

Significant Financial Information

12. Significant Financial Information

Audit Report Summary

The auditor whose appointment was approved by the 2020 AGM was Mr. Natthawut Santipet, Certified Public Accountant (Thailand) No.5730 or Mr.Vatcharin Pasarapongun, Certified Public Accountant (Thailand) No.6660 or Mr. Supachai Phanyawattano, Certified Public Accountant (Thailand) No. 3930 of EY Office Limited, located at No.193/136-137, 33rd Floor, Lake Rajada Office Complex, New Rajadapisek Road, Bangkok 10110 Tel. (66) 0 2264 0777 and (66) 0 2661 9190 Fax (66) 0 2264 0789-90 and (66) 0 2661 9192.

According to the Audit Report, the Company's auditor has given Qualified Opinion on the Company's financial statements as of the years 2018, 2019 and 2020, due to a limitation imposed by circumstances. In 2020, the Company's financial statements were limited by the following circumstances:-

A concession provider ceased making payment of outstanding service totaling Baht 2,518 million under the co-investor agreement between a subsidiary and the concession provider since the concession provider is disputing the method of calculating the rate of revenue sharing rate with the subsidiary. The subsidiary submitted the dispute to the Arbitration Institute, Office of Dispute Resolution, the Judiciary. Subsequently, on 19 August 2016, the concession provider submitted a dispute proposal to the Arbitration Institute, asking the subsidiary to return excess revenue sharing received based on the co-investor agreement and to pay opportunity costs, together amounting to approximately Baht 9,931 million. However, in May 2019, the subsidiary received the Arbitration Award from the Arbitration Institute, which ordered the concession provider to make full payment of debt amounting to Baht 2,518 million, plus interest at a rate of 7.5 percent per annum until the date the dispute was submitted, totaling approximately Baht 3,395 million, plus interest at a rate of 7.5 percent per annum until full payment is made. The award also ordered the subsidiary to pay damages amounting to Baht 16 million to the concession provider together with interest at the rate of 7.5 percent per annum until full payment is made. The concession provider does not agree with the award and filed a petition to revoke the Arbitration Award with the Central Administrative Court. The subsidiary; therefore, considers no transactions, including provision for costs and damages, related to the Arbitration Award.

Furthermore, on 26 August 2016, the concession provider submitted a dispute proposal to the Arbitration Institute, asking the subsidiary and another subsidiary to jointly or separately pay costs, damages, including interest and business opportunity costs, totaling approximately Baht 258 million. Subsequently, in November 2019, the two subsidiaries received the Arbitration Award from the Arbitration Institute, which ordered two subsidiaries to pay costs and damages together with interests calculated until the date of the Arbitration Award, totaling Baht 25 million, to the concession provider by settlement with outstanding receivable between the concession provider and the subsidiary together with interest, calculated until the date of Arbitration Award, totaling Baht 25 million. The subsidiary recorded the costs and damages in accordance with the Arbitration Award in its financial statements. However, the concession provider does not agree with the award and filed a petition to revoke the Arbitration Award with the Central Administrative Court. The ultimate outcome of the two disputes cannot be determined at this time and may have a significant impact on the value of investment in the subsidiary. The expenses and the damages that arise due to this situation may have a significant impact on the value of investment in the subsidiary. The auditor was unable to audit to satisfy himself as to the balances of such transactions.

The auditor also drew attention to the following matters:-

1. The litigation between a subsidiary and two government agencies, ordering the subsidiary to pay penalties for its failure to deliver tablets according to the agreements. During the year 2018, the Central Administrative Court issued a judgment on the case, ordering the subsidiary to pay penalties together with interest. A provision for penalties and compensation that might be incurred that the subsidiary has recorded in the past, are sufficient to the amount of the penalties according to the judgment of the Central Administrative Court. However, the subsidiary and the two government agencies filed appeals to the Supreme Administrative Court. At present, the cases are under consideration by the Supreme Administrative Court. The subsidiary's management and legal advisor are confident that no significant losses will be incurred as a result of these lawsuits and disputes.
2. The management of the subsidiary is of the opinion that the settlement of outstanding balances of Baht 877 million, including the Court proceedings and various disputes between the subsidiary and an unrelated company are correct.

12.1 Summary of the Consolidated Financial Statements

The summary of the statement of financial position, statement of comprehensive income and statement of cash flows during the past 3 years, ended 31 December is presented in the table below.

Item	Consolidated Financial Statements					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Statement of Financial Position						
Assets						
Current assets						
Cash and cash equivalents	1,127	1.13	23,008	32.93	899	1.70
Current investments	-	-	1,011	1.45	36	0.07
Restricted bank deposits redeemable within one year	17	0.02	16	0.02	-	-
Trade and other receivables	3,199	3.21	3,167	4.53	3,180	6.01
Account receivable - Revenue department	259	0.26	159	0.23	1,047	1.98
Undue input tax	313	0.31	404	0.58	537	1.02
Prepaid project cost	5	0.005	1	0.001	1	0.00
Prepaid expenses	319	0.32	167	0.24	111	0.21
Other current assets	21	0.02	16	0.02	21	0.04
Total current assets	5,260	5.27	27,949	40.00	5,832	11.03
Non-current assets						
Restricted banks deposits	245	0.25	412	0.59	478	0.90
Investments in associates	3,669	3.69	3,998	5.72	4,018	7.60
Investment properties	303	0.30	462	0.66	500	0.95
Property, plant and equipment	33,205	33.29	35,302	50.52	37,487	70.88
Right-of-use assets	55,694	55.83	-	-	-	-
Deferred tax assets	108	0.11	146	0.21	2,782	5.26
Withholding tax deducted at source	410	0.41	475	0.68	781	1.48
Advance rental payment	-	-	817	1.17	816	1.53
Other non-current assets	853	0.85	313	0.45	196	0.37
Total non-current assets	94,487	94.73	41,925	60.00	47,058	88.97
Total assets	99,747	100.00	69,874	100.00	52,890	100.00

Item	Consolidated Financial Statements					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Liabilities and shareholders' equity						
Current liabilities						
Short-term loans from banks	1,768	1.77	1,604	2.30	968	1.83
Trade and other payables	3,274	3.28	2,516	3.60	3,435	6.50
Short-term loans	300	0.30	0	0.00	571	1.08
Current portion of long-term liabilities	11,715	11.75	5,906	8.45	8,291	15.68
Withholding tax payable	219	0.22	398	0.57	39	0.07
Income tax payable	48	0.05	5,809	8.31	59	0.11
Undue output tax	337	0.34	384	0.55	403	0.76
Advances received from customers	681	0.68	583	0.84	603	1.14
Other current liabilities	24	0.02	140	0.20	20	0.04
Total current liabilities	18,366	18.41	17,340	24.82	14,389	27.21
Non-current liabilities						
Long-term liabilities – net of current portion	73,984	74.17	28,448	40.71	17,853	33.76
Provision for long-term employee benefits	828	0.83	829	1.19	498	0.94
Provision for entry fee for laying the optical fiber cables	792	0.79	792	1.13	244	0.46
Provision for expenses and rental fee relating to subduct for optic fiber cables relocation	347	0.35	347	0.50	0	0.00
Provision for reversal of judgment by the Supreme Court	-	-	399	0.57	927	1.75
Deposits received from customers	427	0.43	486	0.70	587	1.11
Other non-current liabilities	47	0.05	49	0.07	16	0.03
Total non-current liabilities	76,425	76.62	31,350	44.87	20,125	38.05
Total liabilities	94,791	95.03	48,690	69.69	34,514	65.26
Shareholders' equity						
Issued and fully paid-up	4,296	4.31	4,083	5.84	3,993	7.55
Share subscription received in advance	-	-	162	0.23	564	1.07
Premium on ordinary shares	9,029	9.05	7,760	11.11	7,191	13.60
Retained earnings						
Appropriated						
Statutory reserve – the Company	486	0.49	478	0.68	478	0.90
Statutory reserve – subsidiaries	1,105	1.11	1,091	1.56	623	1.18
Unappropriated (deficit)	(11,259)	(11.29)	6,320	9.04	4,223	7.98
Other components of shareholders' equity	258	0.26	258	0.37	258	0.49
Equity attributable to owners of the Company	3,915	3.93	20,152	28.83	17,330	32.77
Non-controlling interests of the subsidiaries	1,041	1.04	1,032	1.48	1,046	1.97
Total shareholders' equity	4,956	4.97	21,184	30.31	18,376	34.74
Total liabilities and shareholders' equity	99,747	100.00	69,874	100.00	52,890	100.00

Item	Consolidated Financial Statements					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Statement of comprehensive income						
Profit or loss :						
Revenues						
Sales and service income	18,662	97.17	18,175	52.22	17,995	81.27
Other income						
Gain on sales of assets to the fund	-	-	13,974	40.14	-	-
Management and maintenance income of the OFCs	390	2.03	263	0.76	242	1.09
Gains on sales of investments in associates	-	-	1,732	4.98	3,650	16.48
Interest income	-	-	-	-	27	0.12
Gains on exchange	-	-	532	1.53	48	0.22
Others	153	0.80	131	0.38	182	0.82
Total other income	543	2.83	16,632	47.78	4,149	18.73
Total revenues	19,205	100.00	34,807	100.00	22,144	100.00
Expenses						
Cost of sales and services	13,437	69.97	12,067	34.67	11,266	50.88
Selling and servicing expenses	1,301	6.77	1,296	3.72	1,280	5.78
Administrative expenses	3,983	20.74	3,756	10.79	3,473	15.68
Expected credit losses	300	1.56	247	0.71	231	1.04
Loss on litigation from reversal of judgment by the Supreme Court	10	0.05	831	2.39	613	2.77
Losses on exchange	83	0.43	-	-	-	-
Total expenses	19,114	99.52	18,197	52.28	16,863	76.15
Operating profit	91	0.48	16,610	47.72	5,281	23.85
Share of profit from investments in associates	1,100	5.73	772	2.22	899	4.07
Finance income	32	0.16	32	0.09	-	-
Finance cost	(4,156)	(21.64)	(1,128)	(3.24)	(744)	(3.37)
Profit (loss) before income tax	(2,933)	(15.27)	16,286	46.79	5,436	24.55
Income tax	(181)	(0.94)	(9,013)	(25.90)	(506)	(2.29)
Profit (loss) for the year	(3,114)	(16.21)	7,273	20.89	4,930	22.26
Other comprehensive income :						
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>						
Actuarial gains (losses)	7	0.03	(147)	(0.42)	(65)	(0.30)
Income tax effect	-	-	-	-	10	0.05
Other comprehensive income for the year	7	0.03	(147)	(0.42)	(55)	(0.25)
Total comprehensive income for the year	(3,107)	(16.18)	7,126	20.47	4,875	22.01

Item	Consolidated Financial Statements					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Profit (loss) attributable to:						
Equity holders of the Company	(3,126)	(16.28)	7,265	20.87	4,913	22.18
Non-controlling interests of the subsidiaries	12	0.07	8	0.02	17	0.08
	(3,114)	(16.21)	7,273	20.89	4,930	22.26
Total comprehensive income attributable to:						
Equity holders of the Company	(3,116)	(16.23)	7,119	20.45	4,858	21.94
Non-controlling interests of the subsidiaries	9	0.05	7	0.02	17	0.07
	(3,107)	(16.18)	7,126	20.47	4,875	22.01
Basic earnings (loss) per share						
Profit (loss) attributable to equity holders of the Company	(0.37)		0.90		0.63	
Diluted earnings (loss) per share						
Profit (loss) attributable to equity holders of the Company	(0.37)		0.83		0.58	
Statement of cash flows						
Net cash flows (used in) operating activities	2,211		4,814		4,001	
Net cash flows from investing activities	(416)		31,148		1,900	
Net cash flows used in financing activities	(23,676)		(13,853)		(8,040)	
Net increase in cash and cash equivalents	(21,881)		22,109		(2,139)	
Cash and cash equivalents at beginning of year	23,008		899		3,038	
Cash and cash equivalents at end of year	1,127		23,008		899	

12.2 Financial Ratio

Significant financial ratios that reflect financial position and operation results of the core businesses of the Company and its subsidiaries are as follows:-

Item	Consolidated Financial Statements			
	2020	2019	2018	
Liquidity Ratio				
Current Ratio	(Time)	0.29	1.61	0.41
Quick Ratio	(Time)	0.24	1.57	0.29
Cash Ratio	(Time)	0.12	0.30	0.26
Receivable Turnover	(Time)	5.86	5.73	5.66
Average Collection Period	(Day)	61	63	64
Inventory Turnover	(Time)	-	-	-
Holding Period	(Day)	-	-	-
Payable Turnover	(Time)	4.64	4.06	3.00
Average Payment Period	(Day)	78	89	120
Cash Cycle	(Day)	(16)	(26)	(56)

Item	Consolidated Financial Statements			
	2020	2019	2018	
Profitability Ratio				
Gross Profit Margin	%	28.00	33.60	37.39
Operating Profit Margin	%	(14.67)	6.91	13.00
Other Profit Margin	%	2.83	47.78	18.73
Cash to Profitability Ratio	%	(80.79)	383.26	171.05
Net Profit Margin	%	(16.28)	20.87	22.19
Return on Equity	%	(23.92)	36.73	29.77
Efficiency Ratio				
Return on Assets	%	(3.69)	11.84	9.50
Return on Fixed Assets	%	12.05	33.61	26.90
Total Assets Turnover	(Time)	0.23	0.57	0.43
Financial Policy Ratio				
Debt to Equity Ratio	(Time)	19.13	2.30	1.88
Interest Coverage Ratio	(Time)	0.58	12.26	6.06
Leverage Ratio (Cash Basis)	(Time)	0.08	0.26	0.17
% Growth Ratio				
Total Assets	%	42.75	32.11	4.63
Total Liabilities	%	94.69	41.07	(3.91)
Sales and Service Income	%	2.68	1.00	3.23
Operating Expenses	%	4.59	6.31	13.51
Net Profit (Loss)	%	(143.03)	47.88	82.39

Management Discussion and Analysis (MD&A)



13. Management Discussion and Analysis (MD&A)

Overview

In 2020, the Coronavirus Disease 2019 (COVID-19) pandemic had a far-reaching impact on both the economic and the social systems. Several measures had been taken by the public and the private sectors to curb the spread of the pandemic. One of them was the so called Work from Home measure that encouraged the employees to work outside their offices. As a consequence of this measure, the Information and Communications Technology became indispensable as it was necessary for online working. Nevertheless, despite the increasing demand for internet usage during the pandemic crisis, the people's purchasing power declined due to indirect impacts of economic recession. Such decrease in the purchasing power of the consumers plus an aggressive entering into the broadband internet market of mobile phone service providers has caused the competition in the broadband internet market to become more furious.

Thus, the Company has transformed itself from a provider of hi-speed broadband internet into a telecom and media company, providing content service to support and build on the existing services of the Company. To this regard, the Company has entered into an agreement for an exclusive partnership with HBO, a world-class leader in content service. In March 2020, 3BB launched 3BB GIGATainment package, offering internet initial speed of 1 Gbps, bundled with entertainment from HBO GO and MONOMAX. In addition, after 3BB has fully completed developing its platform for the provision of IPTV service, in November 2020, the company launched 3BB GIGATV package, offering a complete entertainment viewing via Set Top Box. The Company expects that the launch of these packages will not only help reducing the churn rate of customers, but also increasing the customer base of 3BB and developing additional value to the Company in the future.

In 2020, 3BB approximately had 238,000 net additional subscribers. Approximately 555,000 were FTTx net additional subscribers due to the launch of 3BB Giga Fiber package in March 2020 and the convert of the customers from xDSL to FTTx. As at the end of the year 2020, 3BB totally had approximately 3.42 million subscribers. Of this number, 72 percent of the company's total subscribers were FTTx subscribers, increasing from 60 percent recorded at the end of the year 2019. Average revenue per user (ARPU) for the year 2020 was 620 Baht/subscriber/month, decreasing when compared to 643 Baht/subscriber/month in 2019. During the past year, 3BB launched small package and also offered discounts to reach customers and maintain the customer base of the Company.

The growing number of the internet subscribers of 3BB and the content subscribers of 3BB TV brought about an increase in the total operating revenue for the year 2020, increasing by 3 percent, compared to that of the year 2019 due to the effectiveness of the TFRS 16 Leases in 2020 which had a significant impact on the financial statements of the Company. According to the Main Lease Agreement (80 percent of the OFC), entered into between TTTBB and JASIF, TTTBB recorded the depreciation-right-of-use assets and the interest expenses in the statement of comprehensive income increased (in comparison to the previous accounting record). In addition, the rental fee of the additional OFCs which TTTBB sold to the Fund in November 2019 that caused an increase in the rental fee according to the OFCs lease agreement with JASIF and the investment in network expansion, that caused an increase in the Company's depreciation cost of network equipment. These are the factors that caused the operating loss for the year 2020. When comparing earnings before interest after tax, income tax and depreciation to the revenue, the EBITDA margin for the year 2020 was at 65 percent.

The Company still keeps on increasing in sales and service income by developing its broadband internet service to be more efficiency, developing its strengths in Fiber Optic networks of 3BB and also building on the entertainment content service of 3BB TV to create more value-added to the businesses of Jasmine International Group in the future. In addition, the Company will continue managing its cost and operating expenses to further maintain its profitability in the future for the maximum benefit of the Company and its shareholders.

Operating Performance

In 2020, the Company and its subsidiaries had the operating loss of Bt 2,737 mn. This amount, when included by the adjustment of the provision for rental assurance of OFC of JASIF due to the change in the assumption of the rental rate increase and the discount rate, net of Bt 43 mn and deducted by the record of the FX loss of the Company and its subsidiaries of Bt 83 mn, deferred tax of the Company and its subsidiaries of Bt 38 mn, the expected credit losses (allowance for doubtful debts of its subsidiaries) of Bt 300 mn and loss on litigation from reversal of judgment by the Supreme Court due to the compromise agreements of Bt 10 mn, resulted in the record of the net loss for the year 2020 of the Company and its subsidiaries of Bt 3,126 mn, compared to the year 2019 in which the net profit was Bt 7,265 mn.

The net profit for the year 2019 of the Company and its subsidiaries of Bt 7,265 mn, included the FX gain of Bt 532 mn, gain on asset sales to JASIF of Bt 7,233 mn (net of income tax) and gain on sales of investment in JASIF of Bt 1,732 mn.

Unit : Bt mn

Item	2020	2019	% change
Operating profit	(2,737)	1,256	(318)
FX gain (loss)	(83)	532	(116)
Gain on sales of assets to the Fund	-	13,975	(100)
Gain on sales of investments in associate	-	1,732	(100)
Adjustment of the provision for rental assurance of OFC of the Fund for the growth of rental rate and the discount rate	43	497	(91)
Loss on litigation from reversal of judgment by the Supreme Court	(10)	(831)	(99)
Loss on litigation	-	(149)	(100)
Provision for long-term employee benefits	-	(165)	(100)
Expected credit losses	(300)	(247)	21
Tax on sales of assets to the Fund	-	(6,742)	(100)
Deferred Tax	(38)	(2,593)	(99)
Net profit (loss)	(3,126)	7,265	(143)
EPS (Baht per share)	(0.37)	0.90	(141)

Performance breakdown by business unit

Performance breakdown by business unit in 2020 and 2019 is as follows:-

Unit : Bt mn

Company	Total Revenue		
	2020	2019	% Change
Broadband and Internet TV Business			
1. Triple T Broadband Public Company Limited	716	14,553	(95)
2. Triple T Internet Company Limited	17,312	17,071	1
3. Three BB TV Company Limited	3	-	100
Total	18,031	31,624	(43)

Company	Total Revenue		
	2020	2019	% Change
Telecom Network & Service Provider Business			
1. Jasmine Submarine Telecommunications Company Limited	-	2	(100)
2. Thai Long Distance Telecommunications Company Limited	-	5	(100)
3. JasTel Network Company Limited	805	676	19
4. Jasmine Internet Company Limited	153	201	(24)
5. Acumen Company Limited	5	5	-
6. ACeS Regional Services Company Limited	22	30	(27)
Total	985	919	7
System Integration Business			
1. Jasmine Telecom Systems Public Company Limited	69	29	138
2. Cloud Computing Solutions Company Limited	20	23	(13)
Total	89	52	71
Other Businesses			
1. Jasmine International Public Company Limited	11	2,098	(99)
2. Premium Asset Company Limited	121	145	(17)
3. Others ¹⁾	-	1	(100)
Total	132	2,244	(94)
Grand Total	19,237	34,839	(45)

Note : ¹⁾ Comprising TJP, JIOC, MCS, Three BB and ACT

Revenue

In 2020, the total revenue of the Company and its subsidiaries was Bt 19,237 mn (including finance income of Bt 32 mn and other income of Bt 543 mn; this amount included management and maintenance income of the OFC of Bt 390 mn), compared to that of Bt 34,839 mn in 2019, decreasing by 45 percent.

The total revenue for the year 2019 included gain on asset sales to the Fund of Bt 13,975 mn, gain on sales of investments in JASIF of Bt 1,732 mn and FX gain of Bt 532 mn. Details are as follows:-

Item	2020	2019	% change
Sales and service income	18,662	18,175	3
Gain on asset sales to the Fund	-	13,975	(100)
Gain on sales of investments in associate	-	1,732	(100)
FX gain	-	532	(100)
Finance income	32	32	-
Other income	543	394	38
Total	19,237	34,839	(45)

Sales and Service Income

In 2020, the Company and its subsidiaries totally obtained the sales and service income of Bt 18,662 mn, increasing by 3 percent, compared to that of Bt 18,175 mn in 2019. For the year 2020, the contribution in sales and service income was mainly from Broadband and Internet TV Business, 94 percent of total sales and service income. Sales and service income breakdown by business unit is as follows:-

Type of business	2020	2019	% change
Broadband and Internet TV Business	17,587	17,139	3
Telecom Network & Service Provider Business	871	850	2
System Integration Business	86	43	100
Other Businesses	118	143	(17)
Total	18,662	18,175	3

In 2020, the income obtained from Broadband and Internet TV Business was Bt 17,587 mn, increasing by 3 percent, compared to that of Bt 17,139 mn in 2019, a result of continuous growth in the number of broadband internet subscribers of 3BB. In 2020, 3BB approximately had 238,000 net additional subscribers (net of deducting bad debts in 2020 of approximately 76,000 subscribers), resulted in its record of approximately 3.42 million total subscribers at the end of 2020. Of this number, approximately 2.46 million or 72 percent were FTTx subscribers, increasing from 60 percent recorded at the end of the year 2019.

In 2020, the launch of GIGA Fiber and 3BB GIGA TV packages resulted in continuous growth of FTTx customers. In 2020, 3BB approximately had 555,000 FTTx net additional subscribers, a part of this number was from the convert of the customers from xDSL to FTTx. Average revenue per user (ARPU) for the year 2020 was 620 Baht/subscriber/month, decreasing when compared to 643 Baht/subscriber/month in 2019 due to the launch of small package and offering discounts to reach customers and maintain the customer base of the Company.

In 2020, the sales and service income obtained from Telecom Network & Service Provider Business was Bt 871 mn, increasing by 2 percent, compared to that of Bt 850 mn in 2019.

In 2020, the sales and service income obtained from System Integration Business was Bt 86 mn, increasing by 100 percent, compared to that of Bt 43 mn in 2019 due to the increase in sales and service income of JTS. For Other Businesses, the sales and services income in 2020 was Bt 118 mn, decreasing by 17 percent, compared to that of Bt 143 mn in 2019.

