>• M.A. in Agricultural Economics, University of Hawaii, U.S.A.</li> <li>• Ph.D. in Economics, University of Hawaii, U.S.A.</li> <li>• Director Certification Program (DCP) #194/2014, Thai Institute of Directors Association (IOD)</li> </ul>	0.00	Present	Independent Director/ Member of the Audit Committee	Banpu Public Company Limited
				November 2015 - Present	Director/ Member of the Audit Committee	Bank of Thailand
				2013 - Present	Chairman	NawaChiOne Foundation
					Director	Board of Trustee International Rice Research Institute (IRRI) Los Banos, Philippines
					Director	Development Research Institute (CDRI) Phnom Penh, Cambodia
				Advisor	AEC Prompt, Board of Trade, Thailand	
				2011 - 2012	Senior Advisor	Bower Group Asia, Washington DC, U.S.A.
2009 - 2011	Thailand Trade	Office of Thailand Trade				



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>11. Mr. Buntoeng Vongkusolkit</b>  • Director Dated 3 April 2014  • Member of the Compensation Committee Dated 30 April 2014  * A nephew of person number 6 and a cousin of person number 9	59	<ul style="list-style-type: none"> <li>• B.S. in Political Science, Ramkhamhaeng University</li> <li>• M.S. in Political Science, Ramkhamhaeng University</li> <li>• Top Executive Program (TEA#5) Thailand Energy Academy</li> <li>• TLCA Leadership Development Program (LDP 1), Thai Listed Companies Association</li> <li>• Top Executive Program in Commerce and Trade (TEPCoT) #5</li> <li>• Director Certification Program (DCP) #161/2012, Thai Institute of Directors Association (IOD)</li> <li>• Senior Executive Program #9, Sasin Graduate Institute of Business</li> <li>• Management Problem Solving and Decision Making Program Kepner – Tregoe, International, Princeton, New Jersey, U.S.A.</li> </ul>	0.00	Present	Director/ Member of the Compensation Committee	Banpu Public Company Limited
				1982 - Present	Director	Mitr Phol Group
				2015 - Present	Chief Operating Officer - Cane Management Business	Mitr Phol Group
				2011 - Present	Senior Executive Vice President, Sugarcane Development & Management Group	Mitr Phol Group
				2008 - 2011	Group Managing Director - ASEAN Business	Mitr Phol Group
<b>12. Mr. Sudiarso Prasetio</b>  • Independent Director Dated 3 April 2014  • Member of the Corporate Governance and Nomination Committee Dated 30 April 2014	67	<ul style="list-style-type: none"> <li>• Civil Engineering, Brawijaya University Malang Indonesia</li> <li>• Astra Middle Management Program, INSEAD</li> <li>• Astra Executive Program, INSEAD</li> <li>• Professional Director Program</li> <li>• Leadership, Focus &amp; Execution</li> </ul>	0.00	2014 - Present	Independent Director/ Member of the Corporate Governance and Nomination Committee	Banpu Public Company Limited
				1999 - 2013	President Director	PT. Pamapersada Nusantara
				2013 - April 2015	Commissioner	PT. United Tractors Tbk (Listed Company)
				1999 - 2013	Vice President Commissioner	PT. Pama Indo Kodeco
				2011 - 2014	President Commissioner	PT. Asmin Bara Bronang
				2013 - Present	President Director	PT. Unitras Energy
				2008 - Present	Member of Advisory Board	Indonesian Mining Services Association



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>13. Ms. Somruedee Chaimongkol</b>  • Chief Executive Officer Dated 10 April 2015  • Director Dated 4 April 2015	54	<ul style="list-style-type: none"> <li>• B.Sc. Accounting, Bangkok University</li> <li>• Program for Global Leadership, Harvard University Graduate School of Business Administration, Boston, U.S.A.</li> <li>• Director Certification Program (DCP) #78/2006, Thai Institute of Directors Association (IOD)</li> <li>• Top Executive Program, Capital Market Academy (CMA) #18</li> <li>• Top Executive Program 2, Institute of Business and Industrial Development</li> </ul>	0.06	2015 - Present	Chief Executive Officer/ Director	Banpu Public Company Limited
					Director	Banpu Power Public Company Limited <small>(This company formerly registered under the name of Banpu Power Company Limited, with a company registration no.0105539134655, and has converted its status to become a public company limited on the 10<sup>th</sup> of September B.E. 2558 (A.D. 2015))</small>
				2006 - 2015	Chief Financial Officer	Banpu Public Company Limited
				2001 - 2006	Senior Vice President - Finance	Banpu Public Company Limited
				Present	Director	BMS Coal Sales Pte. Ltd.
					Director	Banpu Singapore Pte. Ltd.
					Director	Banpu Minerals Co., Ltd.
					Director	Banpu International Ltd.
					Director	BP Overseas Development Co., Ltd.
					Director	Centennial Coal Company Limited
					Director	Banpu Engineering Services Co., Ltd.
					Director	Banpu Engineering Services (Thailand) Co., Ltd.
					Director	Biofuel Development Holdings Co., Ltd.
					Director	Hunnu Coal Pty Ltd.
					Director	Banpu Minerals (Singapore) Pte. Ltd.
					Director	Chiang Muan Mining Co., Ltd.
					Director	Banpu Coal Investment Co., Ltd.
Director	Asian American Coal, Inc.					
Director	AACI SAADEC (BVI) Holdings Limited					
Director	PT. Indo Tambangraya Megah Tbk					
Director	Banpu Australia Resources Pty Ltd.					
Director	Banpu Australia Co., Pty Ltd.					



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>14. Mr. Somyot Ruchirawat</b>  • Deputy Chief Executive Officer Dated 1 January 2013	60	<ul style="list-style-type: none"> <li>• B.Eng. (Chemical Engineering), Chulalongkorn University</li> <li>• M.Eng (Industrial Engineering and Management), Asian Institute of Technology (AIT)</li> <li>• M.B.A. (Executive), Chulalongkorn University</li> <li>• Director Certification Program (DCP) #75/2006, Thai Institute of Directors Association (IOD)</li> <li>• Capital Market Academy Leader Program (CMA) #3, Capital Market Academy</li> </ul>	0.00	2013 - Present	Deputy Chief Executive Officer	Banpu Public Company Limited
				2011 - 2012	Chief Operating Officer	Banpu Public Company Limited
				2015 - Present	Director	Centennial Coal Co., Ltd.
					Director	Hebi Zhong Tai Mining Co., Ltd.
					Director	Shanxi Gaohe Energy Co., Ltd.
				2014 - Present	Director	Akira Energy Limited
					Director	Akira Energy (South) Limited
					Director	Akira Hokkaido Limited
					Director	Aura Land Development Pte. Ltd.
					Director	Banpu Renewable Energy Co., Ltd.
					Director	Banpu Renewable Energy International Ltd.
				2013 - Present	Director	BMS Coal Sales Pte. Ltd.
				2010 - Present	Director	Banpu Mineral (Singapore) Pte. Ltd.
				2001 - Present	Director	Banpu Minerals Co., Ltd.
					Director	Banpu International Ltd.
				2012 - Present	Director	Hunnu Investments Pte. Ltd.
Director	Hunnu Coal Pty Ltd.					
Director (Commissioner)	PT. Indo Tambabgraya Megah Tbk					
2006 - 2012	President Director	PT. Indo Tambabgraya Megah Tbk				



Name/Position	Age	Education	% Share held	Work experience in the last five years					
				Period	Position	Organisation			
<b>15. Mr. Voravudhi Linananda</b>  • Chief Operating Officer Banpu Plc. Dated 1 January 2013  • Chief Executive Officer Banpu Power Plc. Dated 10 September 2015	59	<ul style="list-style-type: none"> <li>• M.B.A., Sasin Graduate Institute of Business Administration of Chulalongkorn University</li> <li>• B.S. (Mechanical Engineering), Kasetsart University</li> <li>• Advanced Management Program (AMP173) Harvard Business School, U.S.A.</li> <li>• Directors Certificate Program (DCP 149/2011) Thai Institute of Directors Association(IOD)</li> <li>• Orchestrating Winning Performance Program (OWP II/2013), International Institute for Management Development (IMD SE Asia)</li> </ul>	0.00	2013 - Present	Chief Operating Officer	Banpu Public Company Limited			
				2015 - Present	Chief Executive Officer	Banpu Power Public Company Limited			
				2009 - Present	Director	Banpu Power Public Company Limited <small>(This company formerly registered under the name of Banpu Power Company Limited, with a company registration no.0105539134655, and has converted its status to become a public company limited on the 10<sup>th</sup> of September B.E. 2558 (A.D. 2015)</small>			
							2013 - Present	Director	BLCP Power Co., Ltd.
								Director	Banpu Coal Power Co., Ltd.
							2015 - Present	Director	AACI SAADEC (BVI) Holding Limited
								Director	Asian American Coal, Inc.
								Director	Pan Western Energy Corporation LLC
								Director	Banpu Coal Investment Co., Ltd.
								Director	Banpu Power International Limited
								Director	BP Overseas Development Co., Ltd.
							Director	Hokkaido Solar Estate	
				Director	BPPR Co., Ltd.				
				Director	BPPR Japan Co., Ltd.				
				2009 - Present	Director	Hongsa Power Co., Ltd.			
					Director	Phu Fai Mining Co., Ltd.			
				2013 - Present	Director	Hebi Zhong Tai Mining Co., Ltd.			
					Director	Shanxi Gaohe Energy Co., Ltd.			
					Director	Banpu Engineering Services Co., Ltd.			
				2014 - Present	Director	Banpu Energy Service (Thailand) Co., Ltd.			
Director	Banpu Energy Service (Japan) Co., Ltd.								
2009 - 2012	Managing Director	Hongsa Power Co., Ltd.							
	Managing Director	Phu Fai Mining Co., Ltd.							





Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
<b>16. Mr. Peter Parry</b> <ul style="list-style-type: none"> <li>Chief Financial Officer Dated 10 April 2015</li> </ul>	54	<ul style="list-style-type: none"> <li>Bachelor of Business, University of Technology, Major in Accounting, Sydney</li> <li>CPA, CPA Australia</li> </ul>	0.00	April 2015 - Present	Chief Financial Officer	Banpu Public Company Limited
				1996 - April 2015	Executive General Manager Finance	Centennial Coal Company Limited
<b>17. Mr. Sathidpong Wattananuchit</b> <ul style="list-style-type: none"> <li>Assistant Chief Executive Officer - Corporate Services Dated 1 January 2006</li> </ul>	57	<ul style="list-style-type: none"> <li>Doctor of Philosophy in Strategic Management, University of Northern Washington</li> <li>M.B.A. Strategic Management Leadership, IOU of Netherlands</li> <li>Theology Study, Saint Sabriel's Institution India</li> <li>Director Certification Program (DCP) #74/2006, Thai Institute of Directors Association (IOD)</li> </ul>	0.00	2006 - Present	Assistant Chief Executive Officer - Corporate Services	Banpu Public Company Limited
				2004 - 2005	Senior Vice President - Internal Audit	Banpu Public Company Limited
				1998 - 2003	Senior Vice President - Human Resources	Banpu Public Company Limited
<b>18. Mr. Akaraphong Dayananda</b> <ul style="list-style-type: none"> <li>Head of Strategy and Business Development Dated 1 January 2011</li> </ul>	57	<ul style="list-style-type: none"> <li>B. Sc. (Engineering), Chulalongkorn University</li> <li>M.B.A., Bowling Green State University, Ohio, U.S.A.</li> <li>Executive Program in Strategy and Organization, Stanford University, California, U.S.A.</li> <li>Director Certification Program (DCP) #91/2007, Thai Institute of Directors Association (IOD)</li> <li>Director Diploma Examination #22/2007, Thai Institute of Directors Association (IOD)</li> </ul>	0.00	2011 - Present	Head of Strategy and Business Development	Banpu Public Company Limited
				2015 - Present	Director	Banpu Power Public Company Limited <small>(This company formerly registered under the name of Banpu Power Company Limited, with a company registration no.0105539134655, and has converted its status to become a public company limited on the 10<sup>th</sup> of September B.E. 2558 (A.D. 2015)</small>
				2008 - 2010	Senior Vice President - Strategy and Business Development	Banpu Public Company Limited
				2009 - Present	Director	Banpu Minerals Company Limited
				2009 - 2015	Director	Banpu Power Limited
				2009 - Present	Director	Banpu International Limited
					Director	Banpu Australia Co., Pty Ltd.
				2010 - Present	Director	Banpu Engineering Services Co., Ltd.
Director	Biofuel Development Holdings Co., Ltd.					
Director	Banpu Renewable Energy Co., Ltd.					



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
				2010 - Present	Director	Prachuab Wind Energy Co., Ltd.
					Director	Banpu Energy Services (Thailand) Co., Ltd.
					Director	Ratchasima Green Energy Co., Ltd.
				2011 - Present	Director	Chiang Muan Mining Co., Ltd.
					Director	Banpu Coal Power Ltd.
					Director	Banpu Australia Resources Pty Ltd.
					Director	Hunnu Coal Pty Ltd.
				2013 - Present	Director	BMS Coal Sales Pte. Ltd.
					Director	Banpu Coal Limited Liability Company
					Director	AFE Investments Pty Ltd.
					Director	Hunnu Investment Pte. Ltd.
					Director	Akira Energy Ltd.
					Director	BOG Co., Ltd.
					Director	Aizu Energy Pte. Ltd.
Director	Akira Energy (South) Ltd.					
Director	Japan Solar Estate					
Director	Hokkaido Solar Estate					
Director	Akira Hokkaido Ltd.					
Director	Banpu Renewal Energy International Ltd.					
19. Ms. Udomlux Olarn	56	<ul style="list-style-type: none"> <li>B.A., Journalism and Mass Communication (Advertising and Public Relations), Thammasat University</li> </ul>	0.00	2009 - Present	Senior Vice President - Corporate Affairs	Banpu Public Company Limited
<ul style="list-style-type: none"> <li>Senior Vice President - Corporate Affairs Dated 1 July 2009</li> </ul>						