Other income

In 2020, the Company and its subsidiaries recorded other income of Bt 575 mn, comprising income obtained from management and maintenance of the OFC of Bt 390 mn, finance income of Bt 32 mn and others of Bt 153 mn, decreasing by 40 percent, compared to that of Bt 958 mn in 2019 (excluding gain on asset sales to the Fund of Bt 13,975 mn and gain on sales of investments in JASIF of Bt 1,732 mn). Other income for the year 2019 included FX gain of Bt 532 mn and finance income of Bt 32 mn.

TFRS 16 Leases

As a result of the effectiveness of the TFRS 16 Leases in 2020, it is required that the lease liabilities and the right-of-use assets for the operating lease be recorded and the interest expenses as well as the depreciation of each period be recognized in the statement of comprehensive income (Previously, the lease payment under the operating lease agreement was recorded as cost of sales and services or operating cost).

Expenses

In 2020, the total expenses of the Company and its subsidiaries were Bt 19,114 mn, compared to Bt 18,197 mn in 2019, increasing by 5 percent. Details of expenses are as follows:-

Item	2020	2019	% change
Operating Expenses :			
- Cost of sales and services	13,436	12,067	11
- Selling and servicing expenses	1,301	1,296	0
- Administrative expenses	3,983	3,756	6
Total Operating Expenses	18,721	17,120	9
Doubtful accounts and bad debt	300	247	22
Loss on litigation from reversal of judgement by the Supreme Court	10	831	(99)
FX loss	83	-	100
Total Expenses	19,113	18,197	5

The adoption of TFRS 16 Leases mainly affects the Main Lease Agreement (80 percent of the OFC), entered into between TTTBB and JASIF. In 2020, TTTBB recorded the depreciation-right-of-use assets of Bt 4,938 mn and the interest expenses of Bt 3,670 mn, totaling Bt 8,608 mn in the statement of comprehensive income. These items were previously recorded as the OFC rental fee, under cost of sales and services, of Bt 7,039 mn. However, TFRS 16 Leases did not affect the record of the OFC rental under the Rental Assurance Agreement (20 percent of the OFC).

- In 2020, the operating expenses of the Company and its subsidiaries were Bt 18,721 mn in total, compared to Bt 17,120 mn in 2019, increasing by 9 percent. Details of expenses are as follows:
 - 1) The cost of sales and services in 2020 was Bt 13,436 mn, compared to that of Bt 12,067 mn in 2019, increasing by 11 percent. Such increase in the cost of sales and services was mainly due to the OFC rental fee according to the OFC lease agreement with JASIF of Bt 5,336 mn, increasing when compared to the year 2019 as a result of the sale of additional OFC to JASIF in November 2019. The OFC rental fee under the Main Lease Agreement (80 percent of the OFC), was recorded under depreciation-right-of-use assets of Bt 4,938 mn and the OFC rental fee under the Rental Assurance Agreement (20 percent of the OFC), was recorded under cost of sales of Bt 398 mn (this rental fee was recorded as net amount after deduction of amortization of the provision for rental assurance and adjustment of the provision for rental assurance of OFC of JASIF due to the change in the assumption of the rental rate increase and the discount rate) and the depreciation of network equipment, a result of network expansion of TTTBB. The gross margin for the year 2020 was at 28 percent, compared to that of 34 percent in the year 2019.

2) The selling and servicing expenses and administrative expenses in 2020 were Bt 5,284 mn, compared to Bt 5,052 mn in 2019, increasing by 5 percent, mainly due to the increase in employee expenses (However, in 2020, employee expenses related to the network expansion which was previously recorded as cost of network equipment decreased) and advertising and public relations expenses. Moreover, in 2019, the Company and its subsidiaries recorded additional provision for long-term employee benefits of Bt 165 mn, to comply with the Labor Protection Act, effective on 5 May 2019 and additional liabilities from litigations of the subsidiaries of Bt 149 mn under Administrative Expenses.

- In 2020, the subsidiaries recorded an allowance for doubtful accounts and bad debts of Bt 300 mn, most of which were mainly the items of TTTI that had the policy on setting up the provision for doubtful debts of 3 months overdue receivables.
- In 2020, the Company recorded loss on litigation from reversal of judgment by the Supreme Court due to the compromise agreements of Bt 10 mn, for the last 2 creditors who entered into the compromise agreements with the Company in 2020. Presently, the Company completely entered into the compromise agreements with all 5 creditors. The cases are finalized.
- In 2020, the Company and its subsidiaries recorded the FX loss of Bt 83 mn.

Financial costs

In 2020, the financial costs of the Company and its subsidiaries were Bt 4,156 mn; this amount included interest expenses from the record of the lease liabilities under the Main Lease Agreement (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,670 mn. Nevertheless, when this item was deducted, the finance costs of the Company and its subsidiaries in 2020 were Bt 487 mn, decreasing by 57 percent, when compared to Bt 1,128 mn in 2019. The financial costs in 2019 of the Company and its subsidiaries included bank fee and interest payment of short term loan from bank (Bridge Loan) for the additional subscription of investment units in JASIF in 4Q2019.

Net profit (loss)

In 2020, the Company and its subsidiaries reported the net loss of Bt 3,126 mn (including FX loss), compared to the year 2019 in which the net profit of Bt 7,265 mn (including gain on asset sales to the Fund, gain on sales of investments in JASIF and FX gain).

In 2020, Broadband and Internet TV Business had the net loss of Bt 4,223 mn, its loss increasing by Bt 10,523 mn from the year 2019; Telecom Network & Service Provider Business generated the net profit of Bt 625 mn, increasing by Bt 666 mn from the year 2019; System Integration Business generated the net profit of Bt 44 mn, increasing by Bt 35 mn from the year 2019; For Other Businesses, the net profit for the year 2020 was Bt 4,150 mn, decreasing by Bt 13,635 mn from that of the year 2019. After the elimination of the intercompany transaction, the Company and its subsidiaries recorded the net loss for the year 2020 at Bt 3,126 mn.

Financial Position

Assets

As at 31 December 2020, the Company and its subsidiaries had total assets of Bt 99,747 mn, compared to Bt 69,874 mn in 2019, increasing by 43 percent. The total assets of the Company and its subsidiaries comprised:-

Item	31 December 2020		31 December 2019	
	Bt mn	% of Total Assets	Bt mn	% of Total Assets
Current assets	5,260	5	27,949	40
PP&E, net	33,508	34	35,764	51
Right-of-use assets	55,694	56	-	-
Other non-current assets	5,285	5	6,160	9

As at 31 December 2020, the Company and its subsidiaries had current assets of Bt 5,260 mn, representing 5 percent of total assets, compared to Bt 27,949 mn at the end of 2019, decreasing by Bt 22,689 mn or 81 percent, mainly because:-

- Cash and cash deposits with banks decreased by Bt 21,881 mn from the year 2019, mainly due to during the year 2020, the Company and its subsidiaries had cash used in an investment in equipment for network expansion of the subsidiaries of Bt 2,192 mn, repayment of short-term and long-term loans from banks, accounts payable for equipment, account payable from compromise agreement, payment of principal portion of lease liabilities and interest expense, totaling Bt 11,615 mn (this number included the interest expenses of lease liabilities under the Main Lease Agreement of JASIF (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,670 mn, the payment of lease liabilities under the Main Lease Agreement of JASIF (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,369 mn, the repayment of short-term loan of the subsidiaries of Bt 1,869 mn and the repayment of accounts payable for equipment of Bt 1,369 mn). Also, during this year, the Company and its subsidiaries paid dividend, totaling Bt 14,440 mn to their shareholders; the aforesaid items when offset with net cash from operation of Bt 2,212 mn, proceeds from increase in share capital of Bt 1,320 mn, cash received from short-term loans from other party and long-term loans from banks, totaling Bt 1,060 mn and cash received from dividend from JASIF of Bt 447 mn;
- Current investments decreased by Bt 1,011 mn from the year 2019
- Undue input tax decreased by Bt 91 mn from the year 2019

The above-mentioned decreasing current assets offset with increasing current assets of Bt 294 mn, a result of the increase in prepaid expenses of Bt 152 mn, the increase in account receivable - revenue department of Bt 100 mn, the increase in trade and other receivables of Bt 33 mn and the increase in other current assets of Bt 9 mn, resulted in the net decrease of the current assets of the Company and its subsidiaries, amounting Bt 22,689 mn.

Trade and other receivables of Bt 3,199 mn, included receivable for service under a co-investor agreement made between JSTC and TOT of Bt 2,518 mn. Currently, there are still disputes in revenue sharing payment. In May 2019, JSTC received the Arbitration Award from the Arbitration Institute, which ordered TOT to make full debt payment and interest payment, totaling Bt 3,395 mn, together with an interest at the rate of 7.5 percent per annum until the full payment is made and ordered JSTC to pay for damages to TOT amounting Bt 16 mn together with an interest at the rate of 7.5 percent per annum until the full payment is made. Subsequently, in July 2019, TOT filed a petition to revoke the Arbitration Award from the Arbitration Institute with the Central Administrative Court and JSTC filed objections to defend petitions with the Central Administrative Court. At present, the case is being considered by the Central Administrative Court. The Company had considered setting up the allowance for doubtful debts for the remaining receivables which were mainly from trade receivables of TTTI. To this regard, the Company considered setting up the allowance for doubtful debts of 3 months overdue receivables.

Property, plant and equipment (including investment properties) was recorded at Bt 33,508 mn or 34 percent of the total assets, decreasing by Bt 2,256 mn or 6 percent, compared to that recorded at the end of the year 2019, due to the depreciation of building and equipment. During the year 2020, the Company invested in expanding its Fiber Optic network and service areas in parallel with developing an efficient broadband internet networks. In addition, the Company invested in IPTV business in providing content service in order to support and build on broadband business of the Company.

With regard to equipment purchase during the year 2020, the Company used short-term working capital facilities such as Letter of Credit (L/C) and Trust Receipt (T/R) for purchasing equipment from abroad and Domestic Letter of Credit (DL/C), Promissory Note (P/N) for domestic equipment purchase. Furthermore, in 2020, the Company also entered into the finance leases (leasing); for the equipment purchase using short-term working capital facilities --L/C, T/R, DL/C and P/N (were recorded in short-term loans from banks), the Company obliged to make payment within 1 year, the amount paid to short-term working capital facilities in 2020 was Bt 1,869 mn, and for the equipment purchase by entering into the finance leases (leasing), the Company obliged to make payment within 3-5 years. The accounts payable for equipment (supplier credit), the amount paid to the accounts payable for equipment according to the supply agreement in 2020 was Bt 1,369 mn. In 2021, the remaining amount to be paid according to this agreement is approximately of Bt 733 mn which was recorded in the current portion of accounts payable for equipment.

Right-of-use assets

As a result of the effectiveness of the TFRS 16 Leases in 2020, it is required that a lessee recognize assets and liabilities for all leases with a term of more than 12 months in the Financial Statements. The Company and its subsidiaries, as a lessee, entered into the lease agreement of assets used in its operations, resulted in the record of right-of-use assets of the lease agreement. In 2020, the Company and its subsidiaries recorded the right-of-use assets of Bt 55,694 mn (this amount included the record of the right-of-use assets under the lease agreement of JASIF in compliance with the TFRS 16 of Bt 54,593 mn).

At the end of 2020, other non-current assets were recorded at Bt 5,285 mn, decreasing by Bt 875 mn or 14 percent from the year 2019. This was due to the decrease in the investment in associate (JASIF), recorded under the equity method in the consolidated financial statements, of Bt 329 mn, the decrease in restricted deposits with banks of Bt 166 mn, the decrease in withholding tax deducted at source of Bt 65 mn, the decrease in deferred tax assets of Bt 38 mn and the decrease in other non-current assets (advance rental payment and other non-current assets) of Bt 277 mn.

Liabilities

As at 31 December 2020, the Company and its subsidiaries had total liabilities of Bt 94,791 mn, compared to Bt 48,690 mn in 2019, increasing by 95 percent. Details of the total liabilities are as follows:-

Item	31 December 2020		31 December 2019	
	Bt mn	% of total liabilities	Bt mn	% of total liabilities
Current liabilities (excluding current portions of the long-term liabilities, lease liabilities and provision for rental assurance)	6,650	7	11,434	23
Long term liabilities	5,592	6	7,017	14
Lease liabilities	56,453	60	974	2
Provision for rental assurance	23,655	25	26,362	54
Other Non-current liabilities	2,442	3	2,902	6
Total liabilities	94,791	100	48,690	100

Current liabilities (excluding current portions of long-term liabilities, lease liabilities and provision for rental assurance) at the end of 2020 were Bt 6,650 mn, decreasing by Bt 4,784 mn, compared to Bt 11,434 mn at the end of 2019. The decrease was mainly because:-

- Income tax payable decreased by Bt 5,762 mn due to the payment of income tax payable from gain on sales of assets to the Fund of TTTBB
- Withholding tax payable decreased by Bt 179 mn
- Other current liabilities decreased by Bt 116 mn
- Undue output tax decreased by Bt 48 mn

The above-mentioned decreasing current liabilities offset with increasing current liabilities from normal operation such as trade and other payables which increased by Bt 758 mn from normal business operation, short-term loan which increased by Bt 300 mn. The Company had made this short-term loan to be used as the working capital in the Company and its subsidiaries. This loan was partially repaid in the first quarter of 2021. At present, outstanding balance of such short-term loan is Bt 150 mn. Short-term loan from banks increased by Bt 164 mn due to the purchase of equipment from suppliers of the subsidiaries. Advance received from customers which increased by Bt 98 mn, resulted in the net decrease in the current liabilities of the Company and its subsidiaries, amounting Bt 4,784 mn.

Long-term liabilities (including long-term loans from banks, accounts payable from compromise agreements and accounts payable for equipment) at the end of 2020 was Bt 5,592 mn, decreasing by Bt 1,425 mn from the end of the year 2019 due to the Company and its subsidiaries made repayment of account payable for equipment and long-term loans from bank during the year 2020. Long-term liabilities of the Company and its subsidiaries, amounting Bt 5,592 mn included accounts payable from compromise agreements of Bt 1,541 mn which the Company previously recorded in the provision for reversal of judgement by the Supreme Court. During the year 2020, the Company completely entered into the compromise agreements with all 5 creditors, the cases are finalized; thus, the Company recorded the additional debts in accounts payable from compromise agreements (Previously, this item was recorded under the provision for reversal of judgement by the Supreme Court).

According to the conditions stated in the long-term loan agreement, the Company was required to maintain certain financial ratio, such as Debt Service Coverage Ratio and Net Debt to EBITDA and so on. At the end of 2020, the Company was unable to maintain the financial ratio as required by the conditions in the loan agreement. To comply with Thai Financial Reporting Standards, the Company classified the balance of the loan as current liabilities in the statement of financial position as at the end of 2020. Nevertheless, the Company has been able to regularly pay both the principal and the interest. On 24 February 2021, the Company received a consent letter from lender, waiving the requirement to maintain certain financial ratio, effective from the fourth quarter of 2020 to the fourth quarter of 2021.

Lease liabilities at the end of 2020 was Bt 56,453 mn; this amount included lease liabilities in compliance with the TFRS 16 of Bt 55,633 mn which was mainly due to the record of the lease liabilities under the Main Lease Agreement (80 percent of the OFC) of TTTBB.

Provision for rental assurance, set up for liabilities according to the conditions stated in the Rental Assurance Agreement with JASIF for 20 percent of the total OFC at the end of 2020, was Bt 23,655 mn, decreasing by Bt 2,707 mn, compared to Bt 26,362 mn in 2019. During the year 2020, the amortization of such provision of TTTBB was Bt 2,664 mn as well that there was an adjustment of the provision for rental assurance due to the change of the assumption of inflation rate and Government Bond Yield which had an impact on the increase in rental rate and discount rate, net of Bt 43 mn. This item was shown being offset under cost of the rental fee of the OFC paid to JASIF.

Other non-current liabilities at the end of 2020 were Bt 2,442 mn, decreasing by Bt 460 mn from the year 2019, mainly due to the provision for reversal of judgement by the Supreme Court decreased by Bt 399 mn. At present, the Company completely entered into the compromise agreements with all 5 creditors; thus, the Company recorded the additional debts in accounts payable from compromise agreements, and deposit received from customers which decreased by Bt 59 mn.

In addition to the liabilities as shown in the statement of financial position, the Company and its subsidiaries had commitments and contingent liabilities in the future relating to investment in telecommunications equipment and operating expenses. The purchase of equipment commitments and the operating lease and service agreements commitments were related to the normal business of the Company and its subsidiaries in line with terms in the agreements between the subsidiaries and JASIF. With regard to the litigation and disputes of the Company and its subsidiaries, the Company considered recording allowance for debts adequately and appropriately in the current circumstances according to its financial statements. (As shown in details in Notes to the Financial Statements, Item 35).

Shareholders' Equity

At the end of 2020, the shareholders' equity of the Company and its subsidiaries was Bt 4,956 mn, decreasing by Bt 16,228 mn from the year 2019. The shareholders' equity of the Company and its subsidiaries comprised:-

- The issued and fully paid-up capital of Bt 4,296 mn, increasing by Bt 214 mn from the end of the year 2019 due to the newly issued shares from the conversion of JAS-W3. The Company registered the increase in its share capital of 427.4 million ordinary shares with the Ministry of Commerce during the year 2020 (for the conversion of JAS-W3 in December 2019, March, June and July 2020). The final exercise date of the warrants (JAS-W3) was on 3 July 2020.
- The premium on ordinary shares of Bt 9,029 mn, increasing by Bt 1,268 mn from the year 2019 due to the record of difference between the conversion price of JAS-W3 and the par value of Bt 0.50 per share (which in December 2019 was Bt 3.605 per share, in March 2020 was Bt 3.605 per share and it was of Bt 3.392 per share in June and July 2020) of the newly issued shares obtained from the conversion of JAS-W3. The Company had registered the increase in its share capital (427.4 million ordinary shares) with the Ministry of Commerce during the year 2020.
- The Company and its subsidiaries had the deficit of Bt 9,669 mn; this amount comprised statutory reserve of the Company and its subsidiaries of Bt 1,591 mn (during the year, the Company and its subsidiaries appropriated the statutory reserve of Bt 22 mn) and unappropriated-deficit of Bt 11,259 mn. The net loss during the year 2020 of the Company and its subsidiaries was of Bt 3,126 mn. In 2020, the Company paid dividend to its shareholders, totaling Bt 14,440 mn. Moreover, the Company and its subsidiaries recorded gain on provision for long-term employee benefits in the comprehensive income (net of income tax), amounting Bt 7 mn.

At present, the Company has fully paid-up capital of 8,592.8 million shares (this included the registered capital which increased due to the conversion of JAS-W3 in December 2019, March, June and July 2020 of 427.4 million ordinary shares which the Company registered the increase in its share capital with the Ministry of Commerce) and warrants expired without being exercised of 950.1 million warrants.

Capital Structure

As at 31 December 2020, the Company and its subsidiaries had the total liabilities of Bt 94,791 mn, or 95 percent of total assets. It had the total shareholders' equity of Bt 4,956 mn, or 5 percent of total assets. Debt to Equity ratio was at 19.13 times.

Such liabilities included lease liabilities in compliance with the TFRS 16 of Bt 55,633 mn and liabilities relating to JASIF; for instances, the provision for rental assurance on additional OFC for 20 percent of Bt 23,655 mn (which was the record of the provision for liabilities according to Thai Accounting Standards), the provision for entry fee for laying the optical fiber cables and the provision for expenses and rental fee relating to subduct for optic fiber cables relocation, amounting Bt 1,139 mn. Debt to Equity ratio, excluding such items was at 2.90 times.

Liquidity

As at 31 December 2020, the Company and its subsidiaries had cash and cash equivalent of Bt 1,127 mn, decreasing by Bt 21,881 mn from the year 2019. The summary of net cash generated and used is as follows: -

Net cash from operating activities	2,212	Bt mn
Net cash used in investing activities	(416)	Bt mn
Net cash used in financing activities	(23,676)	Bt mn
Net decrease in cash and cash equivalents	(21,881)	Bt mn
- Net cash from operating activities of Bt 2,212 mn was the net amount of the operating profit of the Company and its subsidiaries of Bt 11,515 mn, the payment of OFC rental fee to JASIF in relation to the provision for rental assurance of Bt 2,707 mn, the payment of income tax and operating expenses which were normal business items.		
- Net cash used in investing activities of Bt 416 mn was the net amount of current investments and restricted banks deposits of Bt 1,174 mn, cash received from dividend from JASIF of Bt 447 mn, proceeds from sales of equipment of Bt 121 mn, interest received of Bt 34 mn and cash payment for equipment, computer software and investment properties of Bt 2,192 mn.		
- Net cash used in financing activities of Bt 23,676 mn was the net amount of proceeds from increase in share capital due to the conversion of JAS-W3 in 2020 of Bt 1,320 mn, cash received from long-term loans from bank of Bt 760 mn. During the year 2020, the Company entered into a long-term facility agreement with bank of Bt 2,000 mn (at the end of 2020, the Company had drawn down the long-term credit facility, amounting Bt 760 mn and the long-term credit facility of the Company which has not yet been drawn down, amounting Bt 1,240 mn), and cash received from short-term loans of Bt 300 mn.		

However, during the year 2020, the Company and its subsidiaries had made net repayment of short-term and long-term loans and accounts payable for compromise agreement of Bt 2,210 mn, repayment of accounts payable for equipment of Bt 1,369 mn, payment of interest of Bt 4,085 mn (this amount included the interest payment under the Main Lease Agreement (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,670 mn), payment of principal portion of lease liabilities of Bt 3,952 mn (this amount included the payment of principal portion of lease liabilities under the Main Lease Agreement (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,369 mn) and dividend payment to the Company and its subsidiaries shareholders of Bt 14,440 mn.

JAS DIRECTORS, EXECUTIVES, AUTHORIZED PERSONS AND CORPORATE SECRETARY

1. Information of JAS Directors, Executives, Authorized Persons (if any) Chief Financial Officer, Chief Accountant and Corporate Secretary

1.1 Background and Personal Information of JAS Directors, Executives, Authorized Persons, Chief Financial Officer, Chief Accountant and Corporate Secretary

Directors

Mr. Sudhitham Chirathivat : Independent Director and Chairman of the Board of Directors

Age : 73 years

Registration Date : 3 February 2010

Securities Holding Ratio¹ : JAS 0.017%

Family Relationship with Directors and Executives : -None-

Academic Degree : MBA Operation Research,
Iona University, New York, USA.

Training for Director Course : Thai Institute of Directors Association (IOD)
2003 Director Certification Program (DCP)

Work Experience during the Period of 5 Years :

- Position in Jasmine International Public Company Limited

2010-Present Independent Director and Chairman of the Board of Directors

- Position in Other Listed Companies

2018- Present Chairman, Grand Canal Land Public Company Limited

2016- Present Member of Nomination and Remuneration Committee,
Central Pattana PCL.

2015- Present Director, Central Pattana PCL.

2014- Present Director, Independent Director, Member of Audit Committee,
Chairman of Risk Management Committee and Member of
Nomination and Remuneration Committee,
TV Thunder PCL.

2004-2019 Vice Chairman and Chairman of the Executive Director
Robinson PCL.

2003-Present Director, Central Plaza Hotel PCL.