Name/Position	Age	Education	% Share held	Work experience in the last five years		
				Period	Position	Organisation
20. Ms. Boonsiri Charusiri <ul style="list-style-type: none"> <li>Company Secretary Dated 27 August 2008</li> </ul>	58	<ul style="list-style-type: none"> <li>B.A., Geology (Science), Chulalongkorn University</li> <li>M.S., (Geological Science), Queen's University, Canada</li> <li>EMBA, Sasin, Chulalongkorn University</li> <li>Company Secretary Program (CSP), Thai Institute of Directors Association (IOD)</li> </ul>	0.00	2008 - Present	Company Secretary	Banpu Public Company Limited
21. Mr. Vorravit Varutbangkul <ul style="list-style-type: none"> <li>Head of Internal Audit &amp; Secretary of the Audit Committee Dated 10 April 2015</li> </ul>	37	<ul style="list-style-type: none"> <li>Bachelor of Business Administration - Accounting, Assumption University (ABAC)</li> <li>Master of Business Administration - Strategy, University of Southampton</li> <li>Certified Public Accountant of Thailand: CPA</li> <li>Leadership Programs</li> <li>Internal Audit Forum</li> <li>Risk Management</li> <li>Fraud &amp; Corruption Risk</li> </ul>	0.00	2015 - Present	Head of Internal Audit & Secretary of the Audit Committee	Banpu Public Company Limited
				2008 - 2015	Manager - Internal Audit	Banpu Public Company Limited
				2004 - 2007	Senior Consultant	Pricewaterhouse - Coopers (PwC)



## Shareholdings of the Board of Directors and Management

As of 31 December 2015

Name	Ordinary Share		
	31 Dec 2015	31 Dec 2014	+ / (-)
1. Mr. Krirk-Krai Jirapaet	-	-	-
Spouse/Minor child	-	-	-
2. Mr. Buntoeng Vongkusolkit	1,330,000	330,000	1,000,000
Spouse/Minor child	-	-	-
3. Mr. Rawi Corsiri	-	-	-
Spouse/Minor child	600,000	600,000	-
4. Mr. Sudiarso Prasetio	-	-	-
Spouse/Minor child	-	-	-
5. Mr. Teerana Bhongmakapat	-	-	-
Spouse/Minor child	-	-	-
6. Mr. Suthad Setboonsarng	15,000	15,000	-
Spouse/Minor child	-	-	-
7. Mr. Rutt Phanijphand	-	-	-
Spouse/Minor child	-	-	-
8. Mr. Anothai Techamontrikul	-	-	-
Spouse/Minor child	-	-	-
9. Mr. Chanin Vongkusolkit	14,435,420	14,435,420	-
Spouse/Minor child	3,244,290	3,244,290	-
10. Mr. Metee Auapinyakul	3,408,000	3,408,000	-
Spouse/Minor child	310,000	310,000	-
11. Mr. Ongart Auapinyakul	5,084,250	4,734,250	350,000
Spouse/Minor child	1,680,000	1,680,000	-
12. Mr. Verajet Vongkusolkit	-	-	-
Spouse/Minor child	-	-	-
13. Mr. Somyot Ruchirawat	-	-	-
Spouse/Minor child	-	-	-
14. Mr. Voravudhi Linananda	-	-	-
Spouse/Minor child	11,000	11,000	-
15. Ms. Somruedee Chaimongkol	1,431,790	1,431,790	-
Spouse/Minor child	-	-	-
16. Mr. Sathidpong Wattananuchit	-	-	-
Spouse/Minor child	-	-	-
17. Mr. Akaraphong Dayananda	56,000	54,000	2,000
Spouse/Minor child	-	-	-
18. Ms. Udomlux Olarn	110,000	110,000	-
Spouse/Minor child	-	-	-



## Remuneration of the Board of Directors and Management

### 1. Remuneration in Cash for the Year Ending 31 December 2015

1.1 Total cash remuneration of the Board of Directors in forms of meeting allowance and annual remuneration amounted to THB 38,568,209.62 the details of which are as follows.

Name/Position	Meeting Allowance (THB)				Annual Remuneration (THB)	Total Remuneration (THB)
	Director	Audit Committee	Corporate Governance and Nomination Committee	Compensation Committee		
1. Mr. Krirk-Krai Jirapaet Chairman/ Independent Director	962,000.00	-	-	-	3,132,530.12	4,094,530.12
2. Mr. Anothai Techamontrikul Vice Chairman/ Chairman of the Corporate Governance and Nomination Committee/ Independent Director	851,000.00	-	104,000.00	-	2,680,722.89	3,635,722.89
3. Mr. Teerana Bhongmakapat Independent Director/ Chairman of the Audit Committee/ Member of the Compensation Committee	740,000.00	280,800.00	-	120,000.00	2,409,638.55	3,550,438.55
4. Mr. Rutt Phanijsaphand Independent Director/ Chairman of the Compensation Committee/ Member of the Audit Committee	740,000.00	216,000.00	-	156,000.00	2,409,638.55	3,521,638.55
5. Mr. Sudiarso Prasetyo Independent Director/ Member of the Corporate Governance and Nomination Committee	720,000.00	-	80,000.00	-	1,807,228.92	2,607,228.92
6. Mr. Suthad Setboonsarng Director/ Member of the Audit Committee	680,000.00	216,000.00	-	-	1,807,228.92	2,703,228.92
7. Mr. Rawi Corsiri Director/ Member of the Corporate Governance and Nomination Committee	740,000.00	-	80,000.00	-	2,409,638.55	3,229,638.55
8. Mr. Buntoeng Vongkusolkrit Director/ Member of the Compensation Committee	740,000.00	-	-	120,000.00	1,807,228.92	2,667,228.92
9. Mr. Metee Auapinyakul Director	740,000.00	-	-	-	2,409,638.55	3,149,638.55
10. Mr. Chanin Vongkusolkrit Director	540,000.00	-	-	-	2,409,638.55	2,949,638.55
11. Mr. Ongart Auapinyakul Director	480,000.00	-	-	-	2,409,638.55	2,889,638.55
12. Mr. Verajet Vongkusolkrit Director/ Member of the Corporate Governance and Nomination Committee	720,000.00	-	80,000.00	-	2,409,638.55	3,209,638.55
13. Ms. Somruedee Chaimongkol* Director	360,000.00	-	-	-	-	360,000.00
<b>Total</b>						<b>38,568,209.62</b>

Notes: 1. Ms. Somruedee Chaimongkol (person number 13) has appointed as a director, effective from 4 April 2015.



1.2 Details of cash remuneration of Company's executives in forms of salary and bonus are as follows:

Unit: THB	Number of Executives	2015	Number of Executives	2014
Total Salaries	7	64,372,653.57	7	73,221,420
Total Bonuses	7	20,431,355	7	17,747,248
Total		84,804,008.57		90,968,668

**Notes:** There were eight executives, namely, Mr. Chanin Vongkusolkit (1<sup>st</sup> Quarter), Ms. Somruedee Chaimongkol (as Chief Financial Officer in the 1<sup>st</sup> Quarter and Chief Executive Officer in the 2<sup>nd</sup> - 4<sup>th</sup> Quarter), Mr. Somyot Ruchirawat, Mr. Voravudhi Linananda (1<sup>st</sup> - 3<sup>rd</sup> Quarter), Mr. Sathidpong Wattananuchit, Mr. Akaraphong Dayananda, Ms. Udomlux Olarn and Mr. Peter Parry (as Chief Financial Officer in the 2<sup>nd</sup> - 4<sup>th</sup> Quarter).