- Position in Other Companies (Non-listed Companies)

62 companies

Remarks: ¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Dr. Vichit Yamboonruang : Independent Director, Chairman of Audit Committee and Chairman of Risk Management Committee

Age : 79 years

Registration Date : 4 June 1999

Securities Holding Ratio¹ : JAS 0.001%

Family Relationship with Directors and Executives : -None-

Academic Degree : Ph.D. Public & International Affairs, University of Pittsburgh, Pennsylvania , USA.

Training for Director Course : Thai Institute of Directors Association (IOD)
 2017 Board that Make a Difference (BMD)
 2007 Chartered Director Class (CDC)
 2004 Audit Committee Program (ACP)
 2004 The Role of Chairman Program (RCP)
 2004 Director Certification Program (DCP)
 2004 Director Accreditation Program (DAP)

Work Experience during the Period of 5 Years :

- **Position in Jasmine International Public Company Limited**

February 2021-Present	Chairman of Risk Management Committee
1999-Present	Independent Director and Chairman of Audit Committee

- **Position in Other Listed Companies**

2012-Present	Independent Director and Chairman of Audit Committee, Sherwood Corporation (Thailand) PCL.
2011-Present	Chairman of the Board of Directors and Independent Director, Ekarat Engineering PCL.
2006-Present	Independent Director and Chairman, Wiik PCL.

- **Position in Other Companies (Non-listed Companies)**

2016-Present	Chairman, VCK Solution Co., Ltd.
2014-Present	Independent Director and Chairman of Audit Committee, BMP Energy PCL.

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Dr. Yodhin Anavil	:	Independent Director, Member of Audit Committee and Chairman of Remuneration and Nomination Committee
Age	:	71 years
Registration Date	:	28 September 2006
Securities Holding Ratio¹	:	JAS 0.041%
Family Relationship with Directors and Executives	:	-None-
Academic Degree	:	Ph.D. Electric Engineer, University of Cincinnati, Ohio, USA.
Training for Director Course	:	Thai Institute of Directors Association (IOD) 2009 Financial Statement Demystified for Directors (FDD) 2008 Role of The Compensation Committee (RCC) 2008 Chartered Director Class (CDC) 2008 Audit Committee Program (ACP) 2008 Director Certification Program (DCP) 2006 Director Accreditation Program (DAP)

Work Experience during the Period of 5 Years :

- Position in Jasmine International Public Company Limited

2011-Present	Chairman of Remuneration and Nomination Committee
2008-Present	Member of Remuneration and Nomination Committee
2006-Present	Independent Director and Member of Audit Committee

- Position in Other Listed Companies

2014-Present	Independent Director and Chairman of Remuneration and Nomination Committee, Muangthai Capital PCL.
2011-2019	Independent Director, Audit Committee and Chairman of Corporate Governance Committee, Robinson PCL.

- Position in Other Companies (Non-listed Companies)

1992-Present	Executive Director, The Vintage Club Co., Ltd.
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Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mrs. Chantra Purnariksha : Independent Director, Member of Audit Committee and Member of Risk Management Committee

Age : 74 years

Registration Date : 20 December 2011

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Academic Degree : M.A. Diplomacy and Comparative Economics, University of Kentucky, USA.

Training for Director Course : Thai Institute of Directors Association (IOD)
2005 Director Accreditation Program (DAP)

Work Experience during the Period of 5 Years :

- **Position in Jasmine International Public Company Limited**

February 2021-Present	Member of Risk Management Committee
2011-Present	Independent Director and Member of Audit Committee

- **Position in Other Listed Companies**

2013-2016	President / CEO, Saha Pathana Inter-Holding PCL.
2012-2016	Director, Saha Pathana Inter-Holding PCL.
2011-Present	Independent Director, Phatra Leasing PCL.

- **Position in Other Companies (Non-listed Companies)**

2015- Present	Advisor to the Board of Directors, Muang Thai Insurance PCL.
1975-Present	Director, S.P. Enterprise Co., Ltd.

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mr. Subhoj Sunyabhisithkul² : Director³ Acting Chief Executive Officer, President and Member of Executive Committee

Age : 52 years

Registration Date : 4 June 1999

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Academic Degree : Bachelor of Electrical Engineering, Chulalongkorn University

Training for Director Course : Thai Institute of Directors Association (IOD)
2004 Director Certification Program (DCP)

Work Experience during the Period of 5 Years :

- Position in Jasmine International Public Company Limited

January 2021-Present Acting Chief Executive Officer

March 2021-Present President

2019- Present Member of Executive Committee

1999- Present Director

- Position in Other Listed Companies

-None-

- Position in Other Companies (Non-listed Companies)

2020-Present President, Three BB TV Co.,Ltd

2019- Present President, JasTel Network Co., Ltd. and In Cloud Co., Ltd.

2008-Present President, Triple T Internet Co., Ltd.

2007-Present Director, President and Executive Director,
Triple T Broadband PCL.

Director and Executive Director, Triple T Internet Co., Ltd

1997-Present Director, Jasmine International Group (15 companies)

1988-Present Executive, Jasmine International Group

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mr. Terasak Jerauswapong² : Director³

Age : 59 years

Registration Date : 22 June 2000

Securities Holding Ratio¹ : JAS 0.065%

Family Relationship with Directors and Executives : -None-

Academic Degree : Bachelor of Electrical Engineering (Telecommunications), King Mongkut's Institute of Technology, Ladkrabang

Training for Director Course : Thai Institute of Directors Association (IOD)
2004 Director Certification Program (DCP)
2004 Director Accreditation Program (DAP)

Work Experience during the Period of 5 Years :

- **Position in Jasmine International Public Company Limited**

2004-February 2021 Member of Risk Management Committee
1999-Present Director

- **Position in Other Listed Companies**

-None-

- **Position in Other Companies (Non-listed Companies)**

2021-Present Acting Head of IPLC & Managed Service Business Unit
JasTel Network Co., Ltd.
1996-Present President, Jasmine Submarine Telecommunications Co., Ltd.
1990-Present Director, Jasmine International Group (13 companies)
1988-Present Executive, Jasmine International Group

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mr. Pleumjai Sinarkorn : Director³ and Member of Remuneration and Nomination Committee

Age : 87 years

Registration Date : 20 November 2008

Securities Holding Ratio¹ : JAS 0.012%

Family Relationship with Directors and Executives : -None-

Academic Degree : - Ph.D. (Innovative Management),
Suan Sunandha Rajabhat University
- MBA, Suan Sunandha Rajabhat University

Training for Director Course : Thai Institute of Directors Association (IOD)
2008 DCP Refresher Course
2007 Role of The Compensation Committee (RCC)
2004 Director Certification Program (DCP)

Work Experience during the Period of 5 Years :

- **Position in Jasmine International Public Company Limited**

2011-Present Member of Remuneration and Nomination Committee
2008-Present Director

- **Position in Other Listed Companies**

2016-Present Chairman of the Board of Directors, Jasmine Telecom Systems PCL.
2014-Present Chairman of Remuneration Committee,
Jasmine Telecom Systems PCL.
2004-Present Director and Member of Remuneration Committee,
Jasmine Telecom Systems PCL.

- **Position in Other Companies (Non-listed Companies)**

2010-present Director, Cloud Computing Solutions Co., Ltd.
2009-present Advisor, JasTel Network Co., Ltd.

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mr. Yordchai Asawathongchai : Director³ Member of Risk Management Committee, Member of Executive Committee, Corporate Secretary and Secretary to the Board of Directors

Age : 47 years

Registration Date : 27 September 2016

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Academic Degree : Bachelor of Engineering (Electrical Engineering), Chiang Mai University

Training for Director Course : Thai Institute of Directors Association (IOD)
 2020 Company Secretary Program (CSP)
 2020 Effective Minutes Taking (EMT)
 2017 Director Certification Program (DCP)

Work Experience during the Period of 5 Years :

- **Position in Jasmine International Public Company Limited**

2019-Present Member of Executive Committee, Corporate Secretary and Secretary to the Board of Directors

2018-Present Member of Risk Management Committee

2016-Present Director

- **Position in Other Listed Companies**

-None-

- **Position in Other Companies (Non-listed Companies)**

2021-Present Director, Triple T Broadband PCL. and Triple T Internet Co., Ltd.
 Senior Executive Vice President – Head of Operation Group,
 Triple T Broadband PCL.

2019-Present Head of Operation Group
 Triple T Broadband PCL.

2016-Present Member of Executive Committee,
 Triple T Broadband PCL. and Triple T Internet Co., Ltd.

2010-2019 Executive, Triple T Broadband PCL.

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mr. Somboon Patcharasopak² : Director³ Member of Remuneration and Nomination Committee, Member of Risk Management Committee and Member of Executive Committee

Age : 60 years

Registration Date : 15 December 2020

Securities Holding Ratio¹ : JAS 0.243%

Family Relationship with Directors and Executives : -None-

Academic Degree : - Honorary Doctorate Degree, Faculty of Science and Technology, Rajamangala University of Technology PhraNakhon
- MBA, Kasetsart University

Training for Director Course : Thai Institute of Directors Association (IOD)
2003 Director Certification Program (DCP)
2003 Director Accreditation Program (DAP)

Work Experience during the Period of 5 Years :

- **Position in Jasmine International Public Company Limited**

December 2020-Present	Director
2019-Present	Member of Executive Committee
2012-February 2021	Chairman of Risk Management Committee
2008-Present	Member of the Remuneration and Nomination Committee
2004-Present	Member of Risk Management Committee

- **Position in Other Listed Companies**

2020-Present	Director and Acting President, Jasmine Telecom Systems PCL.
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- **Position in Other Companies (Non-listed Companies)**

December 2020-Present	Director and Member of Executive Committee Triple T Broadband PCL. and Triple T Internet Co.,Ltd.
1984-Present	Director, Jasmine International PCL. Group (20 companies)

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Executives

Mr.Sang Do Lee : Chief of Staff, Office of Chief Executive Officer

Age : 45 years

Registration Date : 24 February 2021

Securities Holding Ratio¹ : JAS 0.003%

Family Relationship with Directors and Executives : -None-

Academic Degree : Bachelor of Computer Science and Industrial Engineering,
Yonsei University, Korea

Training for Director Course : Thai Institute of Directors Association (IOD)
2008 Director Certification Program (DCP)

Work Experience during the Period of 5 Years :

February 2021-Present Chief of Staff, Office of Chief Executive Officer,
Jasmine International PCL.

2020-Present Executive Vice President – Business Partnership & Development,
Office of President, Triple T Broadband PCL.

2012-2020 Chief Executive Officer, Mono Technology PCL.

2012-Present Director, Mono Next PCL.

Mrs. Chuenkamol Treesuttacheep : Chief Financial Officer, Finance and Strategic Department

Age : 50 years

Registration Date : 12 October 2011

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Academic Degree : MBA Finance, National Institute of Development Administration

Training for Director Course : Year 2020 : Continuous Development on Accounting Courses
- TFRS 15 Course CPD Hours for Accountants 7 hours
- TFRS 16 Course CPD Hours for Accountants 7 hours

Work Experience during the Period of 5 Years :

2012-February 2021 Member of Risk Management Committee,
Jasmine International PCL.

2011-Present Chief Financial Officer, Finance and Strategic Department,
Jasmine International PCL.

2005-Present Executive, Jasmine International Group

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mrs. Pindao Rojanakul : Group Accounting Controller, Accounting Department

Age : 58 years

Registration Date : 19 January 2021

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Academic Degree : MBA Finance, Kasetsart University

Work Experience during the Period of 5 Years :

January 2021-Present Group Accounting Controller, Accounting Department, Jasmine International PCL.

2010-Present Executive, Jasmine International Group

Ms. Suchada Sestasittikul : Assistant Vice President, Accounting Department and Chief Accountant, being assigned to be directly responsible for accounting oversight due to her qualifications that meet the criteria for being a bookkeeper as required by the Notification of the Department of Business Development

Age : 48 years

Registration Date : 30 April 2020

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Academic Degree : Bachelor of Accountancy, Bangkok University

Training for Director Course : Year 2020 : Continuous Development on Accounting Courses
- A course titled “Following Disclosure and Being in Readiness for New Criteria for Transfer Price”
CPD Hours for Accountants 7 hours
- A course titled “Bookkeeping Problems and Methods, a Guideline for Realization of Items, in Compliance with TFRS”
CPD Hours for Accountants 7 hours

Work Experience during the Period of 5 Years :

2020-Present Assistant Vice President, Accounting Department, Jasmine International PCL.

2009-2019 Senior Manager, Jasmine International PCL.

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

1.2 Roles and Responsibilities of Corporate Secretary

Please see Section 7, Management Structure, Subsection 7.3

1.3 Directors, Executives, and Authorized Persons of the Subsidiary that Operates the Company's Core Business

(Names of persons approved by the Company's directors to be the directors and the authorized persons in the subsidiary that operates the Company's core business are disclosed in Subsection 1.1)

Triple T Broadband Public Company Limited

Mr. Subhoj Sunyabhisithkul : President and Member of Executive Committee

Mr. Yordchai Asawathongchai : Senior Executive Vice President – Head of Operation Group and Member of Executive Committee

Mr. Sangdo Lee : Executive Vice President – Business Partnership & Development

Mrs. Pindao Rojanakul : Senior Vice President – Head of Accounting and Finance Group

(Please see detailed information of the 3 executives in Subsection 1.1)

Mr. Posit Tantirodjanakitjakkarn : Senior Executive Vice President – Head of Corporate Affairs Group and Member of Executive Committee

Age : 54 years

Academic Degree : Master of Electrical Engineering, the University of Tokyo

Securities Holding Ratio¹ : JAS 0.000%

Family Relationship with Directors and Executives : -None-

Work Experience during the Period of 5 Years :

2007-Present Senior Executive Vice President Triple T Broadband PCL.

1994-Present Executive, Jasmine International Group

Mr. Kittipong Watanakuljaroen : Executive Vice President – Head of Regional Operation Group 1-10 and Executive Vice President Regional Operation 1

Age : 50 years

Academic Degree : Bachelor of Engineering, King Mongkut's Institute of Technology, Lad Krabang

Securities Holding Ratio¹ : JAS 0.002%

Family Relationship with Directors and Executives : -None-

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Work Experience during the Period of 5 Years :

2021-Present	Executive Vice President – Head of Regional Operation Group 1-10 and Executive Vice President – Regional Operation 1
2019-2021	Vice President – Regional Operation 1 and Senior Vice President - Acting Head of Regional Operation Group 1-10, Triple T Broadband PCL.
2019	Vice President – Regional Operation 1, Triple T Broadband PCL.
2009-2019	Vice President – Regional Operation 4, Triple T Broadband PCL.

Mr.Annuay Pongsajaru : Executive Vice President – Head of Information Technology Group

Age : 55 years

Academic Degree : Master of Science Information Technology,
Faculty of Engineering, Kasetsart University

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Work Experience during the Period of 5 Years :

2019-Present	Executive Vice President – Head of Information Technology Group, Triple T Broadband PCL.
2016-2019	President, ACeS Regional Services Co., Ltd.

Ms.Saengdao Dechaduangsakul : Senior Vice President – Head of Supply Chain Group

Age : 57 years

Academic Degree : Master of Managerial Accounting, Chulalongkorn University

Securities Holding Ratio¹ : JAS 0.001%

Family Relationship with Directors and Executives : -None-

Work Experience during the Period of 5 Years :

2019-Present	Senior Vice President – Head of Supply Chain Group, Triple T Broadband PCL.
2014-Present	Vice President, Accounting and Finance Department, Jasmine Telecom Systems PCL.
1992-Present	Executive, Jasmine International Group

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

Mr.Dusit Srisangaoran : Senior Vice President – Head of Technology Group

Age : 41 years

Academic Degree : Master of Management (E-Commerce Management),
College of Management, Mahidol University

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Work Experience during the Period of 5 Years :

January 2021-Present	Senior Vice President – Head of Technology Group, Triple T Broadband PCL.
2019- January 202	Acting Senior Vice President – Head of Technology Group, Triple T Broadband PCL.
2020-Present	Acting Head of Data Center and Cloud Service Business Unit, JasTel Network Co., Ltd.
2018-2019	Vice President, Office of Chief Executive Officer, Jasmine International PCL.
2016-2018	Director, Jasmine Telecom Systems PCL.
2015-2018	President, Jasmine Telecom Systems PCL.

Mr.Parinya Sahaphatsombut : Senior Vice President – Head of Corporate Sales Business Unit

Age : 47 years

Academic Degree : Master of Management (Telecommunications),
Asian Institute of Technology (AIT)

Securities Holding Ratio¹ : -None-

Family Relationship with Directors and Executives : -None-

Work Experience during the Period of 5 Years :

2020-Present	Senior Vice President – Head of Corporate Sales Business Unit Triple T Broadband PCL.
2020	General Manager, Jasmine Internet Co., Ltd.
2018-2020	Director and President, Jasmine Telecom Systems PCL. Director, Cloud Computing Solutions Co.,Ltd.
2008-2020	Assistant Vice President, Jasmine Internet Co.,Ltd.

Remarks:

¹ Shareholding ratio as at 31 December 2020, including the number of shares held by the spouse and minor children

² Person, approved by the Company's directors, to be the director and the authorized person in the subsidiary that operates the Company's core business

³ Authorized signatory director

2. Directors, Executives and Authorized persons of the Company who are also Directors, Executives and Authorized persons of the Subsidiaries and the Associates

Name of Executive	JAS	Subsidiary																	Associate
		TTTB	TTI	INC	3BB TV	JSTC	TLDT	JasTel	Ji-NET	ACU	ARS	SHW	JTS	CCS	PA	CP	JIOC	ACT	
1) Mr.Sudhitham	Chirathivat	C,I																	
2) Dr.Vichit	Yamboonruang	CA,I,CRM																	
3) Dr.Yodhin	Anavil	AC,I,CRN																	
4) Mrs.Chantra	Purnariksha	AC,I,RM																	
5) Mr.Subhoj	Sunyabhisithkul	A,ACEO,P,E	A,P	A	A	A	A	A	A	A	A	A	A	A	A	A	A	A	
6) Mr.Terasak	Jerauswapong	A					A,P	A	A	A	A	A	A	A	A	A	A	A	
7) Mr.Pleumjai	Sinarkorn	A,RN													A,C,CRC	A			
8) Mr.Yordchai	Asawathongchai	A,RM,E	A																
9) Mr.Somboon	Patcharasopak	A,RM,RN,E	A	A	A	A	A	A	A	A	A	A	A	A	A	A	A	A	
10) Mr.Sang Do	Lee	CS																	
11) Mrs.Chuenkamol	Treesuttachleep	CFO																	
12) Mrs.Pindao	Rojanakul	GAC													A	A			

Remarks :
A = Authorized Signatory Director
AC = Member of Audit Committee
ACEO = Acting Chief Executive Officer
C = Chairman of the Board of Directors
CA = Chairman of Audit Committee
CE = Chairman of Executive Committee
CFO = Chief Financial Officer
CRC = Chairman of Remuneration Committee
CRM = Chairman of Risks Management Committee

CRN = Chairman of Remuneration and Nomination Committee
CS = Chief of Staff
D = Director
E = Member of Executive Committee
GAC = Group Accounting Controller
I = Independent Director
P = President
RM = Risks Management Committee
RN = Remuneration and Nomination Committee

3. Penalty record of Directors, Executives and Authorized persons during the past 5 years

2016-2018 None of the Company's directors, executives and authorized persons committed any offence against the Security and Exchange Act, B.E. 2535 or the Derivative Act, B.E. 2546.

2019 A director of the company committed an offense under Section 243(1), in conjunction with Section 244 and Section 243(2) of the Securities and Exchange Act B.E. 2535 (1992) (the "SEC Act"), which was applicable at the time that the offense was committed. Such act of the director also constituted an offense under Section 244/3, whereby the offender shall be subject to the penalty under Section 296, Section 296/1, and Section 296/2 of the SEC Act, which was amended by the SEC Act No. 5 (2016), in conjunction with Section 83 of the Penal Code. The Civil Sanction Committee (CSC) of the Securities and Exchange Commission then imposed a civil

sanction against the offender. As a result, the offender became untrustworthy for holding the position of director of a securities issuing company or a listed company, in accordance with the Notification of the Securities and Exchange Commission KorJor. 3/2560 on Determination of Untrustworthy Characteristics of Company Directors and Executives. The maximum period of sanction is three years, after which the Securities and Exchange Commission will consider when the person may again become a director or executive of a securities issuing company or a listed company.

2020 None of the Company's directors, executives and authorized persons committed any offence against the Security and Exchange Act, B.E. 2535 or the Derivative Act, B.E. 2546.

Directors of the Subsidiaries and Associate Companies

Remarks : A = Authorized Signatory Director

D =Director

P = President

AC = Member of Audit Committee

I = Independent Director

RC = Remuneration Committee

CA = Chairman of Audit Committee

*Resigned on 15 January, 2021; however, since Ms.Saijai Kitsin was an authorized signatory director, the Company is required to organize a shareholders' meeting to amend the directors' authority prior registering her resignation with the Ministry of Commerce.

Information of JAS Head of Internal Audit

Mrs. Nipaporn Rattanaramik

Senior Manager, Office of Internal Audit

Academic Degree/Training

Bachelor of Business Administration (Finance and Banking), Ramkhamhaeng University

- Federation of Accounting Professions under the Royal Patronage of His Majesty the King :
 - IT Audit
 - Risk Assessment for Audit Planning
 - Internal Auditing Certificate Program (IACP)
- The Institute of Internal Auditors of Thailand :
 - Skills for the New Auditor-In-Charge
 - Fraud Audit
- The Stock Exchange of Thailand :
 - Internal Control over Financial Reporting

Work Experience

2017-Present	Senior Manager, Office of Internal Audit, Jasmine International PCL.
2008-2017	Manager, Office of Internal Audit, Jasmine International PCL.
2004-2007	Assistant Manager, Office of Internal Audit, Jasmine International PCL.

Changes in Securities Holding of Directors and Executives

Changes in Securities Holding of Directors and Executives

Name-Surname	Number of Ordinary Shares (Shares)		
	As at 31 Dec. 2019	Change in Number of Shares in 2020 Increase / (Decrease)	As at 31 Dec. 2020
Director			
1. Mr. Sudhitham Chirathivat	1,500,000	-	1,500,000
Spouse and Minor children	-	-	-
2. Dr. Vichit Yamboonruang	60,000	40,000	100,000
Spouse and Minor children	-	-	-
3. Dr. Yodhin Anavil	2,800,000	700,500	3,500,500
4. Mrs. Chantra Purnariksha	-	-	-
Spouse and Minor children	-	-	-
5. Mr. Subhoj Sunyabhisithkul	-	-	-
Spouse and Minor children	-	-	-
6. Mr. Terasak Jerauswapong	5,585,080	-	5,585,080
Spouse and Minor children	-	-	-
7. Mr. Pleumjai Sinarkorn	1,047,058	-	1,047,058
Spouse and Minor children	-	-	-
8. Mr. Yordchai Asawathongchai	-	-	-
Spouse and Minor children	-	-	-
9. Mr. Somboon Patcharasopak *	-	-	20,888,120
Spouse and Minor children	-	-	-
Executive			
1. Mr. Sang Do Lee **	-	-	500
Spouse and Minor children	-	-	302,500
2. Mrs. Chuenkamol Treesuttacheep	-	-	-
Spouse and Minor children	-	-	-
3. Mrs. Pindao Rojanakul	-	-	-
4. Ms. Suchada Sestasittikul	-	-	-
Spouse and Minor children	-	-	-

Remarks : * Being appointed director on 16 December 2020

** Being appointed executive on 24 February 2021

Shareholding in Subsidiaries and Associate Company of the Board of Directors

Shareholding in Subsidiaries and Associate Company of the Board of Directors

Company name	Name of Director	Number of Ordinary Shares as at 31 December 2020
Triple T Broadband PCL.	Mr. Subhoj	1,250
	Mr. Somboon	1,250
In Cloud Co., Ltd.	Mr. Subhoj	1
Jasmine Submarine Telecommunications Co., Ltd.	Mr. Somboon	2
Thai Long Distance Telecommunications Co., Ltd.	Mr. Terasak	1
	Mr. Somboon	2
JasTel Network Co., Ltd.	Mr. Subhoj	1
	Mr. Terasak	3
	Mr. Somboon	1
Acumen Co., Ltd.	Mr. Somboon	1
ACeS Regional Services Co.Ltd.	Mr. Somboon	1
Smart Highway Co., Ltd.	Mr. Subhoj	1
	Mr. Terasak	3
	Mr. Somboon	1
Jasmine Telecom Systems PCL.*	Mr. Subhoj	100
	Mr. Terasak	1,000
	Mr. Pleumjai	50,000
	Mr. Somboon	400
ACeS (Thailand) Co.Ltd.	Mr. Somboon	1
Premium Asset Co., Ltd.	Mr. Terasak	3
T.J.P. Engineering Co., Ltd.	Mr. Subhoj	1
	Mr. Terasak	2
	Mr. Somboon	1
Mobile Communication Services Co., Ltd.	Mr. Subhoj	1
	Mr. Terasak	3
	Mr. Somboon	1
Three BB Co., Ltd.	Mr. Subhoj	1
	Mr. Terasak	2
	Mr. Somboon	1

Remarks : *Shareholding as at 22 January 2021

Remuneration and Nomination Committee's Report



Appointed by the Board of Directors (the “BOD”), the Remuneration and Nomination Committee is responsible for the recruitment, the selection and the nomination of the persons, possessing the qualifications suitable for being Directors, Subcommittee members, Chief Executive Officer (the “CEO”) and Director and President of the Company in addition to proposing, for the BOD’s consideration, the policy on the benefits as well as the guidelines on the payment of remuneration, gratuities and other benefits for the BOD, the Subcommittees and the CEO of the Company that are prudently prepared by taking into account the suitability between the proposed amount and the duties and responsibilities of the Director, the Company’s operating results and current market conditions.

The Remuneration and Nomination Committee is chaired by Dr. Yodhin Anavil, Independent Director, with Mr. Pleumjai Sinarkorn, Director, and Mr. Somboon Patcharasopak as its members.

In 2020, the Remuneration and Nomination Committee arranged the meetings to consider the issues that were within the scope of their duties and responsibilities, as summarized below:-

- **The consideration on the remuneration, gratuities and other benefits for the BOD and the Subcommittees of the Company**

The Remuneration and Nomination Committee considered the remuneration, gratuities and other benefits for the BOD and the Subcommittees of the Company to be in accordance with the Company’s operating results, duties and responsibilities of each committee in such an appropriate rate that was comparable to the market rate and the companies of the same industry and in an amount that was much enough to create incentives to retain the qualified directors with the Company.

- **The consideration on the remuneration and the annual bonus for the Acting CEO**

The Remuneration and Nomination Committee considered the remuneration and the annual bonus of the Acting CEO to be at a proper rate, in accordance with the Company’s operating results and comparable to the rates of the companies of the same industry.

- **The recruitment, selection and nomination of persons to replace the Directors who resigned and were due to retire from office by rotation and the nomination of the persons to replace the Audit Committee whose tenure had ended**

The Remuneration and Nomination Committee recruited, selected and nominated persons to replace the Directors who resigned and were due to retire from office by rotation and also considered nominating persons to be appointed Audit Committee in place of the ones whose tenure had ended for the BOD’s approval (for the nomination of the Directors, the names of the BOD’s selected persons were further proposed to the shareholders’ meeting for final approval).

- **The Remuneration and Nomination Committee’s self assessment**

The Remuneration and Nomination Committee reviewed and evaluated their own previous year’s performances. The self assessment results were reported excellent; thus, reflecting that the Committee performed their duties completely well with appropriateness and adequate efficiency, in accordance with the situations and business operation of the Company.

The Remuneration and Nomination Committee accordingly reported its meeting resolutions to the BOD on a regular basis. In 2020, the Committee had worked with full efforts, prudence, transparency and independence to accomplish the tasks as assigned by the BOD for the optimum benefit of the Company and the shareholders and also to be in line with the Good Corporate Governance as required by the Stock Exchange of Thailand.

(Dr. Yodhin Anavil)
Chairman of Remuneration and Nomination Committee

Risk Management Committee's Report

The Risk Management Committee of Jasmine International Group places a high value on sustainable risk management that covers all core businesses of the Group so as to enable the Company's business groups to achieve the established goals. Risk management framework is set to be reviewed appropriately to fit with the changing environment in each period in order to properly lower the impacts on both the business and the organization. In 2020, the Risk Management Committee arranged a total of four meetings; the tasks carried out by the Committee can be summarized as follows:

- 1) Risk assessment: The Risk Management Committee assessed five areas of risk, namely revenue, finance, human resources, market & competition, and operation & maintenance, by establishing the risk management plan and the guideline to properly curb such risks to be at an acceptable level or reduce chances of future risks without affecting the business operation. Such risk management must stay in sync with the strategic plans and the changing circumstances.
- 2) Risk management: The Risk Management Committee, consisting of the Company's executives who represented all business groups of Jasmine International Group, implemented risk management under the established risk management framework and policy. The Committee drew up the control measures or the risk mitigation measures to minimize the potential loss to an acceptable level or reduce chances of future risks. Risk management results were reported for proper monitoring and followed up; hence ensuring the Company's systematic and efficient risk management.
- 3) Risk management monitoring and supervision: The Risk Management Committee quarterly held the meeting in order to administer and manage the risk management plan under the yearly-determined risk management policy and framework to make certain that the risk management was carried out in line with the risk control guideline and strategy of the Group. The Risk Management Committee's report was prepared and submitted to the Board of Directors every quarter for acknowledgement and recommendations.
- 4) Building of risk management awareness and understanding among employees: The Risk Management Committee encouraged the Company's employees at all levels organization-wide to continually take part in risk management. Therefore, each department was assigned to conduct risk assessment and draw up its own risk management guideline which would further be defined as corporate risks and developed into preventive and internal control measures. This cooperative approach is beneficial to the Company, employees and management that will further lead to operational efficiency and effectiveness.

Considering from the above activities, the Risk Management Committee is of the opinion that the Company has in place the risk management system that could adequately monitor the key risks of the Group and was appropriate for business operation. Risk management was implemented continuously and in alignment with the changing circumstances. The Committee regularly held meetings on a quarterly basis, thus resulting in effective risk management and efficient control of the key risks to be at an acceptable level that will further enhance the Company's achievement of the established operational plans and goals.



(Mr. Somboon Patcharasopak)
Chairman of the Risk Management Committee

Audit Committee's Report

The Audit Committee of Jasmine International Public Company Limited (the “Company”), appointed by the resolution of the Board of Directors, comprises 3 independent directors who are expert and well equipped with knowledge and experiences in management, namely :-

1. Dr.Vichit Yambunruang Chairman of the Audit Committee;
2. Dr.Yodhin Anavil Audit Committee Member;
3. Mrs.Chantra Purnariksha Audit Committee Member.

The Audit Committee carries out its duties with independence in accordance with the scope of authority and responsibilities approved by the Board of Directors and as required by the Audit Committee Charter, in line with the regulations stipulated by the Office of the Securities and Exchange Commission (the “SEC”) in verifying the Company’s administration, good corporate governance practice, risk management, internal control, internal auditing, financial reporting and so on to be in compliance with the applicable laws and relevant rules and regulations. In addition, the Committee also supports and encourages compliance with anti-corruption guideline to enhance transparency within the organization.

In 2020, the Company organized 4 Audit Committee meetings; each of which was attended by all the Audit Committee, the Company’s executives, internal as well as external auditors and other persons concerned. The results of the meetings were regularly reported to the Board of Directors for acknowledgement. The tasks accomplished by the Audit Committee in 2020 are herein summarized below:-

Verification of Financial Reports

The Audit Committee together with the external auditors and the executives of the Accounting and Finance Department, verified material information as disclosed in the quarterly and the annual separated and consolidated financial statements for the fiscal year 2020 on the completeness and the accuracy of the financial statements, significant adjustment of accounting items that might affect the financial statements, including the adequacy of information disclosed in the financial statements. The Audit Committee is of the opinion that the Company appropriately and correctly disclosed its financial information in conformity with the generally accepted accounting financial reporting principles.

Verification of Connected Transactions, Related Party Transactions or Transactions that might Cause Conflicts of Interest

The Audit Committee verified connected transactions, related party transactions or transactions that might cause conflicts of interest. They also oversaw the disclosure of these transactions to be in compliance with the regulations stipulated by the Stock Exchange of Thailand (the “SET”) and the SEC. According to the auditors, Jasmine International Public Company Group (“JAS Group”) had significant business transactions with both related persons and parties; these transactions were conducted in accordance with commercial basis and conditions agreed upon among them, which were of normal business practice. The Audit Committee is aligned in opinion with the auditors and additionally opines that such transactions were reasonable, being conducted for the optimum benefit of the Company and completely disclosed with accuracy.

Verification of Internal Control System and Internal Audit

The Audit Committee verified the effectiveness and the adequacy of the Company's internal control system, principally taking into consideration, the Company's internal auditing results, notes of the auditors and the results obtained from the Company's internal control system self assessment form, prepared based on the "Internal Control Sufficiency Evaluation Form" of the SEC. In addition, the Audit Committee also continually monitored and verified the management's work to be in compliance with the internal audit recommendations to prevent repetition of errors. The Audit Committee is of the opinion that the internal control system of the Company was effective as no significant errors were found.

Verification of Risk management

The Audit Committee verified the efficiency and the appropriateness of the Company's risk management processes. The task of managing corporate risks, starting from drawing up the risk management policy and measures all the way through to monitoring and following up on the risk management was supervised by the Risk Management Committee who, on a quarterly basis, reported the results of its work to the Board of Directors for acknowledgement. Thus, the Audit Committee is of the opinion that the existing risks of the Company was mitigated to be at the acceptable level and that the Company's risk management is adequate and appropriate for the Company's businesses.

Verification of Compliance with Applicable Laws, Relevant Rules and Regulations

The Audit Committee verified the Company's operation to be in compliance with the Securities and Exchange Act, the rules and the regulations stipulated by the SEC and relevant laws. The Committee was properly acknowledged of changes in such laws, rules and regulations that might affect the Company's business operation. The Audit Committee is of the opinion that the Company strictly complied with good corporate governance, the rules and the regulations stipulated by the SEC and the SET and all the relevant laws.

Nomination of the Company's External Auditors to Propose for Appointment and Consideration on the Audit Fee thereof for the Year 2021

The Audit Committee considered selecting and nominating external auditors for the Company by chiefly taking into account audit knowledge, expertise, experiences, creditability, independence and work quality alongside the appropriateness of the audit fee. For the year 2021, the Audit Committee deemed it appropriate to propose to the Board of Directors 'meeting to consider and approve nominating the auditors from EY Office Limited for the shareholders' meeting's approval as the Company's external auditors.

Audit Committee's Self Assessment

To comply with the CG Code, stipulated by the SET, regarding the composition and the qualifications of the Audit Committee and the execution of the tasks of the Audit Committee as assigned by the Board of Directors, the Audit Committee evaluated their performances, both as a party and as an individual committee. The self assessment results for the year 2020 of the Audit Committee were reported as excellent and efficient; besides, all the work targets were also achieved as planned. The Audit Committee quarterly reported the performances to the Board of Directors and equitably provided opinions and recommendations for the benefits of all the stakeholders.



(Dr.Vichit Yamboonruang)
Chairman of Audit Committee

Report on the Responsibilities of the Board of Directors for Financial Reports

The Board of Directors of Jasmine International Public Company Limited (the “Company”) is responsible for overseeing the financial reports of the Company and its subsidiaries, including other pieces of financial information as disclosed in this Annual Report to be prepared in accordance with the generally accepted accounting principles in Thailand and to be thoroughly audited by the Company’s auditor, employing appropriate accounting policy that the Company practices consistently; the material information herein is also supervised to be sufficiently disclosed with discretion and the best estimates in Notes to the Financial Statements, for the benefits of shareholders and investors in general.

The Board of Directors has established and accordingly developed Good Corporate Governance, Code of Ethics, and Anti-corruption policy for the Company and has also maintained the proper, efficient and effective risk management and internal control system to ensure that the Company’s accounting record is adequately accurate and complete for its maintaining of assets. The assets usage control is truly for the Company’s benefit. In addition, the Board of Directors also places importance on the segregation of duties to prevent frauds and significant irregularities.

The Board of Directors has appointed the Company’s Audit Committee, comprising independent directors who possess the qualifications in accordance with the regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission to be responsible for the quality of the Company’s financial reports, overseeing the reliability and the correctness of the financial reports as well as the efficiency of both the internal control system and the internal audit of the Company. Opinions provided by the Audit Committee on these issues are set forth in the Audit Committee Report in this Annual Report.

The consolidated financial statements of the Company and its subsidiaries have been audited by EY Office Limited, the Company’s auditor. The Board of Directors has supported the audit work by providing the Company’s auditor with the information and the documents as per requests in order to facilitate the Company’s auditor in carrying out the audit task and providing the auditor’s opinions to be in congruent with the accounting principles, as set forth in the Auditor’s Report in this Annual Report.

The Board of Directors is of the opinion that the internal control system and the internal audit of the Company are overall good enough to assure the reliability of the financial reports of the Company and its subsidiaries for the year ended 31 December 2020, in line with generally accepted accounting principles, the applicable laws and the regulations of the relevant regulators.



(Mr. Subhoj Sunyabhisithkul)
Acting Chief Executive Officer

Independent Auditor's Report

To the Shareholders of Jasmine International Public Company Limited

Qualified Opinion on the Consolidated Financial Statements

I have audited the accompanying consolidated financial statements of Jasmine International Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2020, the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Jasmine International Public Company Limited for the same period.

In my opinion, except for the possible effects on the matters described in the *Basis for Qualified Opinion on the Consolidated Financial Statements* section of my report, the financial statements referred to above present fairly, in all material respects, the financial position of Jasmine International Public Company Limited and its subsidiaries and of Jasmine International Public Company Limited as at 31 December 2020, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Qualified Opinion on the Consolidated Financial Statements

As described in Note 10 to the consolidated financial statements, a concession provider ceased making payment of outstanding service charges totaling Baht 2,518 million under the co-investor agreement between a subsidiary and the concession provider since the concession provider is disputing the method of calculating the rate of revenue sharing rate with the subsidiary. The subsidiary submitted the dispute to the Arbitration Institute, Office of Dispute Resolution, the Judiciary. Subsequently on 19 August 2016, the concession provider submitted a dispute proposal to the Arbitration Institute asking the subsidiary to return excess revenue sharing received based on the co-investor agreement and to pay opportunity costs, together amounting to Baht 9,931 million. However, in May 2019, the subsidiary received the Arbitration Award from the Arbitration Institute, which ordered the concession provider to make full payment of debt amounting to Baht 2,518 million, plus interest at a rate of 7.5 percent per annum until the date the dispute was submitted, totaling Baht 3,395 million, plus interest at a rate of 7.5 percent per annum until full payment is made. The award also ordered the subsidiary to pay damages amounting to Baht 16 million to the concession provider together with interest at the rate of 7.5 percent per annum until full payment is made. The concession provider does not agree with the award and filed a petition to revoke the Arbitration Award with the Central Administrative Court. The subsidiary therefore considers no transactions, including provision for costs and damages, related to the Arbitration Award should be recorded in the accounts.

Furthermore, on 26 August 2016, the concession provider submitted a dispute proposal to the Arbitration Institute, asking the subsidiary and another subsidiary to jointly or separately pay costs, damages including interest, and business opportunity costs, totaling Baht 258 million. Subsequently, in November 2019, the two subsidiaries received the Arbitration Award from the Arbitration Institute, which ordered the two subsidiaries to pay costs and damages together with interest calculated until the date of the Arbitration Award, totaling Baht 25 million,

to the concession provider by settlement with outstanding receivable between the concession provider and the subsidiary together with interest calculated until the date of the Arbitration Award, totaling Baht 25 million. The subsidiary recorded all costs and damages in accordance with the Arbitration Award in its financial statements. However, the concession provider does not agree with the award and filed a petition to revoke the Arbitration Award with the Central Administrative Court.

The ultimate outcome of the two disputes cannot be determined at this time and may have a significant impact on the balance of trade receivables as at 31 December 2020, amounting to Baht 2,518 million (2019: Baht 2,518 million), as well as costs and damages which may result from the above events, in the consolidated financial statements, and may have a significant impact on the value of investment in the subsidiary as at 31 December 2020, amounting to Baht 1,946 million (2019: Baht 1,946 million), in the separate financial statements. I was unable to audit to satisfy myself as to the balances of such trade receivable, investment in the subsidiary, and damages that may be incurred as a result of the above events. This constitutes a limitation imposed by circumstance.

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report. I am independent of the Group in accordance with the Code of Ethics for Professional Accountants as issued by the Federation of Accounting Professions as relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my qualified opinion on the consolidated financial statements.

Emphasis of Matters

I draw attention to the following matters:

1. The litigation between a subsidiary and two government agencies, calling for the subsidiary to pay penalties totaling Baht 195 million for its failure to deliver tablets in accordance with agreements, as described in Note 35.6 to the consolidated financial statements. In 2018, the Central Administrative Court issued a judgement ordering the subsidiary to pay penalties totaling Baht 10 million. The provision already recorded for potential penalties and damages was sufficient to cover the judgement of the Central Administrative Court. However, the subsidiary and the two government agencies filed appeals to the Supreme Administrative Court. At present, the cases are under consideration by the Supreme Administrative Court.
2. An uncertainty regarding the settlement of outstanding balances of Baht 877 million, as described in Note 11 to the consolidated financial statements, and the court proceedings and various disputes, as described in Note 35.7 to the consolidated financial statements between subsidiaries and an unrelated company.

My opinion is not modified in respect of these above matters.

Key Audit Matter

Key audit matter is that matter that, in my professional judgement, was of most significance in my audit of the financial statements of the current period. This matter was addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on this matter.

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to this matter. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matter below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

In addition to the matters described in the *Basis for Qualified Opinion on the Consolidated Financial Statements* section, key audit matter and how audit procedures respond to the matter are described below.

Revenue recognition

Revenue of the Group presented in the 2020 consolidated financial statements, was primarily revenue from the internet services, amounting to Baht 17,135 million. For audit proposes, I paid attention to recognition of revenue of internet services because the amount is significant and directly affects the Group's operating results. In addition, given the competitive environment in the telecommunications industry, marketing and pricing strategies are adjusted regularly, which may affect the Group's recognition of revenue in particular the recognition period.

I have examined the revenue recognition of the Group by assessing and testing IT systems and internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls and with special consideration given to expanding the scope of the testing of the internal controls which respond to the above revenue recognition. Applying a sampling method to the examination of invoices and collections from customers to check the recognition, as well as credit notes issued after the period-end, performing analytical procedures on revenue data to detect possible irregularities in transactions throughout the period, particularly for accounting entries made through journal vouchers, and testing the calculation of advances received for provision of services.

Right-of-use assets and equipment for telecommunications business

The net book values of the Group's telecommunications right-of-use assets and equipment as at 31 December 2020 amounted to Baht 82,915 million (83 percent of total assets), as discussed in Note 15 and 21 to the consolidated financial statements. I therefore focused on auditing the values of such assets because the Group's management is required to exercise significant judgement with respect to useful lives and residual values, as well as their projections of future operating performance and assessment of future plans, in order to consider to what extent there are indications of impairment or impairment of these assets.

I assessed the judgement exercised by the Group's management with respect to the matters described above, by gaining an understanding of management's decision-making process and evaluating whether the decisions were consistent with how assets are utilised, taking into account whether management had considered information from both external and internal sources and future operating performance throughout the useful lives of the telecommunications right-of-use assets and equipment, in determining that no impairment losses should be recorded. I examined the related documentation, reviewed and compared the approaches and significant assumptions applied in preparing future plans and discounting to present values against available sources of information, and assessed the useful lives and residual values. In addition, I reviewed the disclosure of information relating to these matters in the financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine that a matter that was of most significance in the audit of the financial statements of the current period and is therefore the key audit matter. I describe this matter in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.