## 2. Other Remunerations

### 2.1 Contribution to Provident Fund

Details of Company's contribution to provident fund for executives are as follows:

Unit: THB	Number of Executives	2015	Number of Executives	2014
Contribution to Provident Fund	6	3,645,743.03	6	3,045,024

**Notes:** There were six executives, namely, Ms. Somruedee Chaimongkol, Mr. Somyot Ruchirawat, Mr. Voravudhi Linananda, Mr. Sathidpong Wattananuchit, Mr. Akaraphong Dayananda, and Ms. Udomlux Olarn.



## Major Shareholders

Ten Major Shareholders as of 31 December 2015

Major Shareholders	Amount of Shares Held	Percentage
1. The Vongkusolkrit Family	274,269,860	10.62
Mitr Phol Sugar Corp., Ltd.	144,064,080	5.58
TME Capital Co., Ltd.	62,116,000	2.41
City Holding Co., Ltd.	26,950,000	1.04
United Farmer and Industry Co., Ltd.	17,794,450	0.69
MP Particle Board Co., Ltd.	15,209,650	0.59
Mid-Siam Capital Co., Ltd.	7,453,500	0.29
Pacific Sugar Corporation Ltd.	6,819,050	0.26
Ufinves Co., Ltd.	6,606,110	0.26
Mitr Phol Bio-Power (Phu Viang) Co., Ltd.	6,152,000	0.24
Mitr Kalasin Sugar Co., Ltd.	4,800,000	0.19
2. Thai NVDR Company Limited	164,288,279	6.36
3. MR. PRATEEP TANGMATITHAM	52,720,100	2.04
4. SOCIAL SECURITY OFFICE	46,249,000	1.79
5. UBS AG SINGAPORE BRANCH	34,668,000	1.34
6. STATE STREET BANK EUROPE LIMITED	31,491,489	1.22
7. CHASE NOMINEES LIMITED	22,790,150	0.88
8. GIC PRIVATE LIMITED	21,619,300	0.84
9. MR. THAVEECHAT JURANGKOOL	18,350,000	0.71
10. EAST FOURTEEN LIMITED-DIMENSIONAL EMER MKTS VALUE FD	17,340,100	0.67
<b>Total</b>	<b>981,751,118</b>	<b>38.02</b>

### Notes :

- Mitr Phol Sugar Corp., Ltd. : Mid-Siam Sugar Corp., Ltd. holds 99.99% of its paid-up capital.
- TME Capital Co., Ltd. : The Vongkusolkrit Family holds 54.23% of its paid-up capital. Ufinves Co., Ltd. holds 15.23% of its paid-up capital.
- City Holding Co., Ltd. : The Vongkusolkrit Family holds 100% of its paid-up capital.
- United Farmer and Industry Co., Ltd. : Mitr Phol Sugar Corp., Ltd. holds 87.56% of its paid-up capital.
- MP Particle Board Co., Ltd. : United Farmer and Industry Co., Ltd. holds 99.99% of its paid-up capital.
- Mid-Siam Capital Co., Ltd. : Mid-Siam Sugar Corp., Ltd. holds 99.99% of its paid-up capital.
- Pacific Sugar Corporation Ltd. : Mitr Phol Sugar Corp., Ltd. holds 99.99% of its paid-up capital.
- Ufinves Co., Ltd. TME Capital Co., Ltd. : holds 100% of its paid-up capital.
- Mitr Phol Bio-Power Phu Viang Co., Ltd. : United Farmer and Industry Co., Ltd. holds 51.04% of its paid-up capital.
- Mitr Kalasin Sugar Co., Ltd. : United Farmer and Industry Co., Ltd. holds 99.99% of its paid-up capital.



## Dividend Policy

Banpu has a policy to pay approximately 50 percent of its net profits from the consolidated financial statements less all kinds of statutory and corporate reserves. However, this dividend payout rate will be subject to cash flows, investment obligations of the Company and its affiliates as well as legal restrictions and other requirements.







## Connected Persons and Transactions

### Connected Persons

Connected Persons/ Type of Business	Description of Relationship	Major Shareholders	Board of Directors Membership
1. Mitr Phol Sugar Corp., Ltd. (Production and distribution of sugar and molasses)	1) One of the major shareholders of Banpu Plc., holding 5.58% of its paid-up capital 2) The major shareholder is Mid Siam Sugar Corp., Ltd. 3) There are 3 joint directors, as follows: 1. Mr. Chanin Vongkusolkit 2. Mr. Buntoeng Vongkusolkit 3. Mr. Verajet Vongkusolkit	As of 31 December 2015, Mid Siam Sugar Corp., Ltd. 99.99%	1. Mr. Isara Vongkusolkit 2. Mr. Chanin Vongkusolkit 3. Mr. Buntoeng Vongkusolkit 4. Mr. Choosak Vongkusolkit 5. Mr. Klanarong Sriroth 6. Mr. Thaweewat Thaweepiyamaporn 7. Wg. Cdr. Lucksamee Vongkusolkit 8. Mr. Krisda Monthienvichienchai 9. Mr. Verajet Vongkusolkit 10. Assoc. Prof. Chiradet Ousawat 11. Mr. Attaphol Vongkusolkit
2. TME Capital Co., Ltd. (Investment Company)	1) One of the shareholders of Banpu Plc., holding 2.41 % of its paid-up capital 2) The major shareholder is the Vongkusolkit Family 3) There are 4 joint directors as follows: 1. Mr. Chanin Vongkusolkit 2. Mr. Metee Auapinyakul 3. Mr. Ongart Auapinyakul 4. Mr. Verajet Vongkusolkit	As of 31 December 2015, 1. The Vongkusolkit Family 54.23% 2. The Auapinyakul Family 24.16% 3. Ufinves Co., Ltd. 15.23% 4. The Kantatham Family 3.17% 5. The Kanjanakumnerd Family 2.58% 6. The Putpong siriporn Family 0.63%	1. Mr. Vitoon Vongkusolkit 2. Mr. Chanin Vongkusolkit 3. Mr. Metee Auapinyakul 4. Mr. Ongart Auapinyakul 5. Mr. Pakon Kantatham 6. Mr. Annop Vongkusolkit 7. Mr. Verajet Vongkusolkit 8. Ms. Jintana Kanjanakumnerd 9. Mr. Banchoet Vongkusolkit
3. City Holding Co., Ltd. (Holding Company)	1) One of the shareholders of Banpu Plc., holding 1.04% of its paid-up capital 2) The major shareholder is the Vongkusolkit Family 3) There are 2 joint directors as follows: 1. Mr. Chanin Vongkusolkit 2. Mr. Verajet Vongkusolkit	As of 31 December 2015 1. Vongkusolkit Family 87.00% 2. Kanjanakumnerd Family 6.00% 3. The Putpong siriporn Family 2.00% 4. Lattapanit Family 2.00% 5. Jenlapwattanakul Family 1.50% 6. Pradittan Family 1.50%	1. Mr. Kamol Vongkusolkit 2. Mr. Soonthorn Vongkusolkit 3. Mr. Vitoon Vongkusolkit 4. Mr. Isara Vongkusolkit 5. Mr. Chanin Vongkusolkit 6. Mr. Verajet Vongkusolkit 7. Mr. Banchoet Vongkusolkit 8. Ms. Jintana Kanjanakumnerd 9. Mrs. Arada Lattapanit
4. United Farmer and Industry Co., Ltd. (Production and distribution of sugar and molasses)	1) Shareholder of Banpu Plc., holding 0.69 % of its paid-up capital 2) The major shareholder is Mitr Phol Sugar Corp., Ltd. 3) There are 2 joint directors as follows: 1. Mr. Buntoeng Vongkusolkit 2. Mr. Verajet Vongkusolkit	As of 31 December 2015 Mitr Phol Sugar Corp., Ltd. 87.56%	1. Mr. Isara Vongkusolkit 2. Mr. Buntoeng Vongkusolkit 3. Ms. Chayawadee Chaianan 4. Mr. Taweewat Thaweepiyamaporn 5. Ms. Jintana Kanjanakumnerd 6. Mr. Sukkan Wattanawekin 7. Mr. Krisda Monthienvichienchai 8. Mr. Verajet Vongkusolkit 9. Mrs. Arada Lattapanit