Vatcharin Pasarapongkul

Certified Public Accountant (Thailand) No. 6660

EY Office Limited

Bangkok: 1 March 2021

Consolidated financial statements

Jasmine International Public Company Limited and its subsidiaries Statement of financial position

As at 31 December 2020

(Unit : Baht)

Note	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Assets				
Current assets				
Cash and cash equivalents	8	1,126,969,783	23,007,571,545	272,802,738
Current investments		-	1,011,214,270	-
Restricted bank deposits redeemable within one year	9	16,670,614	16,168,396	-
Trade and other receivables	10	3,199,360,185	3,166,843,944	424,700,138
Short-term loans to subsidiaries	7	-	-	7,803,242,315
Dividend receivable from subsidiaries	7	-	-	197,595,301
Account receivable - Revenue Department		259,024,198	158,980,410	13,406,583
Undue input tax		312,678,630	403,825,121	765,014
Prepaid project cost		4,969,156	761,401	-
Prepaid expenses		319,140,076	166,792,707	5,940,722
Other current assets		21,281,942	16,982,604	33,026
Total current assets		5,260,094,584	27,949,140,398	8,718,485,837
Non-current assets				
Restricted bank deposits	19, 30	245,462,760	411,602,157	24,333,899
Investments in subsidiaries	12	-	-	3,051,576,769
Investments in associates	13	3,668,952,784	3,997,794,483	14,586,303,966
Investment properties	14	303,197,250	462,202,217	-
Property, plant and equipment	15	33,205,165,601	35,301,968,524	4,056,505
Right-of-use assets	4, 21.1	55,693,798,952	-	108,569,335
Deferred tax assets	28	107,541,624	145,516,062	5,728,774
Withholding tax deducted at source		410,474,425	475,274,362	96,037,725
Advance rental payment	4, 7, 30	-	816,510,000	-
Other non-current assets		852,717,878	313,670,105	22,715,945
Total non-current assets		94,487,311,274	41,924,537,910	17,899,322,918
Total assets		99,747,405,858	69,873,678,308	26,617,808,755
				37,872,989,114

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

Jasmine International Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2020

(Unit : Baht)

	Note	Consolidated financial statements		Separate financial statements		
		2020	2019	2020	2019	
Liabilities and shareholders' equity						
Current liabilities						
Short-term loans from banks	16	1,768,474,175	1,604,134,787	-	-	
Trade and other payables	17	3,273,888,833	2,516,193,500	122,203,453	92,550,309	
Short-term loans	18	300,000,000	-	5,449,500,000	5,150,309,185	
Current portion of long-term liabilities						
Long-term loans from banks	19	3,317,875,162	840,663,356	3,317,875,162	734,943,618	
Accounts payable from compromise agreements	20	363,853,118	16,342,472	363,853,118	16,342,472	
Lease liabilities	21.2	4,201,331,973	337,871,594	1,404,815	579,949	
Accounts payable for equipment	22	733,273,286	1,625,867,280	359,196,716	1,088,221,694	
Provision for rental assurance	7, 30	3,099,164,278	3,084,890,580	-	-	
Withholding tax payable		219,149,552	397,690,293	164,300,673	306,901,103	
Income tax payable		47,490,442	5,809,062,410	-	-	
Undue output tax		336,546,360	384,288,604	10,763,358	1,922,525	
Advances received from customers		681,250,717	583,360,484	-	-	
Other current liabilities		23,579,144	139,617,521	-	116,679,776	
Total current liabilities		18,365,877,040	17,339,982,881	9,789,097,295	7,508,450,631	
Non-current liabilities						
Long-term liabilities - net of current portion						
Long-term loans from banks	19	-	2,780,347,668	-	2,780,347,668	
Accounts payable from compromise agreements	20	1,177,254,949	1,318,467,349	1,177,254,949	1,318,467,349	
Lease liabilities	21.2	52,251,216,097	636,567,142	1,515,331	1,643,189	
Accounts payable for equipment	22	-	435,131,642	-	59,513,283	
Provision for rental assurance	7, 30	20,555,405,680	23,277,154,391	-	-	
Provision for long-term employee benefits	23	827,742,146	828,327,124	46,086,388	67,046,735	
Provision for entry fee for laying the optical fiber cables	30	791,898,342	791,976,442	-	-	
Provision for expenses and rental fee relating to subduct for optic fiber cables relocation	30	347,404,462	347,404,462	-	-	
Provision for reversal of judgement by the Supreme Court	20	-	399,236,246	-	399,236,246	
Deposits received from customers		427,087,510	486,405,441	9,066,517	10,119,390	
Other non-current liabilities		47,473,511	48,513,602	21,648,537	22,678,523	
Total non-current liabilities		76,425,482,697	31,349,531,509	1,255,571,722	4,659,052,383	
Total liabilities		94,791,359,737	48,689,514,390	11,044,669,017	12,167,503,014	

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

Jasmine International Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2020

(Unit : Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
Shareholders' equity					
Share capital					
Registered					
9,708,895,696 ordinary shares (2019: 9,555,371,066 ordinary shares) of Baht 0.5 each		4,854,447,848	4,777,685,533	4,854,447,848	4,777,685,533
Issued and fully paid-up					
8,592,816,071 ordinary shares (2019: 8,165,349,803 ordinary shares) of Baht 0.5 each	24	4,296,408,036	4,082,674,902	4,296,408,036	4,082,674,902
Share subscription received in advance	24	-	162,288,343	-	162,288,343
Premium on ordinary shares		9,028,738,160	7,760,639,643	9,028,738,160	7,760,639,643
Retained earnings					
Appropriated					
Statutory reserve - the Company	25	485,444,785	477,768,553	485,444,785	477,768,553
- subsidiaries	25	1,105,204,944	1,090,819,656	-	-
Unappropriated (deficit)		(11,259,362,834)	6,319,753,231	1,536,597,853	12,996,163,755
Other components of shareholders' equity		258,179,963	258,179,963	225,950,904	225,950,904
Equity attributable to owners of the Company		3,914,613,054	20,152,124,291	15,573,139,738	25,705,486,100
Non-controlling interests of the subsidiaries		1,041,433,067	1,032,039,627	-	-
Total shareholders' equity		4,956,046,121	21,184,163,918	15,573,139,738	25,705,486,100
Total liabilities and shareholders' equity		99,747,405,858	69,873,678,308	26,617,808,755	37,872,989,114

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

Jasmine International Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2020

(Unit : Baht)

	Note	Consolidated financial statements		Separate financial statements		
		2020	2019	2020	2019	
Profit or loss:						
Revenues						
Sales and service income		18,662,018,934	18,174,903,185	-	9,496,029,939	
Other income						
Gain on sales of assets to the fund	7, 30	-	13,974,505,126	-	-	
Management fee income	7	-	-	570,297,648	556,499,472	
Management and maintenance income of the OFCs	7, 30	389,623,925	263,510,777	-	-	
Dividend income from subsidiaries	12	-	-	1,520,144,123	14,777,114,042	
Dividend income from associates	13	-	-	1,428,800,000	1,028,924,500	
Gains on sales of investments in associates	13	-	1,731,722,520	-	47,089,971	
Gains on exchange		-	531,634,959	-	37,326,538	
Others		153,110,065	130,918,563	14,641,967	94,566,673	
Total other income		542,733,990	16,632,291,945	3,533,883,738	16,541,521,196	
Total revenues		19,204,752,924	34,807,195,130	3,533,883,738	26,037,551,135	
Expenses						
Cost of sales and services		13,436,351,115	12,067,413,261	-	8,881,143,945	
Selling and servicing expenses		1,300,774,895	1,296,339,099	-	-	
Administrative expenses	23	3,983,485,317	3,755,917,973	177,049,022	202,909,579	
Loss on litigation from reversal of judgement by the Supreme Court	20	10,012,222	830,647,933	10,012,222	830,647,933	
Expected credit losses	10	299,791,522	246,588,862	-	-	
Losses on exchange		83,105,112	-	60,785,031	-	
Total expenses		19,113,520,183	18,196,907,128	247,846,275	9,914,701,457	
Operating profit		91,232,741	16,610,288,002	3,286,037,463	16,122,849,678	
Share of profit from investments in associates	13	1,100,058,301	771,674,201	-	-	
Finance income		32,198,593	31,856,094	125,867,290	91,400,528	
Finance cost	26	(4,156,214,167)	(1,128,234,059)	(384,976,212)	(823,413,998)	
Profit (loss) before income tax		(2,932,724,532)	16,285,584,238	3,026,928,541	15,390,836,208	
Income tax	28	(181,201,843)	(9,012,867,208)	(60,244,178)	-	
Profit (loss) for the year		(3,113,926,375)	7,272,717,030	2,966,684,363	15,390,836,208	

Other comprehensive income:

Other comprehensive income not to be reclassified to profit or loss in subsequent periods

Actuarial gains (losses)	23	6,651,032	(147,018,363)	21,716,709	(9,117,185)
Other comprehensive income for the year		6,651,032	(147,018,363)	21,716,709	(9,117,185)
Total comprehensive income for the year		(3,107,275,343)	7,125,698,667	2,988,401,072	15,381,719,023

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

Jasmine International Public Company Limited and its subsidiaries
Statement of comprehensive income (continued)

For the year ended 31 December 2020

(Unit : Baht)

Note	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Profit (loss) attributable to:				
Equity holders of the Company	(3,125,749,550)	7,264,608,490	2,966,684,363	15,390,836,208
Non-controlling interests of the subsidiaries	11,823,175	8,108,540		
	(3,113,926,375)	7,272,717,030		
Total comprehensive income attributable to:				
Equity holders of the Company	(3,116,763,803)	7,118,702,568	2,988,401,072	15,381,719,023
Non-controlling interests of the subsidiaries	9,488,460	6,996,099		
	(3,107,275,343)	7,125,698,667		
Earnings (loss) per share				
Basic earnings (loss) per share				
Profit (loss) attributable to equity holders of the Company	(0.37)	0.90	0.35	1.90
Diluted earnings (loss) per share				
Profit (loss) attributable to equity holders of the Company	(0.37)	0.83	0.35	1.77

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

Jasmine International Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2020

(Unit : Baht)

Note	Consolidated financial statements												Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity		
	Equity attributable to owners of the Company															
	Issued and fully paid-up share capital	Share subscription received in advance	Premium on ordinary shares	Retained earnings		Premium on ordinary shares from expired warrants	Premium on capital reduction	Capital surplus from share premium of subsidiary	Deficit from changes in shareholding in subsidiaries	Total other components of shareholders' equity						
Balance as at 1 January 2019	3,992,484,960	564,336,427	7,191,018,555	1,101,197,783	4,396,887,990	25,169,527	200,781,377	49,665,575	(17,436,516)	258,179,963	17,504,105,678	1,045,820,306	18,549,925,984			
Profit for the year	-	-	-	-	7,264,608,490	-	-	-	-	-	7,264,608,490	8,108,540	7,272,717,030			
Other comprehensive income for the year	-	-	-	-	(145,905,922)	-	-	-	-	-	(145,905,922)	(1,112,441)	(147,018,363)			
Total comprehensive income for the year	-	-	-	-	7,118,702,568	-	-	-	-	-	7,118,702,568	6,996,099	7,125,698,667			
Dividend paid to the Company's shareholders	34	-	-	-	(4,728,446,901)	-	-	-	-	-	(4,728,446,901)	-	(4,728,446,901)			
Increase in share capital	24	90,189,942	(564,336,427)	569,621,088	-	-	-	-	-	-	95,474,603	-	95,474,603			
Share subscription received in advance	24	-	162,288,343	-	-	-	-	-	-	-	162,288,343	-	162,288,343			
Dividend paid to non-controlling interests of the subsidiaries		-	-	-	-	-	-	-	-	-	-	(20,776,778)	(20,776,778)			
Transfer to statutory reserve	25	-	-	-	467,390,426	(467,390,426)	-	-	-	-	-	-	-	-		
Balance as at 31 December 2019	4,082,674,902	162,288,343	7,760,639,643	1,568,588,209	6,319,753,231	25,169,527	200,781,377	49,665,575	(17,436,516)	258,179,963	20,152,124,291	1,032,039,627	21,184,163,918			
Balance as at 1 January 2020	4,082,674,902	162,288,343	7,760,639,643	1,568,588,209	6,319,753,231	25,169,527	200,781,377	49,665,575	(17,436,516)	258,179,963	20,152,124,291	1,032,039,627	21,184,163,918			
Loss for the year	-	-	-	-	(3,125,749,550)	-	-	-	-	-	(3,125,749,550)	11,823,175	(3,113,926,375)			
Other comprehensive income for the year	-	-	-	-	8,985,747	-	-	-	-	-	8,985,747	(2,334,715)	6,651,032			
Total comprehensive income for the year	-	-	-	-	(3,116,763,803)	-	-	-	-	-	(3,116,763,803)	9,488,460	(3,107,275,343)			
Dividend paid to the Company's shareholders	34	-	-	-	(14,440,290,742)	-	-	-	-	-	(14,440,290,742)	-	(14,440,290,742)			
Increase in share capital	24	213,733,134	(162,288,343)	1,268,098,517	-	-	-	-	-	-	-	1,319,543,308	-	1,319,543,308		
Dividend paid to non-controlling interests of the subsidiaries		-	-	-	-	-	-	-	-	-	-	(95,020)	(95,020)			
Transfer to statutory reserve	25	-	-	-	22,061,520	(22,061,520)	-	-	-	-	-	-	-	-		
Balance as at 31 December 2020	4,296,408,036	-	9,028,738,160	1,590,649,729	(11,259,362,834)	25,169,527	200,781,377	49,665,575	(17,436,516)	258,179,963	3,914,613,054	1,041,433,067	4,956,046,121			

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

Jasmine International Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2020

(Unit : Baht)

Note	Separate financial statements								
	Issued and fully paid-up share capital	Share subscription received in advance	Premium on ordinary shares	Retained earnings		Other components of shareholders' equity			Total shareholders' equity
				Appropriated - statutory reserve	Unappropriated	Premium on ordinary shares from expired warrants	Premium on capital reduction	Total other components of shareholders' equity	
Balance as at 1 January 2019	3,992,484,960	564,336,427	7,191,018,555	477,768,553	2,342,891,633	25,169,527	200,781,377	225,950,904	14,794,451,032
Profit for the year	-	-	-	-	-	15,390,836,208	-	-	- 15,390,836,208
Other comprehensive income for the year	-	-	-	-	-	(9,117,185)	-	-	- (9,117,185)
Total comprehensive income for the year	-	-	-	-	-	15,381,719,023	-	-	- 15,381,719,023
Dividend paid to the Company's shareholders	34	-	-	-	-	(4,728,446,901)	-	-	- (4,728,446,901)
Increase in share capital	24	90,189,942	(564,336,427)	569,621,088	-	-	-	-	- 95,474,603
Share subscription received in advance	24	-	162,288,343	-	-	-	-	-	- 162,288,343
Balance as at 31 December 2019	4,082,674,902	162,288,343	7,760,639,643	477,768,553	12,996,163,755	25,169,527	200,781,377	225,950,904	25,705,486,100
Balance as at 1 January 2020	4,082,674,902	162,288,343	7,760,639,643	477,768,553	12,996,163,755	25,169,527	200,781,377	225,950,904	25,705,486,100
Profit for the year	-	-	-	-	-	2,966,684,363	-	-	- 2,966,684,363
Other comprehensive income for the year	-	-	-	-	-	21,716,709	-	-	- 21,716,709
Total comprehensive income for the year	-	-	-	-	-	2,988,401,072	-	-	- 2,988,401,072
Dividend paid to the Company's shareholders	34	-	-	-	-	(14,440,290,742)	-	-	- (14,440,290,742)
Increase in share capital	24	213,733,134	(162,288,343)	1,268,098,517	-	-	-	-	- 1,319,543,308
Transfer to statutory reserve	25	-	-	-	7,676,232	(7,676,232)	-	-	-
Balance as at 31 December 2020	4,296,408,036	-	9,028,738,160	485,444,785	1,536,597,853	25,169,527	200,781,377	225,950,904	15,573,139,738

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

Jasmine International Public Company Limited and its subsidiaries

Statement of cash flows

For the year ended 31 December 2020

(Unit : Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Cash flows from operating activities				
Profit (loss) before income tax	(2,932,724,532)	16,285,584,238	3,026,928,541	15,390,836,208
Adjustments to reconcile profit (loss) before income tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	10,658,028,825	5,127,800,663	17,073,204	16,002,713
Amortisation on cost to obtain contracts	97,809,818	85,552,484	-	-
Expected credit losses	299,791,522	246,588,862	-	-
Gain on sales of assets to the fund	-	(13,974,505,126)	-	-
Compensation from litigation and compromise agreement	10,012,222	830,647,933	10,012,222	830,647,933
Gains on sales of equipment with installation	-	-	-	(614,885,994)
Losses (gains) on sales of equipment	217,177,190	(10,228,020)	(29,360)	-
Dividend income from subsidiaries (Note 12)	-	-	(1,520,144,123)	(14,777,114,042)
Dividend income from associates (Note 13)	-	-	(1,428,800,000)	(1,028,924,500)
Share of profit from investments in associates	(1,100,058,301)	(771,674,201)	-	-
Losses (gains) on sales of investments in associates	-	(1,731,722,520)	100,000	(47,089,971)
Unrealised losses (gains) on exchange	25,283,263	(346,641,962)	47,164,630	(11,334,095)
Realised losses (gains) on exchange	57,821,849	(165,148,065)	13,620,401	(25,992,443)
Provision for long-term employee benefits	57,835,473	217,295,510	4,495,473	17,444,828
Finance income	(32,198,593)	(31,856,094)	(125,867,290)	(91,400,528)
Finance cost	4,156,214,167	1,128,234,059	384,976,212	823,413,998
Profit from operating activities before changes in operating assets and liabilities	11,514,992,903	6,889,927,761	429,529,910	481,604,107
Operating assets decrease (increase)				
Trade and other receivables	(387,514,952)	(260,275,142)	(134,174,629)	812,203,366
Unbilled receivables	-	(4,346,913)	-	-
Account receivable - Revenue Department	(100,043,788)	865,793,463	(13,406,583)	(22,118,854)
Inventories	18,517,427	4,604,132	-	-
Prepaid project cost	(4,207,755)	107,298	-	-
Prepaid expenses	(250,157,187)	(66,566,940)	(5,305,347)	26,076
Other current assets	(1,075,517)	8,645,590	8,067	8,415
Other non-current assets	(15,419,066)	24,754,393	-	(11,664,447)
Operating liabilities increase (decrease)				
Trade and other payables	291,258,499	(948,979,553)	(34,400,724)	2,754,452,969
Withholding tax payable	(341,683,241)	358,640,904	(305,742,930)	193,727,270
Advances received from customers	97,890,233	(19,713,809)	-	-
Other current liabilities	(116,038,377)	120,078,066	(116,679,776)	90,779,888
Provision for rental assurance	(2,707,475,013)	(1,673,589,969)	-	-
Cash paid for long-term employee benefits	(51,769,418)	(33,894,881)	(3,739,109)	-
Provision for entry fee for laying the optical fiber cables	(78,100)	(17,696,349)	-	-
Deposits received from customers	(59,317,931)	(101,309,604)	(1,052,873)	164,988
Other non-current liabilities	163,634,594	32,582,184	163,644,699	7,586,558
Cash flows from (used in) operating activities	8,051,513,311	5,178,760,631	(21,319,295)	4,306,770,336
Cash received from withholding tax refund	384,274,476	393,328,868	7,749,062	20,037,838
Cash paid for income tax	(6,224,273,913)	(758,023,805)	(11,899,745)	(84,137,980)
Net cash flows from (used in) operating activities	2,211,513,874	4,814,065,694	(25,469,978)	4,242,670,194

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

Jasmine International Public Company Limited and its subsidiaries

Statement of cash flows (continued)

For the year ended 31 December 2020

(Unit : Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Cash flows from investing activities				
Interest received	34,495,759	43,257,146	9,923,129	2,199,116
Decrease (increase) in current investments	1,008,224,819	(997,492,404)	-	-
Decrease (increase) in restricted bank deposits redeemable within one year	(502,218)	6,335,021	(594,741)	125,516
Increase in restricted banks deposits	(3,803,355)	(178,392,892)	-	(498,628)
Decrease in restricted banks deposits	169,942,752	244,558,775	-	-
Increase in short-term loans to subsidiaries	-	-	(1,414,000,000)	(1,983,988,112)
Cash paid for additional capital of subsidiaries	-	-	(98,779,290)	(1,209)
Cash received from dividend from subsidiaries	-	-	14,318,534,019	1,978,724,146
Cash paid for purchases of investments in associates	-	(4,275,000,000)	-	(4,275,000,000)
Cash received from dividend from associates	446,500,000	-	446,500,000	-
Proceeds from sales of investments in associates	-	2,516,875,852	-	2,516,875,852
Proceeds from sales of assets to the fund - net of selling expenses	-	36,247,770,402	-	-
Proceeds from sales of equipment	121,340,611	17,436,655	31,308	-
Acquisitions of investment properties	(2,190,944)	(3,988,917)	-	-
Acquisitions of plant and equipment	(1,942,881,772)	(2,468,552,547)	(3,264,262)	(1,350,150)
Acquisitions of intangible assets	(247,020,507)	(5,416,896)	-	-
Net cash flows from (used in) investing activities	(415,894,855)	31,147,390,195	13,258,350,163	(1,762,913,469)
Cash flows from financing activities				
Interest paid	(4,084,630,810)	(1,018,858,938)	(298,588,030)	(835,680,037)
Decrease in short-term loans from banks	(1,869,332,717)	(1,870,390,789)	-	-
Cash received from short-term loans	300,000,000	-	2,559,000,000	7,083,593,767
Repayment of short-term loans	-	(557,177,623)	(2,259,809,185)	(567,177,622)
Repayment of accounts payable for equipment	(1,368,647,945)	(5,138,310,083)	(813,703,477)	(3,050,813,227)
Cash received from long-term loans from banks (Note 19)	760,000,000	2,032,408,000	760,000,000	-
Repayment of long-term loans from banks (Note 19)	(105,719,738)	(2,447,777,134)	-	(222,369,134)
Repayment of accounts payable for compromise agreement	(235,401,586)	(14,497,556)	(235,401,586)	(14,497,556)
Payment of principal portion of lease liabilities	(3,951,645,531)	(347,065,421)	(1,431,959)	(579,950)
Proceeds from increase in share capital (Note 24)	1,319,543,308	95,474,603	1,319,543,308	95,474,603
Cash received from share subscription received in advance	-	162,288,343	-	162,288,343
Dividend paid to the Company's shareholders (Note 34)	(14,440,290,742)	(4,728,446,901)	(14,440,290,742)	(4,728,446,901)
Dividend paid to non-controlling interests of the subsidiaries	(95,020)	(20,776,778)	-	-
Net cash flows used in financing activities	(23,676,220,781)	(13,853,130,277)	(13,410,681,671)	(2,078,207,714)
Net increase (decrease) in cash and cash equivalents	(21,880,601,762)	22,108,325,612	(177,801,486)	401,549,011
Cash and cash equivalents at beginning of year	23,007,571,545	899,245,933	450,604,224	49,055,213
Cash and cash equivalents at end of year	1,126,969,783	23,007,571,545	272,802,738	450,604,224

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

Jasmine International Public Company Limited and its subsidiaries

Statement of cash flows (continued)

For the year ended 31 December 2020

(Unit : Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Supplemental cash flow information				
Non-cash transactions				
Purchases of equipment with debts	2,271,525,079	2,913,716,937	-	-
Right-of-use assets acquired under lease agreements	323,605,414	-	2,128,967	-
Adjustments of right-of-use assets due to lease terminations	28,067,721	-	-	-
Payable of acquisitions of intangible assets	287,044,092	-	-	-
Transfer of right to receive dividend from associate in settlement of accrued interest and long-term loans from bank	982,300,000	1,028,924,500	982,300,000	1,028,924,500
Receipt from sales of equipment with installation by settlement of service payable during the installation with a subsidiary	-	-	-	3,873,809,036
Receipt from sales of equipment with installation by settlement of short-term loans from a subsidiary	-	-	-	3,209,356,397
Receipt from sales of equipment with installation by settlement of advances from a subsidiary	-	-	-	2,681,688,309
Transfer of advances to short-term loans from subsidiaries	-	-	-	149,071,815

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

Notes to consolidated financial statements

Jasmine International Public Company Limited and its subsidiaries

Notes to consolidated financial statements

For the year ended 31 December 2020

1. General information

Jasmine International Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company is principally engaged in the investments in companies involved in the telecommunications business and its registered office is at 200, 29th-30th Floor, Moo 4, Chaengwattana Road, Pakkred Sub-district, Pakkred District, Nonthaburi.

2. Basis of preparation

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

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

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

2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of the Company and the subsidiaries (together referred to as “the Group”). Details of subsidiaries are as following:

Company name	Nature of business	Country of incorporation	Percentage of shareholding	
			2020 (Percent)	2019 (Percent)
<u>Held by the Company</u>				
Jasmine Submarine Telecommunications Co., Ltd.	Provision of a submarine optical fiber cable network service and provision of repair and maintenance services for a local submarine cable system	Thailand	100	100
Acumen Co., Ltd.	Provision of satellite telecommunications services and provision of internet services	Thailand	100	100
Jasmine Telecom Systems Plc. (Another 9% held by T.J.P. Engineering Co., Ltd. and the other 9% held by ACeS Regional Services Co., Ltd.)	Design, installation and testing of telecommunications systems	Thailand	33	33
Jasmine Internet Co., Ltd.	Provision of internet services and international calling card services	Thailand	98	98
T.J.P. Engineering Co., Ltd. (Another 20% held by Acumen Co., Ltd.)	Survey, design and construction for civil work of telecommunications projects	Thailand	80	80
Jasmine International Overseas Co., Ltd. (Another 34% held by ACeS (Thailand) Co., Ltd. and the other 26% held by ACeS Regional Services Co., Ltd.)	Investment holding company	Thailand	40	40
Chaengwatana Planner Co., Ltd.	Rehabilitation plan administrator	Thailand	100	100
Three BB Co., Ltd.	Ceased operations	Thailand	100	100
Mobile Communication Services Co., Ltd.	Not yet operated	Thailand	70	70
THREE BB TV Co., Ltd. (formerly known as "JAS Mobile Broadband Co., Ltd.")	Provision of online movie and internet protocol television services (IPTV)	Thailand	100	100

Company name	Nature of business	Country of incorporation	Percentage of shareholding	
			2020	2019
			(Percent)	(Percent)
<u>Held by subsidiaries</u>				
Cloud Computing Solutions Co., Ltd. (98% held by Jasmine Telecom Systems Plc.)	Design and provision of computer system integration services, software development, distribution of computer products and provision of cloud computing services	Thailand	-	-
Smart Highway Co., Ltd. (67% held by Acumen Co., Ltd.)	Provision of domestic high-speed data communication services	Thailand	-	-
Triple T Broadband Plc. (100% held by Acumen Co., Ltd.)	Provision of telecommunications services, fixed-line services and data communication network services	Thailand	-	-
Triple T Internet Co., Ltd. (100% held by Triple T Broadband Plc.)	Provision of internet services	Thailand	-	-
In Cloud Co., Ltd. (100% held by Triple T Broadband Plc.)	Development, distribution and provision of various types of software	Thailand	-	-
ACeS (Thailand) Co., Ltd. (59% held by Jasmine International Overseas Co., Ltd.)	Investment holding company	Thailand	-	-
ACeS Regional Services Co., Ltd. (98% held by ACeS (Thailand) Co., Ltd.)	Marketing, distribution of equipment and provision of services to satellite-based cellular phone users	Thailand	-	-

Company name	Nature of business	Country of incorporation	Percentage of shareholding	
			2020	2019
			(Percent)	(Percent)
Clippership Investments (BVI) Limited (100% held by Jasmine International Overseas Co., Ltd.)	Ceased operations	British Virgin Island	-	-
Thai Long Distance Telecommunications Co., Ltd. (90% held by Jasmine Submarine Telecommunications Co., Ltd.)	Provision of a submarine optical fiber cable network service and provision of repair and maintenance services for a local submarine cable system	Thailand	-	-
Jastel Network Co., Ltd. (100% held by Jasmine Submarine Telecommunications Co., Ltd.)	Provision of circuit leasing services and local and international data communication services	Thailand	-	-
Premium Assets Co., Ltd. (54% held by Acumen Co., Ltd. and 46% held by Jasmine Submarine Telecommunications Co., Ltd.)	Office building rental	Thailand	-	-

On 24 January 2020, THREE BB TV Company Limited registered a change of its company name with the Ministry of Commerce in accordance with a resolution passed by the Extraordinary General Meeting of its shareholders on the same date, from “JAS Mobile Broadband Company Limited” to “THREE BB TV Company Limited” (“Three BB TV”).

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) Material balances and transactions between the Group have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries and associates under the cost method and net of allowance for impairment loss.

3. New financial reporting standards

a) Financial reporting standards that became effective in the current year

During the year, the Group has adopted the revised (revised 2019) and new financial reporting standards and interpretations which are effective for fiscal years beginning on or after 1 January 2020. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards. The adoption of these financial reporting standards does not have any significant impact on the Group’s financial statements. However, the new standard involves changes to key principles, which are summarised below:

Financial reporting standards related to financial instruments

A set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as follows:

Financial reporting standards:

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Accounting standard:

TAS 32 Financial Instruments: Presentation

Financial Reporting Standard Interpretations:

TFRIC 16 Hedges of a Net Investment in a Foreign Operation

TFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortised cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the entity's business model), calculation of impairment using the expected credit loss method, and hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments.

These standards do not have any significant impact on the Group's financial statements.

TFRS 16 Leases

TFRS 16 supersedes TAS 17 Leases together with related Interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases, and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is low value.

Accounting by lessors under TFRS 16 is substantially unchanged from TAS 17. Lessors will continue to classify leases as either operating or finance leases.

The Group recognised the cumulative effect of the initial adoption of this financial reporting standard as an adjustment to retained earnings as at 1 January 2020, and the comparative information was not restated.

The cumulative effect of the change is described in Note 4 to the consolidated financial statements.

b) Financial reporting standards that became effective for fiscal years beginning on or after 1 January 2021

The Federation of Accounting Professions issued a number of revised financial reporting standards and interpretations, which are effective for fiscal years beginning on or after 1 January 2021. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Group is currently evaluating the impact of these standards to the financial statements in the year when they are adopted.

4. Cumulative effects of changes in accounting policies due to the adoption of new financial reporting standards

As described in Note 3 to the consolidated financial statements, during the current year, the Group has adopted TFRS 16 *Leases*. The cumulative effect of initially applying this standard was recognised as an adjustment to retained earnings as at 1 January 2020. Therefore, the comparative information was not restated.

The impacts of changes in accounting policies on the statements of financial position at the beginning of 2020 due to the adoption of this standard are presented as follows:

(Unit: Million Baht)			
	Consolidated financial statements		
	31 December 2019	Increase (decrease)	1 January 2020
Statement of financial position			
Assets			
Non-current assets			
Property, plant and equipment	35,302	(928)	34,374
Right-of-use assets	-	60,858	60,858
Advance rental payment	817	(817)	-
Liabilities and shareholders' equity			
Current liabilities			
Current portion of lease liabilities	338	3,558	3,896
Non-current liabilities			
Lease liabilities - net of current portion	636	55,555	56,191
Shareholders' equity			
Retained earnings - unappropriated	6,320	-	6,320

(Unit: Million Baht)			
	Separate financial statements		
	31 December 2019	Increase (decrease)	1 January 2020
Statement of financial position			
Assets			
Non-current assets			
Property, plant and equipment	5	(3)	2
Right-of-use assets	-	124	124
Advance rental payment	119	(119)	-
Liabilities and shareholders' equity			
Current liabilities			
Current portion of lease liabilities	1	-	1
Non-current liabilities			
Lease liabilities - net of current portion	1	2	3
Shareholders' equity			
Retained earnings - unappropriated	12,996	-	12,996

On initial adoption of TFRS 16, the Group recognised lease liabilities in relation to leases that previously classified as operating leases measured at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate as of 1 January 2020. For leases that previously classified as finance leases, the Group recognised the carrying amount of the lease assets and lease liabilities before transition as right-of-use assets and lease liabilities, respectively at the date of initial adoption.

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
Operating lease commitments as at 31 December 2019	85,517	11
Less: Short-term leases and leases of low-value assets	(57)	-
Add: Option to extend lease term	51	-
Less: Contracts reassessed as service agreements	(39)	(9)
Less: Advance rental payments and others	(857)	-
Less: Deferred interest expenses	(25,502)	-
Increase in lease liabilities due to initial adoption of TFRS 16	59,113	2
Liabilities under finance lease agreements as at 31 December 2019	974	2
Lease liabilities as at 1 January 2020	60,087	4
Comprise of:		
Current portion of lease liabilities	3,896	1
Lease liabilities - net of current portion	56,191	3
Weighted average incremental borrowing rate (percent per annum)	6	6

The adjustments of right-of-use assets due to TFRS 16 adoption as at 1 January 2020 are summarised below:

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
Land and buildings	182	1
Equipment for telecommunication network service	58,929	-
Furniture and office equipment	2	1
Total right-of-use assets due to initial adoption of TFRS 16	59,113	2
Adjustments of financial lease assets as at 31 December 2019	928	3
Adjustment of advance rental payment as at 31 December 2019	817	119
Total right-of-use assets as at 1 January 2020 (Note 21.1)	60,858	124

5. Significant accounting policies

5.1 Revenue and expense recognition

Revenues from providing telecommunications network service, internet service, other businesses related to the internet business, and providing management services are recognised when services have been rendered.

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally upon delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns and discounts to customers.

Revenue from design and installation of telecommunications systems and computer systems, including supply of related equipment, is recognised by reference to the stage of completion as assessed by engineers or project managers.

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

Finance income represents interest income on debt instruments measured at amortised cost, which is calculated using the effective interest rate method and recognised in profit or loss on an accrual basis.

Interest expense from financial liabilities at amortised cost is calculated using the effective interest rate method and recognised on an accrual basis. The interest expense is included in "Finance cost" in profit or loss.

5.2 Cash and cash equivalents

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

5.3 Cost to obtain a contract

The subsidiary recognises a commission paid to obtain a customer contract as an asset and amortises it to expenses on a systematic basis that is consistent with the pattern of revenue recognition. An impairment loss is recognised to the extent that the carrying amount of an asset recognised exceeds the remaining amount of the consideration that the entity expects to receive less direct costs. Provided that the amortisation period of the asset that the subsidiary otherwise would have used is one year or less, costs to obtain a contract are immediately recognised as expenses.

5.4 Investments

- a) Investments in associates are accounted for in the consolidated financial statements using the equity method.
- b) Investments in subsidiaries and associates are accounted for in the separate financial statements using the cost method, net of allowance for loss on impairment.

The weighted average method is used for computation the cost of investments.

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

5.5 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 3-24 years. Depreciation of the investment properties is recognised as expense in profit or loss.

No depreciation is provided on land classified as investment properties.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period when the asset is derecognised.

5.6 Property, plant and equipment/Depreciation

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

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

Buildings	-	20 and 24 years
Building improvements	-	5-12 years
Leasehold improvements	-	5 years
Telecommunications equipment	-	3-25 years
Tools and equipment	-	3 and 5 years
Furniture and office equipment	-	3 and 5 years
Motor vehicles	-	5 years

Depreciation is recognised as expense in profit or loss.

No depreciation is provided on land and assets under installation.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

5.7 Borrowing costs

Borrowing costs from leases directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

5.8 Related party transactions

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

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

5.9 Leases

Accounting policies adopted since 1 January 2020

At inception of contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Except for short-term leases that have a lease term less than or equal to 12 months from commencement date (the date the underlying asset is available for use) or leases of low-value assets, which are recognised as expenses on a straight-line basis over the lease term, the Group recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

Right-of-use assets

Right-of-use assets are measured at cost, less accumulated depreciation, any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over their estimated useful lives, or the lease term if ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option.

Land and buildings	-	the lease term
Telecommunications equipment	-	the lease term
Furniture and office equipment	-	the lease term
Motor vehicles	-	5 years

Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Accounting policies adopted before 1 January 2020

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

Leases of property, plant and equipment which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term.

Prepaid rent is stated at cost less accumulated amortisation. Amortisation is calculated on a straight-line basis over the lease period of 30 years. Amortisation is recognised in profit or loss.

5.10 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Group's functional currency.

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

Gains and losses on exchange are charged to profit or loss.

5.11 Impairment of non-financial assets

At the end of each reporting period, the Group performs impairment reviews in respect of the assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

5.12 Employee benefits

Short-term employee benefits

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

Post-employment benefits

Defined contribution plan

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

Defined benefit plan

The Group has obligations in respect of the severance payments. It must make to employees upon retirement under labor law. The Group treats these severance payment obligations as a defined benefit plan.

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

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognises restructuring-related costs.

5.13 Provisions

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

5.14 Income tax

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

Current tax

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

Deferred tax

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

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

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

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

5.15 Financial instruments

Accounting policies adopted since 1 January 2020

Financial assets are initially measured at fair value plus transaction costs, except for trade receivables that are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition, and classified as to be subsequently measured at amortised cost, using the effective interest rate (“EIR”) method and subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired. A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or when the rights to receive cash flows, substantially all the risks and rewards, or control of the asset has been transferred.

At initial recognition, the Group’s financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. The Group takes into account any fees or costs that are an integral part of the EIR. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. The EIR amortisation is included in finance cost. A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Financial assets and liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Impairment of financial assets

The Group’s consideration of credit risk and default of contract is based on past due contractual payments and other internal or external information. An allowance for expected credit losses (“ECLs”) on financial assets is recognised based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate of the financial assets. However, the Group applies a simplified approach in calculating ECLs for trade receivables and contract assets, based on its historical credit loss experience with adjustments to reflect forward-looking factors specific to the debtors and the economic environment.

Accounting policies adopted before 1 January 2020

Trade and other receivables

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

Investments

Investments in mutual funds are stated at fair value and determined from their net asset value.

5.16 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group applies

a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group measures fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

6. Significant accounting judgements and estimates

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

Costs to obtain contracts

The recognition of costs incurred to obtain a contract as an asset requires management to use judgement regarding whether such costs are the incremental costs of obtaining a contract with a customer as well as what amortisation method should be used.

Leases

Determining the lease term with extension and termination options

In determining the lease term, the management is required to exercise judgement in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease considering all relevant facts and circumstances that create an economic incentive for the Group to exercise either the extension or termination option.

Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, the management is required to exercise judgement in estimating its incremental borrowing rate to discount lease liabilities. The incremental borrowing rate is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Allowance for expected credit losses of trade receivables and contract assets

In determining an allowance for expected credit losses of trade receivables and contract assets, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the forecast economic condition for groupings of various customer segments with similar credit risks. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

Property, plant, equipment and investment properties/Depreciation

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

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

Deferred tax assets

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

Post-employment benefits under defined benefit plans

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

Litigation and disputes

The Group has contingent liabilities as a result of litigation. The Group's management has used judgement to assess of the results of the litigation and this involves evaluating the degree of probability that losses will be incurred. Changes in the factors used in management's evaluation and events may result in actual results differing from the estimates.

7. Related party transactions

Relationships with companies that control, or are controlled by, the Group, whether directly or indirectly, or which are under common control with the Group, are as follows:

Name of entities	Nature of relationship
Subsidiaries	Companies for which the Company has the power to set financial and operating policies in order to generate benefits from their activities
Jasmine Broadband Internet Infrastructure Fund ("JASIF")	Associated company
Mono Group	Common major shareholder

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

(Unit: Million Baht)

	Consolidated financial statements		Transfer pricing policy
	2020	2019	
<u>Transactions with an associate</u>			
Revenue from sales of assets to the fund	-	38,000	Contract price (Note 30)
Management and maintenance income of the OFCs	390	264	Contract price (Note 30)
Cost of equipment and network rental	9,006	4,681	Contract price (Note 30)
<u>Transactions with related companies</u>			
Sales and service income	12	22	Contract price or price charged to other customers
Rental and other service income	25	57	Contract price or price charged to other customers
Cost of sales and services	216	9	Contract price
Other expenses	61	56	Contract price or price charged to other customers

(Unit: Million Baht)

	Separate financial statements		Transfer pricing policy	
	2020	2019		
<u>Transactions with subsidiaries</u>				
(eliminated from the consolidated financial statements)				
Revenue from sales of equipment with installation	-	9,496	Contract price	
Management income from sales of assets to the fund - net	-	70	As agreed upon	
Management fee income	570	556	Contract price	
Rental and other service income	43	45	Contract price or price charged to other customers	
Interest income	116	89	0.8% to MLR-1.5% per annum (2019: Commercial bank deposit interest rate+0.5%)	
Other expenses	36	37	Contract price	
Interest expenses	74	31	0.8-1.9% (2019: 1.6-2.0%) per annum	

The balances of the accounts between the Group and those related parties are as follows:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
<u>Trade receivables - related parties (Note 10)</u>				
Related companies				
Mono Group	23	61	-	-
<u>Other receivables - related parties (Note 10)</u>				
Subsidiaries	-	-	436	177
(eliminated from the consolidated financial statements)				
Associate				
JASIF	131	109	-	-
Total	131	109	436	177
Less: Allowance for expected credit losses	-	-	(11)	(11)
Total other receivables - related parties - net	131	109	425	166
<u>Dividend receivable from a subsidiary</u>				
Subsidiary	-	-	198	12,996
(eliminated from the consolidated financial statements)				
<u>Advance rental payments - related parties</u>				
Subsidiary	-	-	-	119
(eliminated from the consolidated financial statements)				
Associate				
JASIF	-	817	-	-
Total advance rental payments - related parties	-	817	-	119
<u>Trade payables - related parties (Note 17)</u>				
Related companies				
Mono Group	151	7	-	-
<u>Other payables - related parties (Note 17)</u>				
Subsidiaries	-	-	37	66
(eliminated from the consolidated financial statements)				
Related companies				
Mono Group	26	14	-	-
Total other payables - related parties	26	14	37	66

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
<u>Lease liabilities - related parties</u>				
Associate				
JASIF	55,346	-	-	-
<u>Provision for rental assurance - related parties</u>				
Associate				
JASIF	23,655	26,362	-	-
<u>Deposit received from customers - related parties</u>				
Subsidiaries	-	-	9	10
(eliminated from the consolidated financial statements)				
Related companies				
Mono Group	7	7	-	-
Total deposit received from customers - related parties	7	7	9	10

The balances of short-term loans between the Group and the movements are as follows:

(Unit: Million Baht)

	Separate financial statements			
	Balance as at 31 December 2019	Movements during the year		Balance as at 31 December 2020
		Increase	Decrease	
<u>Short-term loans to subsidiaries</u>				
(eliminated from the consolidated financial statements)				
Acumen Co., Ltd.	6,389	-	(60)	6,329
Jasmine Submarine Telecommunications Co., Ltd.	-	885	-	885
Jastel Network Co., Ltd.	-	182	(5)	177
THREE BB TV Co., Ltd.	-	412	-	412
Total	6,389	1,479	(65)	7,803

(Unit: Million Baht)

	Separate financial statements			Balance as at 31 December 2020	
	Balance as at 31 December 2019	Movements during the year			
		Increase	Decrease		
<u>Short-term loans from subsidiaries</u>					
(eliminated from the consolidated financial statements)					
ACeS Regional Services Co., Ltd.	330	-	-	330	
Jasmine Internet Co., Ltd.	80	20	-	100	
Jasmine Telecom Systems Plc.	327	-	-	327	
Jastel Network Co., Ltd.	47	-	(47)	-	
Premium Assets Co., Ltd.	620	29	(364)	285	
Thai Long Distance Telecommunications Co., Ltd.	10	-	-	10	
T.J.P. Engineering Co., Ltd.	40	10	-	50	
Triple T Broadband Plc.	3,696	2,200	(1,849)	4,047	
Total	5,150	2,259	(2,260)	5,149	

Directors and management's benefits

During the years, the Group had employee benefit expenses payable to their directors and management as below.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Short-term employee benefits	210	222	41	53
Post-employment benefits	22	24	4	5
Termination benefits	36	-	1	-
Total	268	246	46	58

Guarantee obligations with subsidiaries

The Company has outstanding guarantee obligations with its subsidiaries, as described in Note 35.4 b) and 35.4 d) to the consolidated financial statements.

8. Cash and cash equivalents

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Cash	14	11	-	-
Bank deposits	1,089	22,922	273	451
Bills of exchange	24	75	-	-
Total	1,127	23,008	273	451

As at 31 December 2020, bank deposits in savings accounts, fixed deposits and bills of exchange of the Group carried interests between 0.05 and 1.05 percent (2019: between 0.10 and 1.25 percent) per annum and of the Company carried interests between 0.25 and 1.00 percent (2019: between 0.25 and 1.00 percent) per annum.

9. Restricted bank deposits redeemable within one year

As at 31 December 2020, the Group's savings and fixed deposits, amounting to Baht 17 million (2019: Baht 16 million), have been pledged to secure credit facilities.

10. Trade and other receivables

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Trade receivables - related parties (Note 7)	23	61	-	-
Trade receivables - unrelated parties	4,020	3,768	50	50
Other receivables - related parties (Note 7)	131	109	436	177
Other receivables - unrelated parties	65	111	-	-
Total	4,239	4,049	486	227
Less: Allowance for expected credit losses	(1,040)	(882)	(61)	(61)
Trade and other receivables - net	3,199	3,167	425	166

The balances of trade receivables, aged on the basis of due dates, are summarised below.

(Unit: Million Baht)

Age of receivables	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
<u>Related parties</u>				
Not yet due	1	4	-	-
Past due				
Up to 3 months	2	19	-	-
Over 3 - 6 months	3	17	-	-
Over 6 - 12 months	17	17	-	-
Over 12 months	-	4	-	-
Total (Note 7)	23	61	-	-
<u>Unrelated parties</u>				
Not yet due	125	85	-	-
Past due				
Up to 3 months	272	222	-	-
Over 3 - 6 months	128	122	-	-
Over 6 - 12 months	130	77	-	-
Over 12 months	3,365	3,262	50	50
Total	4,020	3,768	50	50
Less: Allowance for expected credit losses	(1,040)	(882)	(50)	(50)
Net	2,980	2,886	-	-
Total trade receivables - net	3,003	2,947	-	-

Set out below is the movement in the allowance for expected credit losses of trade receivables.

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
As at 1 January 2020	882	50
Provision for expected credit losses	300	-
Amount written off	(149)	-
Effect from foreign exchange	7	-
As at 31 December 2020	1,040	50

In 2020, subsidiaries wrote-off certain trade receivables, amounting to Baht 149 million (2019: Baht 186 million), as bad debt.

An outstanding balance of trade receivables as at 31 December 2020 of Jasmine Submarine Telecommunications Company Limited (“JSTC”), amounting to Baht 2,518 million (2019: Baht 2,518 million), is a trade receivable from services under a co-investor agreement made between JSTC and TOT Public Company Limited (“TOT”), a concession provider. TOT ceased making payment for outstanding service charges from September 2008 to 4 October 2011 (the expiry date of the co-investor agreement) since the

concession provider is disputing the method of calculating rates of revenue sharing with JSTC. In order to finalise the revenue sharing rates, on 22 December 2014, JSTC submitted the dispute to the Arbitration Institute, Office of Dispute Resolution, Office of the Judiciary, asking TOT to pay revenue sharing together with interest, totaling Baht 3,395 million. TOT submitted a dispute proposal to the Arbitration Institute on 19 August 2016, asking JSTC to return excess revenue sharing received based on the co-investor agreement and to pay opportunity costs, together amounting to Baht 9,931 million. In May 2019, JSTC received the Arbitration Award from the Arbitration Institute, which ordered TOT to make full payment of debt amounting to Baht 2,518 million, plus interest at a rate of 7.5 percent per annum until the date the dispute was submitted, totaling Baht 3,395 million, plus interest at a rate of 7.5 percent per annum until full payment is made. The award also ordered JSTC to pay damages amounting to Baht 16 million to TOT together with interest at a rate of 7.5 percent per annum until full payment is made. TOT filed a petition to revoke the Arbitration Award from the Arbitration Institute with the Central Administrative Court. JSTC therefore considers no transactions, including provision for costs and damages, related to the Arbitration Award should be recorded in the accounts.

Furthermore, on 26 August 2016, TOT submitted a dispute proposal to the Arbitration Institute, asking Thai Long Distance Telecommunications Company Limited (“TLDT”) and JSTC to jointly or separately pay costs of repairing or replacing equipment and overseas training, together with damages including interest, and business opportunity costs, under the co-investor agreement and the addendum to the agreement, totaling Baht 258 million. Subsequently, in November 2019, TLDT and JSTC received the Arbitration Award from the Arbitration Institute, which ordered TLDT and JSTC to pay costs and damages, together with interest calculated until the date of the Arbitration Award, totaling to Baht 24.9 million, to TOT by settlement with outstanding receivable between TOT and TLDT together with interest calculated until the date of the Arbitration Award, totaling Baht 25.0 million. The balance that TLDT will receive from TOT is Baht 0.1 million together with interest of 7.5 percent per annum until full payment is made. TLDT recorded all costs and damages together with interest, amounting to Baht 24.9 million, as administrative expenses in profit or loss in the consolidated financial statements for the year 2019, and TOT filed a petition to revoke the Arbitration Award from the Arbitration Institute with the Central Administrative Court.

TLDT and JSTC filed objections to defend petitions with the Central Administrative Court. The cases are currently being considered by the Court. The ultimate outcome of the two disputes cannot be determined at this time. The management and the legal advisor of JSTC and TLDT believe that they have fully complied with the co-investor agreement and expect to incur no costs and damages in addition to the amount recorded in the financial statements.