Connected Persons/ Type of Business	Description of Relationship	Major Shareholders	Board of Directors Membership
5. MP Particle Board Co., Ltd. (Investment Company)	<ol style="list-style-type: none"> <li>Shareholder of Banpu Plc., holding 0.59 % of its paid-up capital</li> <li>The major shareholder is United Farmer and Industry Co., Ltd.</li> <li>There is no joint director</li> </ol>	As of 31 December 2015 United Farmer and Industry Co., Ltd. 99.99%	<ol style="list-style-type: none"> <li>Mr. Isara Vongkusolkit</li> <li>Mr. Krisda Monthienvichienchai</li> <li>Mrs. Amporn Kanjanakumnerd</li> <li>Mr. Pariwat Kanchanathana</li> <li>Mr. Attaphol Vongkusolkit</li> </ol>
6. Mid-Siam Capital Co., Ltd.	<ol style="list-style-type: none"> <li>Shareholder of Banpu Plc., holding 0.29 % of its paid-up capital</li> <li>The major shareholder is Mid Siam Sugar Corp., Ltd.</li> <li>There is one joint director, namely: 1. Mr. Buntoeng Vongkusolkit</li> </ol>	As of 31 December 2015 Mid Siam Sugar Corp., Ltd. 99.99%	<ol style="list-style-type: none"> <li>Mr. Soonthorn Vongkusolkit</li> <li>Mr. Isara Vongkusolkit</li> <li>Mr. Buntoeng Vongkusolkit</li> </ol>
7. Pacific Sugar Corporation Ltd. (Import and export of sugar)	<ol style="list-style-type: none"> <li>Shareholder of Banpu Plc., holding 0.26 % of its paid-up capital</li> <li>The major shareholder is Mitr Phol Sugar Corp., Ltd.</li> <li>There is one joint director, namely: 1. Mr. Verajet Vongkusolkit</li> </ol>	As of 31 December 2015 Mitr Phol Sugar Corp., Ltd. 99.99%	<ol style="list-style-type: none"> <li>Mr. Krisda Monthienvichienchai</li> <li>Mrs. Amporn Kanjanakumnerd</li> <li>Mr. Jirasak Vongkusolkit</li> <li>Mr. Verajet Vongkusolkit</li> </ol>
8. Ufinves Co., Ltd. (Holding Company)	<ol style="list-style-type: none"> <li>Shareholder of Banpu Plc., holding 0.26% of its paid-up capital</li> <li>The major shareholder is TME Capital Co., Ltd.</li> <li>There are 4 joint directors as follows: 1. Mr. Chanin Vongkusolkit 2. Mr. Metee Auapinyakul 3. Mr. Ongart Auapinyakul 4. Mr. Verajet Vongkusolkit</li> </ol>	As of 31 December 2015 TME Capital Co., Ltd. 100.00%	<ol style="list-style-type: none"> <li>Mr. Vitoon Vongkusolkit</li> <li>Mr. Chanin Vongkusolkit</li> <li>Mr. Metee Auapinyakul</li> <li>Mr. Ongart Auapinyakul</li> <li>Mr. Pakon Kantatham</li> <li>Mr. Annop Vongkusolkit</li> <li>Mr. Verajet Vongkusolkit</li> <li>Ms. Jintana Kanjanakumnerd</li> <li>Mr. Banchoet Vongkusolkit</li> </ol>
9. Mitr Phol Bio-Power (Phu Viang) Co., Ltd. (Production and distribution of sugar and molasses)	<ol style="list-style-type: none"> <li>Shareholder of Banpu Plc., holding 0.24 % of its paid-up capital</li> <li>The major shareholder is United Farmer and Industry Co., Ltd.</li> <li>There is one joint director, namely: 1. Mr. Buntoeng Vongkusolkit</li> </ol>	As of 31 December 2015 United Farmer and Industry Co., Ltd. 51.04%	<ol style="list-style-type: none"> <li>Mr. Isara Vongkusolkit</li> <li>Mr. Buntoeng Vongkusolkit</li> <li>Mr. Krisda Monthienvichienchai</li> </ol>
10. Mitr Kalasin Sugar Co., Ltd. (Production and distribution of sugar and molasses)	<ol style="list-style-type: none"> <li>Shareholder of Banpu Plc., holding 0.19% of its paid-up capital</li> <li>The major shareholder is United Farmer and Industry Co., Ltd.</li> <li>There is one joint director, namely: 1. Mr. Buntoeng Vongkusolkit</li> </ol>	As of 31 December 2015 United Farmer and Industry Co., Ltd. 99.99%	<ol style="list-style-type: none"> <li>Mr. Isara Vongkusolkit</li> <li>Mr. Buntoeng Vongkusolkit</li> <li>Mr. Taweewat Taweepiyamaporn</li> <li>Ms. Jintana Kanjanakumnerd</li> <li>Mr. Sukkan Wattanawekin</li> <li>Ms. Chayawadee Chaianan</li> <li>Mr. Krisda Monthienvichienchai</li> <li>Mrs. Arada Lattapanit</li> </ol>



## Other References

1) Ordinary Share Registrar	<p><b>Thailand Securities Depository Company Limited</b>  1<sup>st</sup> Floor, The Securities Exchange of Thailand  93 Ratchadapisek Road, Din Daeng, Bangkok 10400  Tel. +66 (0) 2009 9999</p>
2) Debenture Registrar	<p><b>Bangkok Bank Public Company Limited</b>  333 Silom Road, Bangrak, Bangkok 10500  Tel. +66 (0) 2230 1893</p>
3) Bond Representative	<p><b>Siam Commercial Bank Public Company Limited</b>  9 Ratchadapisek Road, Jatujak, Bangkok 10900  Tel. +66 (0) 2544 1111</p>
	<p><b>Kasikornbank Public Company Limited</b>  Head Office: 1 Soi Rat Burana 27/1, Rat Burana Road,  Rat Burana, Bangkok 10140  Contact : 400/22 Phaholyothin Road, Phaya Thai,  Bangkok 10400  Tel. +66 (0) 2470 3687, +66 (0) 2470 1946</p>
	<p><b>Bangkok Bank Public Company Limited</b>  333 Silom Road, Bangrak, Bangkok 10500  Tel. +66 (0) 2230 1893</p>
4) Auditor	<p><b>Ms. Amornrat Pearmpoonvatanasuk</b>  Authorised Auditor No. 4599  <b>PricewaterhouseCoopers ABAS Ltd.</b>  15<sup>th</sup> Floor, Bangkok City Tower  179/74-80 South Sathorn Road, Bangkok 10120  Tel. +66 (0) 2286 9999, +66 (0) 2344 1000</p>
5) Financial Advisor	--None--
6) Advisor or Manager under Management Agreement	The Company did not hire any advisors or managers under any permanent management agreement. Advisors, including financial advisors, were hired on a case-by-case basis as necessary to support its operations from time to time. The Company's management is mainly supervised by the Board of Directors.
7) Financial Institutions Regularly in Contact	The Company is regularly in contact with around 30 local and international commercial banks and financial institutions



# Details of The Company, Its Subsidiaries and Associated Companies and Joint Ventures

	Name	Type of Business	Authorized Capital	Paid up Capital	No. of Paid-up Capital (shares)	Par Value per Share	% of Holding	Head Office	Telephone
1	Banpu Public Company Limited	Energy	3,404,904,790 THB	2,581,878,550 THB	2,581,878,550	1	-	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
<b>Subsidiary Companies</b>									
<b>Thailand</b>									
2	Banpu Minerals Company Limited	Coal mining and trading	3,200,000,000 THB	3,200,000,000 THB	3,200,000	1,000	99.99%	58/1, Moo 1, Tambon Thungkwaw, Amphoe Muang Phrae, Phrae Province, Thailand	0 2694 6600
3	Banpu International Limited	Investment in coal mining	250,000,000 THB	250,000,000 THB	25,000,000	10	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
4	Chiang Muan Mining Company Limited	Coal mining and trading	57,837,500 THB	57,837,500 THB	5,783,750	10	100.00%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
5	Banpu Engineering Services Co., Ltd.	Investment in alternative energy	247,000,000 THB	247,000,000 THB	24,700,000	10	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
6	Banpu Energy Services (Thailand) Co., Ltd.	Investment in alternative energy	150,000,000 THB	150,000,000 THB	15,000,000	10	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
7	Biofuel Development Holdings Company Limited	Investment in alternative energy	76,000,000 THB	76,000,000 THB	7,600,000	10	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
8	Prachuab Wind Energy Company Limited	Investment in alternative energy	10,000,000 THB	10,000,000 THB	1,000,000	10	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
9	BOG Co., Ltd.	Investment in energy business	110,000,000 THB	110,000,000 THB	1,100,000	100	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
10	Silamani Corporation Limited	Coal trading	75,000,000 THB	75,000,000 THB	7,500,000	10	99.99%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
11	Silamani Marble Company Limited	Coal trading	50,000,000 THB	50,000,000 THB	500,000	100	99.96%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
12	Banpu Power Public Company Limited	Investment in power	19,956,920,000 THB	12,971,995,000 THB	1,297,199,500	10	99.99%	1550, Thanapoom Tower, 26 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2007 6000
13	Banpu Coal Power Limited	Investment in power	5,921,587,160 THB	5,921,587,160 THB	592,158,716	10	99.99%	1550, Thanapoom Tower, 26 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2007 6000
14	Banpu Renewable Energy Co., Ltd.	Investment in alternative energy	960,000,000 THB	508,750,000 THB	96,000,000	10	99.99%	1550, Thanapoom Tower, 26 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2007 6000
<b>Indonesia</b>									
15	PT. Indo Tambangraya Megah Tbk	Construction in mining, electricity support business, transportation, workshop, general trading, industry, services in Indonesia	1,500,000,000,000 IDR	564,962,500,000 IDR	1,129,925,000	500	65.143%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
16	PT. Indominco Mandiri	Coal mining in Indonesia	20,000,000,000 IDR	12,500,000,000 IDR	12,500	1,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
17	PT. Jorong Barutama Greston	Coal mining in Indonesia	318,855,000,000 IDR	318,855,000,000 IDR	21,257	15,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
18	PT. Trubaindo Coal Mining	Coal mining in Indonesia	100,000,000,000 IDR	63,500,000,000 IDR	63,500	1,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
19	PT. Kitadin	Mining, contractor & trading in Indonesia	1,000,000,000,000 IDR	377,890,000,000 IDR	188,945	2,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
20	PT. Bharinto Ekatama	Coal mining in Indonesia	68,000,000,000 IDR	17,000,000,000 IDR	17,000	1,000,000	99.00%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
21	PT. ITM Indonesia	Coal trading including coal agent and coal blending, transportation business	40,000,000,000 IDR	11,000,000,000 IDR	11,000	1,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100



	Name	Type of Business	Authorized Capital	Paid up Capital	No. of Paid-up Capital (shares)	Par Value per Share	% of Holding	Head Office	Telephone
22	PT. Tambang Raya Usaha Tama	Mining services	500,000,000,000 IDR	125,000,000,000 IDR	12,500	1,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
23	PT. ITM Energi Utama	Energy business	40,000,000,000 IDR	11,000,000,000 IDR	11,000	1,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
24	PT. ITM Batubara Utama	Coal mining business	40,000,000,000 IDR	11,000,000,000 IDR	11,000	1,000,000	99.99%	Pondok Indah Office Tower 3, 3 <sup>rd</sup> floor, Jl. Sultan Iskandar Muda, Pondok Indah Kav. V-TA, Jakarta 12310, Indonesia	6221 29328100
<b>Australia</b>									
25	Banpu Australia Co. Pty Ltd.	Investment in coal mining in Australia	2,428,021,000 AUD	2,428,021,000 AUD	2,428,021,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
26	Centennial Coal Company Limited	Coal mining and marketing	2,449,783,562 AUD	2,449,783,562 AUD	395,126,381	6.20	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
27	Centennial Northern Coal Services Pty Ltd.	Employer company for Newstan Washery	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
28	Berrima Coal Pty Ltd.	Dormant	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
29	Centennial Airly Pty Ltd.	Coal mining	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
30	Centennial Angus Place Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
31	Centennial Coal Infrastructure Pty Ltd.	Coal exporting logistics and infrastructure	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
32	Centennial Coal Sales and Marketing Pty Ltd.	Coal marketing	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
33	Centennial Fassifern Pty Ltd.	Coal mining	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
34	Centennial Northern Mining Services Pty Ltd.	Employer company for Newstan	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
35	Centennial Inglebrook Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
36	Centennial Mandalong Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
37	Centennial Mannering Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
38	Centennial Munmorah Pty Ltd.	Coal mining (now Dormant)	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
39	Centennial Myuna Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
40	Centennial Newstan Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
41	Charbon Coal Pty Ltd.	Coal mining	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
42	Coalex Pty Ltd.	Coal mining - Clarence JV	7,500,000 AUD	7,500,000 AUD	750,000	10	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
43	Clarence Coal Investments Pty Ltd.	Coal mining - Clarence JV	19,500,002 AUD	19,500,002 AUD	15,500,002 Ord A shares 4,000,000 Ord B shares	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
44	Clarence Colliery Pty Ltd.	Coal mining - Clarence JV	10,000 AUD	10,000 AUD	10,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
45	Clarence Coal Pty Ltd.	Coal mining - Clarence JV	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
46	Centennial Clarence Pty Ltd.	Coal mining - Clarence JV	8,800,000 AUD	8,800,000 AUD	8,800,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
47	Powercoal Pty Ltd.	Dormant Holding Company	4,590,001 AUD	4,590,001 AUD	4,590,001	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
48	Powercoal Superannuation Pty Ltd.	Superannuation Company (Dormant)	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
49	Collieries Superannuation Pty Ltd.	Superannuation Company (Dormant)	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
50	Elcom Collieries Pty Ltd.	Dormant	1,500,000	1,500,000	750,000	2	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
51	Huntley Colliery Pty Ltd.	Dormant	354,000	354,000	177,000	2	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
52	Mandalong Pastoral Management Pty Ltd.	Dormant	2,736,028 AUD	2,736,028 AUD	10,000,000 Ord Partly Paid Shares - USD 0.20 368,014 Ord Shares - USD 2.00	2	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
53	Powercoal Employees Entitlements Company Pty Ltd.	Employee Trust Company Ex Powercoal	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700