11. Accounts receivable under troubled debt restructuring

On 22 April 2008, TT&T Public Company Limited (“TT&T”) filed a petition for business rehabilitation with the Central Bankruptcy Court for the purpose of restructuring its debt and on 22 July 2009, the Central Bankruptcy Court ordered the appointment of P Planner Company Limited as the rehabilitation plan preparer. On 11 August 2010, the creditors passed an extraordinary resolution to accept the plan. However, on 5 October 2010, a number of creditors, including the subsidiaries, submitted objections to the plan to the Central Bankruptcy Court. On 28 December 2010, the Court issued an order accepting the business rehabilitation plan of TT&T. During the year 2011, the subsidiaries filed an appeal against the approval of the business rehabilitation plan with the Supreme Court. At present, the case is being considered by the Court.

According to TT&T's rehabilitation plan, the subsidiaries were to receive settlement of both principal and interest receivable in cash and by conversion to ordinary shares in TT&T in accordance with the terms and conditions stipulated in the plan. Under the plan, certain subsidiaries' outstanding balances, totaling Baht 54 million, were to be fully repaid by TT&T in cash on the last working day of the first quarter of 2015. However, on 15 March 2016, the Central Bankruptcy Court issued an absolute receivership order against TT&T. For prudent reasons, the subsidiaries therefore recorded allowance for expected credit losses for the balance of the accounts receivable from TT&T.

Furthermore, the rehabilitation plan stipulates that the settlement of the balances between Triple T Broadband Public Company Limited ("TTTBB") and TT&T in 2009 by way of the assignment of promissory notes amounting to Baht 707 million that were issued by TT&T, and which were endorsed by TT & T Subscriber Services Company Limited ("TT&TSS"), a subsidiary of TT&T, for transfer to TTTBB, and notification by TTTBB of its intention to offset balances with TT&T by way of exercising its rights in proceeds payable by TT&T to TT&TSS, and TT&TSS transfers of claims amounting to Baht 170 million to TTTBB to offset debt payable by TTTBB to TT&T, constituted settlements that are not consistent with the purpose of the contract. As a result, they do not constitute complete and legitimate debt settlement transactions since any settlement of such debt by TTTBB must be made by the method stipulated in the concession agreement of TT&T, whereby TTTBB has to directly settle debt to TOT and TOT will then allocate the settled amount to TT&T in accordance with the revenue sharing rate agreed under the concession. Non-cash settlements by TTTBB, such as by exercising claims or promissory notes and/or direct settlement with TT&T are inconsistent with the purpose of the contract and do not constitute a complete and legitimate debt settlement transaction.

On 18 January 2011, P Planner Company Limited, as the rehabilitation plan administrator at that time, issued a notification refusing to accept rights arising from non-compliance with the contract. On 2 February 2011, TTTBB filed a lawsuit with the Central Bankruptcy Court, petitioning the Court to order that the action taken by the plan administrator was unlawful. However, on 2 February 2012, the Central Bankruptcy Court issued an order refusing TTTBB's petition because the Court considered TTTBB to have filed the petition incorrectly. On 9 March 2012, TTTBB filed an appeal with the Supreme Court. At present, the case is being considered by the Court.

The legal advisor of TTTBB expressed an opinion that TTTBB was entitled to make direct settlement of leased line service payable under the leased line service contract made with TT&T that had resulted in the objection to payment method because TTTBB and TT&T are direct counterparties to the agreement. TTTBB's payment of leased line service payable by endorsing and transferring promissory notes to TT&T, as described above, can be seen as TT&T being the issuer and the holder of the promissory notes at the same time. Therefore, the rights in and liabilities under the promissory notes rest with the same party, and harmonious. Consequently, the debt under the promissory notes and the outstanding service payables are each extinguished in an amount equal to the promissory notes and TTTBB's expression to TT&T of its intention to offset debt by transferring its rights of claim in trade receivables transferred from TT&TSS, as discussed above, makes TTTBB a debtor and creditor of TT&T at the same time. TT&T and TTTBB are thus bound together by a debt incurred for the same purpose, with TTTBB entitled to express its intention to offset payable with TT&T in an amount equal to the debt of both parties.

Moreover, the plan stipulates that the plan preparer has authority to refuse to acknowledge rights under the leased line service contracts, including any additional revisions of agreements and/or memorandums, and all agreements related to the leased line service rate, pursuant to section 90/40 or 90/41 bis of the Bankruptcy Act. However, the legal advisor of TTTBB expressed an opinion that the exercise of rights by the plan preparer would not have any retroactive impact on the rights and obligations under the contracts.

The management of TTTBB is confident that TTTBB has correctly complied with the legal opinions of its legal advisor in the matters above, and therefore does not reflect the effect of these matters in its accounts.

12. Investments in subsidiaries

12.1 Details of investments in subsidiaries as presented in the separate financial statements are as follows:

Company's name	Paid-up capital		Cost		Dividend received during the year		(Unit: Million Baht)
	2020	2019	2020	2019	2020	2019	
Jasmine Submarine Telecommunications Co., Ltd.	1,550	1,550	1,946	1,946	1,300	-	
Acumen Co., Ltd.	760	760	760	760	220	14,767	
THREE BB TV Co., Ltd.	100	1.2	932	834	-	-	
T.J.P. Engineering Co., Ltd.	200	200	160	160	-	-	
Mobile Communication Services Co., Ltd.	100	100	70	70	-	-	
Jasmine Telecom Systems Plc.	706	706	58	58	-	-	
Three BB Co., Ltd.	52	52	52	52	-	-	
Jasmine International Overseas Co., Ltd.	115	115	46	46	-	-	
Jasmine Internet Co., Ltd.	15	15	7	7	-	10	
Chaengwatana Planner Co., Ltd.	0.1	0.1	-	-	-	-	
			4,031	3,933	1,520	14,777	
Less: Allowance for impairment of investments			(980)	(980)			
Total investments in subsidiaries - net			3,051	2,953			

During the current year, the Company further invested in Three BB TV, amounting to Baht 99 million, in accordance with a resolution to increase Three BB TV's share capital, passed by an Extraordinary General Meeting of Three BB TV's shareholders on 24 January 2020. There was no change in the shareholding structure of Three BB TV. Three BB TV registered the corresponding increase in its share capital with the Ministry of Commerce on 24 January 2020.

12.2 As described in Note 10 to the consolidated financial statements, at present, JSTC received the Arbitration Award from the Arbitration Institute, which ordered TOT to make full payment of outstanding service revenue sharing charges under the co-investor agreement, and TOT filed a petition to revoke the Arbitration Award from the Arbitration Institute with the Central Administrative Court. The management of JSTC believes that the recorded revenue of such service is consistent with the co-investor agreement.

13. Investments in associates

13.1 Details of associates

(Unit: Million Baht)

Company's name	Nature of business	Country of incorporation	Consolidated financial statements							
			Shareholding percentage		Cost		Carrying amounts based on equity method		Share of profit from investments in associates during the year	
			2020	2019	2020	2019	2020	2019	2020	2019
								(%)	(%)	
Jasmine Broadband Internet Infrastructure Fund	Investment in infrastructure businesses	Thailand	19	19	14,570	14,570	3,606	3,935	1,100	734
Internet Knowledge Service Center Co., Ltd.	Communication equipment rental	Thailand	38	38	49	49	63	63	-	38
Telecom KSC Co., Ltd.	Not yet operated	Thailand	40	40	-	-	-	-	-	-
Total					14,619	14,619	3,669	3,998	1,100	772

Company's name	Nature of business	Country of incorporation	Separate financial statements							
			Shareholding percentage		Cost		Allowance for impairment of investments		Carrying amounts based on cost method - net	
			2020	2019	2020	2019	2020	2019	2020	2019
			(%)	(%)						
Jasmine Broadband Internet Infrastructure Fund	Investment in infrastructure businesses	Thailand	19	19	14,570	14,570	-	-	14,570	14,570
Internet Knowledge Service Center Co., Ltd.	Communication equipment rental	Thailand	38	38	49	49	(33)	(33)	16	16
Telecom KSC Co., Ltd.	Not yet operated	Thailand	40	40	-	-	-	-	-	-
Total					14,619	14,619	(33)	(33)	14,586	14,586

13.2 During the year, the Company received dividends of Baht 1,429 million (2019: Baht 1,029 million) from JASIF.

Investment in JASIF under equity method and cost method is detailed below.

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	Equity method		Cost method	
	2020	2019	2020	2019
Cost at beginning of year	14,725	10,450	14,725	10,450
Add: Additions of investment during the year	-	4,275	-	4,275
Add: Accumulated share of profit from investment	4,069	2,969	-	-
Less: Accumulated gains on sales of assets to the fund in proportion to the Company's unit holding	(9,268)	(9,268)	-	-
Less: Accumulated dividend income	(5,765)	(4,336)	-	-
Less: Accumulated return of capital	(155)	(155)	(155)	(155)
Net	3,606	3,935	14,570	14,570

As at 31 December 2020, the fair value of the investment in JASIF which is listed on the Stock Exchange of Thailand was Baht 14,440 million (2019: Baht 14,668 million).

The Company has to maintain the percentage unit holding in JASIF as described in Note 30 to the consolidated financial statements.

As at 31 December 2020, the Company held 1,520 million investment units (2019: 1,520 million investment units) in JASIF. The Company has pledged 1,520 million investment units (2019: 1,045 million investment units) held in JASIF to secure its long-term loans as described in Note 19 to the consolidated financial statements.

14. Investment properties

	(Unit: Million Baht)	
	Consolidated financial statements	
	2020	2019
Cost	772	941
Less: Accumulated depreciation	(469)	(479)
Net book value - net	303	462

A reconciliation of the net book values of investment properties is presented below.

	Consolidated financial statements	
	2020	2019
Net book value at beginning of year	462	500
Acquisitions	2	4
Transfers to property, plant and equipment - net book value	(142)	(14)
Depreciation	(19)	(28)
Net book value at end of year	303	462
Fair value	1,307	1,850
Rental income	25	31

The fair value of the above investment properties has been determined based on valuation performed by an accredited independent valuer and categorised within Level 3 of the fair value hierarchy. The fair value of the land has been determined based on market prices, while that of the office building held for rent has been determined using the income approach. Key assumptions used in the valuation include yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates.

The subsidiary has entered into operating leases in respect of the lease of office building space. The lease terms are between 1 year and 4 years. Future minimum rentals receivable under those leases are as follows:

	Consolidated financial statements	
	2020	2019
Less than 1 year	19	20
In over 1 and up to 4 years	17	16

15. Property, plant and equipment

(Unit: Million Baht)

	Consolidated financial statements								
	Land	Buildings and leasehold improvement	Telecommunications equipment	Motor vehicles	Tools and equipment	Furniture and office equipment	Others	Assets under installation	Total
Cost									
1 January 2019	143	1,214	50,260	1,689	696	1,012	744	2,865	58,623
Additions	-	16	2,583	7	70	277	2	2,427	5,382
Disposals	-	(14)	(3,153)	(18)	(6)	(24)	(38)	-	(3,253)
Transfer from investment properties	9	21	-	-	-	-	9	-	39
Transfers in (out)	-	18	2,986	-	5	15	-	(3,033)	(9)
31 December 2019	152	1,255	52,676	1,678	765	1,280	717	2,259	60,782
Initial adoption of new standards (Note 4)	-	-	(65)	(1,553)	-	(18)	-	-	(1,636)
Additions	-	13	627	2	-	93	3	3,476	4,214
Disposals	-	(1)	(551)	(3)	(5)	(40)	(232)	-	(832)
Transfer from investment properties	71	165	-	-	-	-	64	-	300
Transfers in (out)	-	29	1,463	-	73	41	1	(1,625)	(18)
31 December 2020	223	1,461	54,150	124	833	1,356	553	4,110	62,810

	Land	Consolidated financial statements (continued)								Total
		Buildings and leasehold improvement	Telecommunications equipment	Motor vehicles	Tools and equipment	Furniture and office equipment	Others	Assets under installation		
Accumulated depreciation										
1 January 2019	-	854	17,680	431	446	993	271	-	20,675	
Depreciation for the year	-	52	4,506	313	93	129	2	-	5,095	
Depreciation on disposals	-	(14)	(680)	(17)	(5)	(22)	(38)	-	(776)	
Transfer from investment properties	-	11	6	-	-	-	8	-	25	
31 December 2019	-	903	21,512	727	534	1,100	243	-	25,019	
Initial adoption of new standards (Note 4)	-	-	(43)	(656)	-	(9)	-	-	(708)	
Depreciation for the year	-	58	4,880	17	97	115	4	-	5,171	
Depreciation on disposals	-	(1)	(215)	(3)	(5)	(39)	(232)	-	(495)	
Transfer from investment properties	-	99	-	-	-	-	58	-	157	
31 December 2020	-	1,059	26,134	85	626	1,167	73	-	29,144	

(Unit: Million Baht)

	Consolidated financial statements (continued)								
	Land	Buildings and leasehold improvement	Telecommunications equipment	Motor vehicles	Tools and equipment	Furniture and office equipment	Others	Assets under installation	Total
Allowance for impairment									
1 January 2019	-	-	-	-	-	-	461	-	461
31 December 2019	-	-	-	-	-	-	461	-	461
31 December 2020	-	-	-	-	-	-	461	-	461
Net book value									
31 December 2019	152	352	31,164	951	231	180	13	2,259	35,302
31 December 2020	223	402	28,016	39	207	189	19	4,110	33,205
Depreciation for the year									
2019 (Baht 4,815 million included in cost of service, and the balance in selling, servicing and administrative expenses)									5,095
2020 (Baht 5,024 million included in cost of service, and the balance in selling, servicing and administrative expenses)									5,171

(Unit: Million Baht)

	Separate financial statements				
	Leasehold improvements	Furniture and office equipment	Tools and equipment	Motor vehicles	Total
Cost					
1 January 2019	54	29	2	5	90
Additions	-	1	-	-	1
31 December 2019	54	30	2	5	91
Initial adoption of new standards (Note 4)	-	-	-	(4)	(4)
Additions	1	1	1	-	3
Disposals	-	(2)	-	-	(2)
31 December 2020	55	29	3	1	88
Accumulated depreciation					
1 January 2019	54	27	2	1	84
Depreciation for the year	-	1	-	1	2
31 December 2019	54	28	2	2	86
Initial adoption of new standards (Note 4)	-	-	-	(1)	(1)
Depreciation for the year	-	1	-	-	1
Depreciation on disposals	-	(2)	-	-	(2)
31 December 2020	54	27	2	1	84
Net book value					
31 December 2019	-	2	-	3	5
31 December 2020	1	2	1	-	4
Depreciation for the year					
2019 (included in administrative expenses)					2
2020 (included in administrative expenses)					1

As at 31 December 2020, certain items of buildings and equipment were fully depreciated but are still in use. The gross carrying amounts of these assets before deducting accumulated depreciation and allowance for impairment amounted to Baht 10,602 million (2019: Baht 8,992 million), of which Baht 81 million (2019: Baht 82 million) was from the Company.

In 2005, Premium Assets Company Limited (“PA”) purchased Jasmine International Tower from a financial institution at a price of Baht 1,200 million. The Company had prepaid rental for space in this building, as described in Note 21.1 to the consolidated financial statements, and the Group therefore presents this prepaid rent as part of the cost of the purchased building in the consolidated financial statements, in order that the presentation of information reflects its underlying economic substance.

16. Short-term loans from banks

Short-term loans of subsidiaries from banks, on which interest is charged at a rate close to the Minimum Loan Rate (MLR) and LIBOR plus a certain margin specified in the agreement, are secured by savings and fixed deposits of the subsidiaries.

17. Trade and other payables

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Trade payables - related parties (Note 7)	151	7	-	-
Trade payables - unrelated parties	2,123	2,001	-	-
Other payables - related parties (Note 7)	26	14	37	66
Other payables - unrelated parties	383	290	9	18
Accrued expenses	449	63	76	9
Accrued project cost	142	141	-	-
Total trade and other payables	3,274	2,516	122	93

TTB has ongoing disputes with TT&T related to settlement of outstanding intercompany debt in 2009 by means of assigning promissory notes and transferring rights in receivables totaling Baht 877 million and in leased line service agreements, as described in Note 11 to the consolidated financial statements.

In 2020, the Central Bankruptcy Court dismissed the petitions that Smart Highway Company Limited and Jasmine Internet Company Limited submitted to oppose the Official Receiver's orders requesting both subsidiaries to pay to TT&T leased line costs, totaling Baht 44 million, plus interest at a rate of 7.5 percent per annum from the due date until full payment is made. As a result, both subsidiaries recorded further leased line costs and interest payable amounting to Baht 39 million in profit or loss for the year, totaling Baht 82 million, which is included under “Trade payables - unrelated parties” as at 31 December 2020.

18. Short-term loans

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Short-term loans from subsidiaries (Note 7)	-	-	5,149	5,150
Short-term loan from unrelated parties	300	-	300	-
Total	300	-	5,449	5,150

During the year, the Company entered into a loan agreement with an unrelated party. The loan, on which carries interest at a rate of 8 percent per annum, is unsecured and repayable on demand.

19. Long-term loans from banks

(Unit: Million Baht)

Loan	Interest rate (% per annum)	Repayment schedule	Consolidated financial statements		Separate financial statements	
			2020	2019	2020	2019
19.1	MLR - 0.25	Principal is payable in semi-annual installments, beginning in June 2018 with the final installment due in December 2025.	3,366	3,558	3,366	3,558
19.2	MLR	Principal is payable in quarterly installments, beginning in March 2011 with the final installment due in September 2020.	-	106	-	-
Total			3,366	3,664	3,366	3,558
Less: Deferred front-end fee			(48)	(43)	(48)	(43)
Net balance			3,318	3,621	3,318	3,515
Less: Current portion			(3,318)	(841)	(3,318)	(735)
Long-term loans - net of current portion			-	2,780	-	2,780

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
Balance as at 1 January 2020	3,664	3,558
Add: Additional borrowings	760	760
Less: Repayment	(1,058)	(952)
Balance as at 31 December 2020	3,366	3,366

The loan No. 19.1 is the Company's loan secured by guarantees provided by the pledge of 1,520 million (2019: 1,045 million) investment units in JASIF and a savings account opened as a debt service reserve. Furthermore, the loan agreement stipulates certain requirements and covenants relating to matters such as the maintenance of financial ratios, the maintenance of shareholdings and the creation of obligations. In addition, when a dividend is received from JASIF or cash is received from a sale of JASIF's investment units, the proceeds are to be used for loan repayment.

As at 31 December 2020, the Company was unable to maintain the required financial ratio stipulated in the loan agreement. As a result, the lender may exercise certain rights stipulated in the loan agreement, including the right to recall the entire loan. To comply with Thai Financial Reporting Standards, the Company classified the balance of the loan as current liabilities in the statement of financial position as at 31 December 2020. Nevertheless, the Company has been able to regularly service both the principal and the interest. On 24 February 2021, the Company received a letter from lender, waiving the requirement to maintain the stipulated financial ratio, effective from the fourth quarter of 2020 to the fourth quarter of 2021.

As at 31 December 2020, the long-term credit facilities of the Company which have not yet been drawn down amounted to Baht 1,240 million (2019: Nil).

20. Accounts payable from compromise agreements

On 14 September 2006, the Central Bankruptcy Court issued an order to terminate the Company's business rehabilitation plan ("the Plan") after the Company complied with all requirements in the plan approved by the Central Bankruptcy Court on 7 August 2003. However, certain creditors of the Company lodged objections to certain issues with the Supreme Court during the rehabilitation process. Subsequently, the Central Bankruptcy Court read the judgement of the Supreme Court on 19 August 2013, rejecting the rehabilitation plan and cancelling the Central Bankruptcy Court's business rehabilitation order. As a result, the rights of claim of the Company's creditors returned to what they were prior to the rehabilitation order. Whether and how much the Company will be required to pay to any particular creditor depends on whether the creditors present themselves, exercise their rights and convince the Company that they are the creditors of the amounts claimed.

In August 2014, five financial institutions filed lawsuits petitioning the Central Intellectual Property and International Trade Court ("Central Intellectual Property Court") to order the Company to make debt repayments under loan agreements, guarantee agreements and rehabilitation agreements, totaling Baht 526 million, USD 25 million and JPY 1,736 million. Subsequently, in 2018, the Central Intellectual Property Court issued judgements on the cases between the Company and four plaintiffs that filed the lawsuits, ordering the Company to make debt payments totaling USD 16 million and JPY 2,721 million, together with interest until full payment was made, in accordance with the conditions stipulated in the judgements.

However, in 2019 and 2020, the Company entered into compromise agreements with five plaintiffs, with one plaintiff granted approval by the Central Intellectual Property Court and the other four plaintiffs granted approval by the Court of Appeal for Specialised Cases. The cases are therefore finalised. The compromise agreements require the Company to pay principal and interest totaling Baht 347 million, USD 26 million and JPY 2,207 million, together with interest in accordance with the agreements until full payment is made. Full payment is to be made in instalments, within 20 July 2025 in accordance with the conditions stipulated in the agreements.

Movement of the accounts payable from compromise agreements account is summarised below.

(Unit: Million Baht)

	Consolidated/Separate financial statements	
	2020	2019
Balance at beginning of year	1,335	-
Increase during the year	10	831
Transfer from provision for reversal of judgement by the Supreme Court	399	527
Repayment in accordance with the agreements	(235)	(14)
Unrealised losses (gains) on exchange	32	(9)
Balance at end of year	1,541	1,335
Less: Current portion	(364)	(16)
Accounts payable from compromise agreements - net of current portion	1,177	1,319

21. Leases

The Group as a lessee has lease contracts for various items of assets used in its operations. Leases generally have lease terms between over 1 year and 13 years.

21.1 Right-of-use assets

(Unit: Million Baht)

	Consolidated financial statements				
	Land and buildings	Telecommunications equipment	Furniture and office equipment	Motor vehicles	Total
1 January 2020	183	59,767	11	897	60,858
Additions	98	224	-	2	324
Disposals	-	-	-	(2)	(2)
Terminations of leases	(15)	(13)	-	-	(28)
Depreciation for the year	(96)	(5,079)	(6)	(277)	(5,458)
31 December 2020	170	54,899	5	620	55,694

(Unit: Million Baht)

	Separate financial statements			
	Office building space	Furniture and office equipment	Motor vehicles	Total
1 January 2020	120	1	3	124
Depreciation for the year	(14)	-	(1)	(15)
31 December 2020	106	1	2	109

In 1998, the Company entered into a 30-year agreement to lease space in an office building (Jasmine International Tower) from Premium Real Estate Company Limited, a former associate dissolved in 2017, and paid advance rental of Baht 415 million. Subsequently, in 2000, the associate transferred the ownership of the building to financial institutions in settlement of liabilities, in accordance with a debt restructuring agreement.

In 2005, PA purchased the building from the financial institutions, as described in Note 15 to the consolidated financial statements. As a result, in order that the presentation of information reflects its underlying economic substance, the Group presents its prepaid rent as part of the cost of the purchased building in the consolidated financial statements.

21.2 Lease liabilities

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Lease payments	78,318	1,030	3	3
Less: Deferred interest expenses	(21,866)	(55)	-	-
Total	56,452	975	3	3
Less: Current portion	(4,201)	(338)	(1)	(1)
Lease liabilities - net of current portion	52,251	637	2	2

As at 31 December 2020, the Group's weighted average incremental borrowing rate is 6 percent per annum.