Name	Type of Business	Authorized Capital	Paid up Capital	No. of Paid-up Capital (shares)	Par Value per Share	% of Holding	Head Office	Telephone
54 Hartley Valley Coal Company Pty Ltd.	Dormant	1,000,000 AUD	1,000,000 AUD	1,000,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
55 Ivanhoe Coal Pty Ltd.	Coal mining	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
56 Centennial Drilling Services Pty Ltd.	Drilling services	1,250,000 AUD	1,250,000 AUD	750,000 A Class Shares 250,000 B Class Shares 250,000 C Class Shares	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
57 Centennial Springvale Holdings Pty Ltd.	Coal mining	1 AUD	1 AUD	1	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
58 Centennial Springvale Pty Ltd.	Coal mining	1,000,000 AUD	1,000,000 AUD	1,000,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
59 Springvale Coal Pty Ltd.	Coal mining	2,000,000 AUD	2,000,000 AUD	2,000,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
60 Springvale Coal Sales Pty Ltd.	Coal marketing	2 AUD	2 AUD	2	1	50.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
61 Boulder Mining Pty Ltd.	Coal mining	1,000 AUD	1,000 AUD	1,000	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	62 2 9266 2700
62 AFE Investments Pty Limited	Mining investment	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	62 2 9266 2700
63 Banpu Australia Resources Pty Ltd.	Investment in coal mining	2 AUD	2 AUD	2	1	100.00%	Level 18, BT Tower, 1 Market Street, Sydney NSW 2000, Australia	61 2 9266 2700
64 Hunnu Coal Pty Ltd.	Coal mining and trading	222,160,154 AUD	222,160,154 AUD	353,761,242	No par value*	100.00%	Level 1, 330 Churchill Avenue, Subiaco, WA 6008, Australia	61 8 9328 6262
<b>China</b>								
65 Shijiazhuang Chengfeng Cogen Co., Ltd.	Power and heat production and sales	30,516,000 USD	24,125,883 USD	6,390,117	NA	100.00%	North Beiguan, Zhengding County, Shijiazhuang City, Hebei Province, 050800, P.R.C.	86311 8517 6918
66 Banpu Investment (China) Co., Ltd.	Investment in electrical power business	30,000,000 USD	30,000,000 USD	NA	NA	100.00%	9A, 9 <sup>th</sup> Floor, Tower B, Gateway Plaza, No. 18 Xia Guang Li, North Road of East Third Ring, Chaoyang District, Beijing, 100027, P.R.C.	8610 5758 0388
67 Tangshan Banpu Heat and Power Co., Ltd.	Power and heat production and sales	47,504,000 USD	47,504,000 USD	NA	NA	100.00%	West of Gujiajing Village, Benshi Road, Luannan County, Tangshan City, Hebei Province, 063500, P.R.C.	8631 5416 8274
68 Zouping Peak CHP Co., Ltd.	Power and heat production and sales	261,800,000 RMB	261,800,000 RMB	NA	NA	70.00%	Xiwang Industrial Region, Handian Town, Zouping County, Binzhou City, Shandong Province, 256209 P.R.C.	8654 3461 5655
<b>Mongolia</b>								
69 Hunnu Altai LLC	Foreign trade, minerals exploration, minerals mining	93,142,351,744.47 MNT	93,142,351,744.47 MNT	672,557	138,490	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
70 Munkh Sumber Uul LLC	Foreign trade	2,131,220,000 MNT	2,131,220,000 MNT	213,122	10,000	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
71 Golden Gobi Mining LLC	Foreign trade, minerals exploration	11,605,810,000 MNT	11,605,810,000 MNT	1,160,581	10,000	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
72 Great East Minerals LLC	Foreign trade, minerals exploration	1,000,000 MNT	1,000,000 MNT	100	10,000	70.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
73 Bilegt Khairkhan Uul LLC	Foreign trade, minerals exploration, minerals mining	4,412,186,900 MNT	4,412,186,900 MNT	441,218.69	10,000	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
74 Hunnu Power LLC	Foreign trade	1,000,000 MNT	1,000,000 MNT	100	10,000	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
75 Borganchan LLC	Foreign trade	11,586,000 MNT	11,586,000 MNT	11,586	1,000	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
76 Munkhnoyon Suvraga LLC	Foreign trade, minerals mining, tourism, and construction	1,000,000 MNT	1,000,000 MNT	1,000	1,000	90.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
77 Hunnu Gobi Altai LLC	Foreign trade, minerals exploration, mining	155,000,000 MNT	155,000,000 MNT	155,000	1,000	80.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
78 Hunnu Altai Minerals LLC	Foreign trade, minerals exploration	145,000,000 MNT	145,000,000 MNT	145,000	1,000	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551
79 Hunnu Resources LLC	Foreign trade	245,560,550,508.40 MNT	245,560,550,508.40 MNT	153,037,879	1,604.57	100.00%	Suite 1502, Fides Tower, Gegeenten Complex, 15 <sup>th</sup> Khoroo, Khan-Uul district, Ulaanbaatar-17011, Mongolia	976 75551221, 976 75551551



	Name	Type of Business	Authorized Capital	Paid up Capital	No. of Paid-up Capital (shares)	Par Value per Share	% of Holding	Head Office	Telephone
<b>Singapore</b>									
80	Banpu Minerals (Singapore) Pte. Ltd.	Investment in coal mining	17,670,002 SGD 11,000,000 USD	17,670,002 SGD 11,000,000 USD	17,670,002 11,000,000	No par value*	100.00%	One Marina Boulevard, #28-00, 018989, Singapore	65 6890 7188
81	BMS Coal Sales Pte. Ltd.	Coal trading including coal agent and coal blending	5,000,000 USD	5,000,000 USD	5,000,000	No par value*	100.00%	One Marina Boulevard, #28-00, 018989, Singapore	65 6890 7188
82	Banpu Singapore Pte. Ltd.	Coal trading	1,500,000 SGD 300,000,000 USD 2,219,211,708 USD	1,500,000 SGD 300,000,000 USD 2,219,211,708 USD	1,500,000 300,000,000 2,219,211,708	No par value*	100.00%	One Marina Boulevard, #28-00, 018989, Singapore	65 6890 7188
83	Hunnu Investments Pte. Ltd.	Foreign trade	100 SGD 34,708,188.82 USD	100 SGD 34,708,188.82 USD	100 34,708,188	No par value*	100.00%	One Marina Boulevard, #28-00, 018989, Singapore	65 6890 7188
84	Banpu Power Investment Co., Ltd.	Investment in electrical power business	84,177,391 USD	84,177,391 USD	77,132,663	No par value*	100.00%	8 Marina Boulevard #05-02, Marina Bay Financial Centre, 018981, Singapore	65 6338 1888
85	Zouping Peak Pte. Ltd.	Investment in electrical power business	2 SGD	2 SGD	2	No par value*	100.00%	8 Marina Boulevard #05-02, Marina Bay Financial Centre, 018981, Singapore	65 6338 1888
86	Banpu Renewable Singapore Pte. Ltd.	Investment in energy business	1 USD	1 USD	1	No par value*	100.00%	8 Marina Boulevard #05-02, Marina Bay Financial Centre, 018981, Singapore	65 6338 1888
<b>Mauritius</b>									
87	Banpu Coal Investment Company Limited	Investment in coal mining	11,050,500 USD	11,050,500 USD	11,050,500	1	100.00%	4 <sup>th</sup> Floor, Ebene Skies, Rue de L' Institut, Ebene, Republic of Mauritius	230 404 8000
88	BP Overseas Development Company Limited	Investment in coal mining	515,533,002 USD	515,533,002 USD	515,533,002	1	100.00%	4 <sup>th</sup> Floor, Ebene Skies, Rue de L' Institut, Ebene, Republic of Mauritius	230 404 8000
89	Banpu Power International Limited	Investment in power	63,050,000 USD	63,050,000 USD	63,050,000	1	100.00%	4 <sup>th</sup> Floor, Ebene Skies, Rue de L' Institut, Ebene, Republic of Mauritius	230 404 8000
90	Banpu Renewable Energy International Ltd.	Investment in solar and other renewable energy business	100 USD	100 USD	100	1	100.00%	4 <sup>th</sup> Floor, Ebene Skies, Rue de L' Institut, Ebene, Republic of Mauritius	230 404 8000
<b>British Virgin Islands</b>									
91	Asian American Coal, Inc.	Investment in coal mining	50,000,000 USD	40,917,026 USD	40,917,026	1	100.00%	Geneva Place, 2 <sup>nd</sup> Floor, #333 Waterfront Drive, Road Town, Tortola, British Virgin Islands	284 494 4388
92	AACI SAADEC (BVI) Holdings Limited	Investment in coal mining	50,000 USD	1 USD	1	1	100.00%	P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands	284 494 2233
<b>Cayman Islands</b>									
93	Pan-Western Energy Corporation LLC	Investment in power	100,000 USD	100,000 USD	10,000,000	0.01	100.00%	P.O. Box 309, Ugland House, Grand Cayman, KY1-1104 Cayman Islands	1 345 949 8066
<b>Japan</b>									
94	Banpu Energy Services Japan Co., Ltd.	Consultancy services to the operator of power generation in Japan	50,000,100 JPY	50,000,100 JPY	500,001	No par value*	100.00%	4 <sup>th</sup> Floor, Olympia Building, 13-3 Tomizawa-cho, Nihonbashi, Chuo-ku, Tokyo	81 3 6661 0328
95	Hokkaido Solar Estate	Land owner of solar project	10,000,000 JPY	10,000,000 JPY	NA	NA	60.00%	1-1-7 Moto-akasaki, Minato-ku, Tokyo	81 3 3560 1115
<b>United States of America</b>									
96	Banpu North America Corporation	Investment in oil and gas business	100 USD	100 USD	10,000	0.01	100.00%	2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808	1 302 654 7584
<b>Hong Kong</b>									
97	Akira Energy Limited	Investment in solar energy business	62,017,100 HKD	62,017,100 HKD	62,017,100	1	100.00%	9 <sup>th</sup> Floor, York House, The Landmark, 15 Queen's Road, Central, Hong Kong	852 2522 8101
98	Akira Energy (South) Limited	Investment in solar energy business	19,120,063 HKD	19,120,063 HKD	19,120,063	1	100.00%	9 <sup>th</sup> Floor, York House, The Landmark, 15 Queen's Road, Central, Hong Kong	852 2522 8101
99	Akira Hokkaido Limited	Investment in solar energy business	500 HKD	500 HKD	500	1	100.00%	9 <sup>th</sup> Floor, York House, The Landmark, 15 Queen's Road, Central, Hong Kong	852 2522 8101
<b>Associated companies</b>									
<b>Thailand</b>									
100	BPPR Co., Ltd.	Investment in consultancy services to the operator of power generation	100,000 THB	100,000 THB	1,000	100	75.00%	1550, Thanapoom Tower, 27 <sup>th</sup> Floor, New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400, Thailand	0 2694 6600
101	BSCP Power Ltd.	Power generation and sales	12,010,000,000 THB	12,010,000,000 THB	120,100,000	100	50.00%	9 I-8 Road, Map Ta Phut Industrial Estate, Muang District, Rayong, Thailand	038 925100
102	Ratchasima Green Energy Company Limited	Investment in alternative energy	250,000,000 THB	250,000,000 THB	25,000,000	10	30.00%	2 Sukhumvit Road, Klongtoey, Bangkok 10110, Thailand	0 2794 1000



Name	Type of Business	Authorized Capital	Paid up Capital	No. of Paid-up Capital (shares)	Par Value per Share	% of Holding	Head Office	Telephone	
<b>China</b>									
103	Shanxi Gaohe Energy Co., Ltd.	Coal mining in China	1,519,860,000 RMB	1,519,860,000 RMB	NA	NA	45.00%	Changzhi County, Changzhi City, Shanxi, P.R.C	8610 5820 3663
104	Hebi Zhong Tai Mining Co., Ltd	Investment in coal mining	783,330,000 RMB	783,330,000 RMB	NA	NA	40.00%	No. 98, Hongqi Street, Hebi, Henan Province, P.R.C.	86392 291 7401-2
105	Shanxi Lu Guang Power Co., Ltd.	Power and heat production and sales	1,500,000,000 RMB	60,250,000 RMB	389,750,000	NA	30.00%	Songcunxiang, Zhangzhi County, Changzhi City, Shanxi Province, P.R.C.	86355 858 0511
<b>Singapore</b>									
106	Aura Land Development Pte. Ltd.	Investment in property for solar energy business	3,840,989.20 USD	3,840,989.20 USD	3,840,988	No par value*	75.00%	8 Marina Boulevard #05-02 Marina Bay Financial Centre, 018981, Singapore	65 6338 1888
107	Aizu Energy Pte. Ltd.	Investment in energy business	2,080,061.12 USD	2,080,061.12 USD	2,080,059	No par value*	75.00%	8 Marina Boulevard #05-02 Marina Bay Financial Centre, 018981, Singapore	65 6338 1888
<b>Japan</b>									
108	BPPR Japan Co., Ltd.	Consultancy services to the operator of power generation in Japan	100,000 JPY	100,000 JPY	1,000	No par value*	100.00%	4 <sup>th</sup> Floor, Olympia Building, 13-3 Tomizawa-cho, Nihonbashi, Chuo-ku, Tokyo	81 3 6661 0328
<b>Laos</b>									
109	Hongs Power Company Limited	Power generating and sales	927,000,000 USD	413,000,000 USD	7,600,000	10	40.00%	Souphanouvong Road, Sithanneau Village, Sikhottabong District, Vientiane Capital, Lao PDR	856 21223911
110	Phu Fai Mining Company Limited	Investment in coal mining and limestone mining	50,000 USD	50,000 USD	5,000	10	37.50%	Souphanouvong Road, Sithanneau Village, Sikhottabong District, Vientiane Capital, Lao PDR	856 21223911
<b>Australia</b>									
111	Port Kembla Coal Terminal Limited	Shiploading coal port	600,000 AUD	600,000 AUD	600,000	1	16.66%	Port Kembla Road, Inner Harbour, Wollongong NSW 2520, Australia	61 2 4228 0288











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