21.3 Expenses relating to leases that are recognised in profit or loss

(Unit: Million Baht)

	For the year ended 31 December 2020	
	Consolidated financial statements	Separate financial statements
Depreciation expense of right-of-use assets	5,472	16
Interest expense on lease liabilities	3,725	-
Expense relating to short-term leases	21	-
Expense relating to leases of low-value assets	18	-

21.4 Others

The Group had total cash outflows for leases for the year 2020 of Baht 7,716 million, including the cash outflow related to short-term leases and leases of low-value assets.

22. Accounts payable for equipment

The Group entered into agreements to purchase equipment from unrelated parties. Under the conditions of the agreements, the Group is obliged to make payments within 1-3 years. During the year 2018, a subsidiary transferred the rights, responsibilities and liabilities under certain agreements to the Company.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Accounts payable for equipment	739	2,110	360	1,169
Less: Deferred interest expense	(6)	(49)	(1)	(21)
Total	733	2,061	359	1,148
Less: Current portion	(733)	(1,626)	(359)	(1,088)
Total accounts payable for equipment - net of current portion	-	435	-	60

The outstanding balance of accounts payable for equipment of the Company is secured by Acumen Company Limited and Jasmine Internet Company Limited and of the subsidiary is secured by Acumen Company Limited.

23. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Provision for long-term employee benefits at beginning of year	828	498	67	40
Included in profit or loss:				
Current service cost	46	32	3	3
Interest cost	12	20	1	2
Past service costs and losses on settlement	-	165	-	13
Included in other comprehensive income:				
Actuarial (gain) loss arising from				
Demographic assumptions changes	(9)	-	-	-
Financial assumptions changes	4	139	1	9
Experience adjustments	(1)	8	(22)	-
Benefits paid during the year	(52)	(34)	(4)	-
Provision for long-term employee benefits at end of year	828	828	46	67

In 2019, the Group recorded additional long-term employee benefit liabilities of Baht 165 million (the Company only: Baht 13 million), as a result of the additional legal severance pay rates announced under the Labor Protection Act (No. 7) B.E.2562, by recognising past service costs as expenses in profit or loss for the year 2019.

The Group expects to pay Baht 70 million (2019: Baht 47 million) of long-term employee benefits during the next year and the Company only expects to pay Baht 20 million (2019: Baht 3 million).

As at 31 December 2020, the weighted average duration of the liabilities for long-term employee benefit of the Group is 6-23 years (2019: 10 years) and of the Company only is 9 years (2019: 10 years).

Significant actuarial assumptions are summarised below:

(Unit: Percent per annum)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Discount rate	0.74-2.22	1.5	1.17	1.5
Salary increase rate	5	5	5	5

The result of sensitivity analysis on significant assumptions that affect the present value of the long-term employee benefit obligation is summarised below:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Discount rate				
Increase 50 basis points (2%)	(43)	(44)	(1)	(3)
Decrease 50 basis points (1%)	46	47	1	3
Salary increase rate				
Increase 100 basis points (6%)	90	110	3	7
Decrease 100 basis points (4%)	(79)	(95)	(3)	(6)

24. Registered share capital/Warrants

On 6 July 2015, the Company issued 3,428.4 million units of JAS-W3 warrants to the existing shareholders of the Company, free of charge, in proportion to their shareholding, at a ratio of 1 warrant for every 2.04 existing ordinary shares with a par value of Baht 0.5 each. The warrants have an exercise period of 5 years from the date of issue, and are exercisable on the last business day of each quarter over the term of the warrants. The first and the last exercise dates are 30 September 2015 and 3 July 2020, respectively. The exercise ratio is 1 warrant per 1 ordinary share and the exercise price is Baht 4.3 (par value of Baht 0.5 per share).

On 23 March 2020, the Extraordinary General Meeting of the Company's shareholders No. 1/2563 passed a resolution to increase the registered share capital of the Company by Baht 76.8 million, from Baht 4,777.7 million (9,555.3 million ordinary shares with a par value of Baht 0.5 each) to Baht 4,854.5 million (9,708.9 million ordinary shares with a par value of Baht 0.5 each) to reserve the exercise of warrants (JAS-W3). The Company registered the increase in its registered share capital with the Ministry of Commerce on 30 March 2020.

For the purpose of preserving the interests of the JAS-W3 holders, if a dividend payment is approved, the Company will adjust the exercise price and the exercise ratio of the warrants. As a result, the Company adjusted the exercise price and the exercise ratio of JAS-W3, from the existing exercise price of Baht

3.605 per share to Baht 3.392 per share and from the existing exercise ratio of 1 warrant to 1.192 ordinary shares to 1 warrant to 1.267 ordinary shares when a meeting of the Company's Board of Directors passed a resolution approving an interim dividend payment to the shareholders on 9 April 2020.

In December 2019, 37.8 million warrants (JAS-W3) were exercised to purchase 45 million new ordinary shares. The Company registered the corresponding increase in its paid-up share capital with the Ministry of Commerce on 6 January 2020. As a result, the Company presented the exercise of these warrants, amounting to Baht 162.3 million, under the caption of "Share subscription received in advance" in shareholders' equity as at 31 December 2019.

Subsequently, in March 2020, 87.7 million warrants were exercised to purchase 104.6 million new ordinary shares. The Company registered the corresponding increase in its share capital with the Ministry of Commerce on 3 April 2020.

Moreover, in June 2020, 30.5 million warrants were exercised to purchase 38.6 million new ordinary shares and on the final exercise date of the warrants (JAS-W3) of 3 July 2020, 188.8 million warrants were exercised to purchase 239.2 million new ordinary shares, for a total of 277.8 million ordinary shares. The Company registered the corresponding increase in its share capital with the Ministry of Commerce on 10 July 2020, and 950.1 million warrants expired without being exercised.

During the year, the Company registered increases in its issued and paid-up share capital with the Ministry of Commerce, totaling Baht 213.7 million (427.4 million ordinary shares with a par value of Baht 0.5 each) (2019: Baht 90.2 million (180.4 million ordinary shares with a par value of Baht 0.5 each)).

25. Statutory reserve

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

Pursuant to Section 1202 of the Thai Civil and Commercial Code, subsidiaries incorporated under Thai laws is required to set aside to a statutory reserve an amount equal to at least 5 percent of its profit each time the subsidiaries pays out a dividend, until such reserve reaches 10 percent of its registered share capital. The statutory reserve can neither be offset against deficit nor used for dividend payment.

26. Finance cost

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Interest expenses on borrowings	388	970	363	814
Interest expenses on lease liabilities	3,722	44	-	-
Interest expenses on accounts payable for equipment	46	114	22	9
Total	4,156	1,128	385	823

27. Expenses by nature

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Telecommunications network rental and service expenses	1,483	5,804	-	-
Depreciation and amortisation	10,658	5,128	17	16
Salaries, wages and other employee benefits	3,036	3,001	95	129
Telecommunications license fees	736	723	-	-
Loss on litigation from reversal of judgement by the Supreme Court	10	831	10	831
Electricity expenses	370	421	1	2
Cost of goods sold	174	54	-	-
Sales promotion expenses	463	351	-	-
Repair and maintenance expenses	243	278	-	-
Rental and service expenses from operating lease and related service agreements	130	222	6	5
Expected credit losses	300	247	-	-
Consulting fees	84	137	39	25
Losses on exchange	83	-	61	-

28. Income tax

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Current tax:				
Current income tax charge	143	6,420	-	-
Deferred tax:				
Relating to origination and reversal of temporary differences	38	2,593	60	-
Income tax expenses reported in profit or loss	181	9,013	60	-

Below is the reconciliation between accounting profit (loss) and income tax expenses.

(Unit: Million Baht)

	Consolidated financial statements	
	2020	2019
Accounting profit (loss) before tax	(2,933)	16,286
Applicable tax rate (percent)	20	20
Accounting profit (loss) before tax multiplied by income tax rate	(587)	3,257
Reversal of deferred tax assets recognised in the prior years	64	2,270
Tax effect of income and expenses that are not taxable income or expenses:		
Promotional privileges (Note 29)	(28)	(122)
Share of profit from investments in associates	(220)	(154)
Gain on sales of investment units in JASIF (Note 13)	-	(337)
Loss on litigation from reversal of judgement by the Supreme Court	(199)	-
Others	7	(25)
Unrecognised deferred tax assets:		
Tax losses brought forward, utilised during the year	(6)	(243)
Loss on litigation from reversal of judgement by the Supreme Court	-	102
Tax losses of the current year	1,407	53
Eliminating gain from sales of assets in proportion to the Company's unitholding (Note 30)	-	656
Provision for rental assurance (Note 30)	(542)	3,122
Provision for entry fee for laying the OFCs (Note 30)	-	113
Provision for expenses and rental fee relating to subduct expense related to relocation of OFCs (Note 30)	-	70
Differences of depreciation and interest expenses from lease payments in accordance with lease contracts	304	-
Effects on elimination of intercompany transactions	(19)	214
Provision for long-term employee benefits	-	37
Income tax expenses reported in profit or loss	181	9,013

(Unit: Million Baht)

	Separate financial statements	
	2020	2019
Accounting profit before tax	3,027	15,391
Applicable tax rate (percent)	20	20
Accounting profit before tax multiplied by income tax rate	605	3,078
Reversal of deferred tax assets recognised in the prior years	60	-
Tax effect of income and expenses that are not taxable income or expenses:		
Dividend income from subsidiaries	(304)	(2,955)
Dividend income from associate	(286)	(206)
Loss on litigation from reversal of judgement by the Supreme Court	(199)	-
Others	1	4
Unrecognised deferred tax assets:		
Tax losses brought forward, utilised during the year	-	(23)
Loss on litigation from reversal of judgement by the Supreme Court	-	102
Tax loss of the current year	183	-
Income tax expenses reported in profit or loss	60	-

The components of deferred tax assets are as follows:

(Unit: Million Baht)

	Consolidated statements of financial position		Profit or loss in consolidated statements of comprehensive income	
	As at 31 December		For the years ended 31 December	
	2020	2019	2020	2019
Deferred tax assets				
Allowance for expected credit losses	141	110	(31)	(13)
Costs to obtain a contract	(54)	(48)	6	5
Provision for rental assurance	-	-	-	2,485
Provision for long-term employee benefits	21	24	3	67
Provision for entry fee for laying the optical fiber cables	-	-	-	49
Provision for reversal of judgement by the Supreme Court	-	60	60	-
Deferred tax relating to origination and reversal of temporary differences			38	2,593
Deferred tax assets	108	146		

(Unit: Million Baht)

	Separate statements of financial position		Profit or loss in separate statements of comprehensive income	
	As at 31 December		For the years ended 31 December	
	2020	2019	2020	2019
Deferred tax assets				
Provision for long-term employee benefits	6	6	-	-
Provision for reversal of judgement by the Supreme Court	-	60	60	-
Deferred tax relating to origination and reversal of temporary differences			60	-
Deferred tax assets	6	66		

As at 31 December 2020, the Group had deductible temporary differences and unused tax losses totaling Baht 35,361 million (2019: Baht 30,617 million) and the Company only totaling Baht 1,422 million (2019: Baht 307 million), on which deferred tax assets have not been recognised as the Group believes that future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

The Group's unused tax losses amounting to Baht 8,787 million (2019: Baht 1,440 million) will expire by 2025 (2019: by 2024), and of the Company only amounting to Baht 1,404 million (2019: Baht 61 million) will expire by 2025 (2019: by 2022).

29. Promotional privileges

In Cloud Company Limited (“IC”), has received promotional tax privileges from the Board of Investment in the software business, pursuant to the investment promotion certificate No. 2200(7)/2554 issued on 29 September 2011. Subject to certain conditions imposed on the investment promotion certificate, the privileges include an exemption from corporate income tax for a period of 8 years from the date the promoted operations begin generating revenue (31 May 2012). The corporate income tax exemption expired on 30 May 2020.

IC had domestic service revenues of promoted operations for the year 2020 amounting to Baht 145 million (2019: Baht 664 million).

30. Infrastructure fund transactions

In February 2015, the Company and TTTBB entered into agreements with JASIF as follows:

a) Asset Sale and Transfer Agreement

TTTBB entered into the Asset Sale and Transfer Agreement with JASIF to sell the OFCs at a price of Baht 55,000 million, with TTTBB to deliver and transfer a total of approximately 980,000 core kilometres of OFCs.

b) Main Lease Agreement

TTTBB entered into the OFCs lease agreement with JASIF for the lease of 80 percent of the OFCs sold and delivered to JASIF pursuant to the Asset Sale and Transfer Agreement. The Main Lease Agreement is for a period of approximately 11 years (ending 22 February 2026). TTTBB agrees to pay fixed rental fee at the rate of Baht 425 per core kilometer per month until 31 December 2015 and the fee will be increased on 1 January each year in line with the change in the Thailand CPI announced by the Ministry of Commerce, with a cap of 3 percent per annum. TTTBB agrees to pay the rent for the last three months in advance to JASIF at the time when the first rental payment is due. The advance rental payment in the aggregate must be at least Baht 816 million. TTTBB is responsible for payment of any entry fees for laying the OFCs that occur in the future.

c) Rental Assurance Agreement

JASIF may lease 20 percent of the OFCs to any lessee. During the period in which there are no third-party lessees, TTTBB agrees to lease these assets and pay for the rental fee to JASIF in order to guarantee JASIF's lease revenue throughout the term of the Rental Assurance Agreement for three years. The Rental Assurance Agreement will be renewed for additional three-year periods at the option of JASIF until the expiration of the Main Lease Agreement with the rental fee of Baht 750 per core kilometer per month until 31 December 2015 and the fee will be increased on 1 January each year in line with the change in the Thailand CPI announced by the Ministry of Commerce with a cap of 3 percent per annum.

d) OFCs Maintenance Agreement

JASIF appointed TTTBB to carry out the services of repairing, replacing, maintaining and managing the OFCs on behalf of JASIF. JASIF shall pay the service fee to TTTBB at the rate of Baht 200 per core kilometer per year until 31 December 2015 and the service fee will be increased by 3 percent per annum on 1 January each year. This agreement shall be effective until 22 February 2026 or the earlier termination of the Main Lease Agreement.

e) Marketing Services Agreement

TTTBB shall find other lessees to lease 20 percent of total OFCs ("Secondary Optical Fiber Cable") of JASIF. If any lessee is interested in leasing these assets, JASIF is entitled to lease these assets to such lessee. TTTBB agrees to waive its right to use these assets immediately after a lease agreement has been entered into with such lessee. JASIF agrees to pay a service fee to TTTBB in an amount equal to 25 percent of the amount that exceeds the aggregate amount of rental that TTTBB actually receives from all lessees for the lease of any Secondary Optical Fiber Cable during the three-year term of this agreement, deducted by aggregate amount of rental that TTTBB shall be liable to pay to JASIF under the Rental Assurance Agreement throughout the three-year term in respect of the lease of Secondary Optical Fiber Cable of this agreement. The term of the agreement is three years and will be renewed for additional three-year periods at the option of JASIF until the expiration of TTTBB's Type-three Telecommunications license.

f) Loan Agreement

TTTBB agreed to grant a loan to JASIF amounting to Baht 3,850 million which is equal to the VAT amount of the purchase price of the OFCs. The interest rate is 2 percent per annum.

In January 2016, TTTBB received a full repayment from JASIF.

g) Undertaking Agreement

The Undertaking Agreement specifies that the Company has to maintain its unitholding at 33.33 percent of the total number of investment units issued in JASIF (“initial investment units”) by not selling, transferring or disposing of the initial investment units for the first three years, unless it receives prior written consent from JASIF, and during the fourth to sixth years, the Company may not sell, transfer or dispose of the investment units of JASIF to the extent that its unitholding falls below 19 percent of the total initial number of investment units issued, unless it receives prior written consent from JASIF. Moreover, the Company and its affiliates must maintain shareholdings of at least 76 percent in TTTBB and Triple T Internet Company Limited (“TTTI”), and that TTTBB must maintain certain financial ratios, such as current liabilities to equity ratio, debt to equity ratio, and financial ratio for dividend payment, as specified in the agreement. In addition, liabilities of TTTBB and TTTI, as specified in the agreement, may not exceed the rate as specified in the agreement at any given time.

On 19 November 2019, TTTBB entered into an Additional Assets Sale and Transfer Agreement with JASIF, and TTTBB and the Company amended the existing agreements with JASIF as follows:

1. TTTBB entered into the Additional Assets Sale and Transfer Agreement to sell 700,000 core kilometers of additional OFCs (“the Additional Assets”) for a total of Baht 38,000 million (excluding VAT).
2. Amendments to the Main Lease Agreement, TTTBB agreed to lease 80 percent of the Additional Assets, totaling approximately 560,000 core kilometers, that TTTBB sold and delivered to JASIF, at the rental rate starting from Baht 433.21 per core kilometer per month (excluding VAT). The rental rate is to increase on every 1 January of each year according to the Thailand CPI announced by the Ministry of Commerce. The rental increase will not exceed 3 percent but not less than 0 percent per annum. A term of rental is approximately 12 years and 2 months, the agreement expiry date will be on 29 January 2032 which is the expiry date of telecommunications license type-three held by TTTBB. The OFCs rental period was extended to the end of the lease period of the Additional Assets based on the terms and conditions of the original Main Lease Agreement. TTTBB is to be responsible for expenses and subduct rental expenses related to relocation of the existing OFCs in case the actual expenses are greater than the financial projection in the initial public offering of JASIF. TTTBB will also be responsible for such expenses in respect of the Additional Assets during the term of the Amended and Restated Main Lease Agreement.

In addition, TTTBB grants JASIF the right to extend the term of main lease of the existing OFCs and the Additional Assets for 10 years from 29 January 2032, if TTTBB’s service income from broadband internet in 2030 is not less than Baht 40,000 million and the telecommunications license type-three held by TTTBB is renewed and extended including receiving all necessary approvals for the main

lease extension. The rental fee after the extended period will be Baht 433.21 per core kilometer per month (excluding VAT) and the rental rate is to increase on every 1 January of each year according to the Thailand CPI announced by the Ministry of Commerce. However, the rental increase shall not exceed 3 percent but not less than 0 percent per annum.

3. Amendments to the Rental Assurance Agreement, during the period in which there are no third-party lessees, TTTBB agreed to lease the remaining Additional Assets which accounted for 20 percent of the total Additional Assets, totaling approximately 140,000 core kilometers, at the rental rate starting at Baht 764.48 per core kilometer per month (excluding VAT). The rental rate is to increase on every 1 January of each year according to the Thailand CPI announced by the Ministry of Commerce. However, the rental increase shall not exceed 3 percent but not less than 0 percent per annum. The lease term is 3 years from the effective date of the lease agreement. However, JASIF has an option to renew the Amended and Restated Rental Assurance Agreement for additional three-year periods until 29 January 2032 in respect of the Additional Assets.

In addition, TTTBB and JASIF extended the term of the Rental Assurance Agreement of the existing OFCs for additional periods of three years from 19 November 2019 which was the date of the Amended and Restated Rental Assurance agreement.

4. Amendments to the OFCs Maintenance Agreement, TTTBB is to provide operation and maintenance services with respect to the Additional Assets at the same service rate stipulated in the original OFCs Maintenance Agreement. In addition, the service period of the OFCs Maintenance Agreement is extended to expire at the same date of the expiry date of the Amended and Restated Main Lease Agreement.

In addition, the OFCs Maintenance Agreement does not cover the repair of damages apart from the maintenance of the assets that is specified in the agreement.

5. Amendments to the Marketing Services Agreement, TTTBB is to seek other lessees to lease 20 percent of the Additional Assets based on the terms and conditions of the original Marketing Services Agreement. The service period is approximately 3 years from the date of the Amended and Restated Marketing Services Agreement. However, JASIF has an option to renew the Amended and Restated Marketing Services Agreement for additional three-year periods until 29 January 2032 in respect of the Additional Assets.

In addition, TTTBB and JASIF extended the term of the Marketing Services Agreement of the existing OFCs for additional periods of three years from 19 November 2019 which was the date of the Amended and Restated Marketing Services Agreement.

6. Amendments to the Undertaking Agreement, the Company is to maintain additional investment units in JASIF. The Company must not sell, transfer or dispose of additional investment units, except that it receives a written consent from JASIF. Details are as follows:

- 1) Within the period from the 1st year to the 6th year after the completion of the Additional Assets purchase, the Company shall maintain investment units at 19 percent of total investment units of JASIF.

2) In the period from the 7th year after the completion of the Additional Assets purchase to the expiry date of the Amended and Restated Main Lease Agreement, the Company shall maintain investment units at 15 percent of total investment units of JASIF. The maintained unitholding will decrease to 0 percent if JASIF fully repays all of the long-term loan from the financial institution.

In addition, the Group shall maintain a minimum of 76 percent shareholding in TTTBB and TTTI. Furthermore, TTTBB must maintain financial ratios such as current liabilities to equity ratio, debt to equity ratio, and financial ratios for dividend payment as specified in the agreement. Moreover, TTTBB and TTTI must maintain the debt in accordance with the definition specified in the agreement at any time not more than the amount specified in the agreement, and TTTBB shall also deposit the amount specified in the agreement to reserve of the rental payment.

The Group carefully considered the accounting entries and accounting treatments in terms of the substance of the infrastructure fund transactions and concluded that TTTBB has fulfilled its performance obligations in accordance with the agreement, with control over the Additional Assets being assigned to JASIF and the lease of the assets not bound solely to TTTBB. TTTBB entered into a leaseback transaction under the conditions of an operating lease and provided an insignificant amount of rental assurance (20 percent of total OFCs). As a result, the Group recognised a gain from the sale of the assets amounting to Baht 13,975 million (after deducting 19 percent as unrealised gains in proportion to the Company's unitholding in JASIF) as a separate item under the caption of "Other income" in consolidated profit or loss for the year 2019, together with provisions related to the rental assurance, the entry fee for laying the OFCs, and expenses and subduct expense related to relocation of the OFCs.

31. Earnings (loss) per share

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

Diluted earnings (loss) per share is calculated by dividing profit (loss) for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued.

The following table sets forth the computation of basic and diluted earnings (loss) per share for the years:

	Consolidated financial statements					
	Profit (loss) for the year		Weighted average number of ordinary shares		Earnings (loss) per share	
	2020	2019	2020	2019	2020	2019
	(Million Baht)	(Million Baht)	(Million shares)	(Million shares)	(Baht)	(Baht)

Basic earnings (loss) per share

Profit (loss) attributable to equity holders of the Company	(3,126)	7,265	8,423	8,114	(0.37)	0.90
Effect of dilutive potential ordinary shares						
Warrants offered to existing shareholders	-	-	120	595		
Diluted earnings (loss) per share						
Profit (loss) attributable to ordinary shareholders assuming the conversion of warrants to ordinary shares	(3,126)	7,265	8,543	8,709	Anti-dilutive	0.83

	Separate financial statements					
	Profit for the year		Weighted average number of ordinary shares		Earnings per share	
	2020	2019	2020	2019	2020	2019
	(Million Baht)	(Million Baht)	(Million shares)	(Million shares)	(Baht)	(Baht)

Basic earnings per share

Profit attributable to equity holders of the Company	2,967	15,391	8,423	8,114	0.35	1.90
Effect of dilutive potential ordinary shares						
Warrants offered to existing shareholders	-	-	120	595		
Diluted earnings per share						
Profit attributable to ordinary shareholders assuming the conversion of warrants to ordinary shares	2,967	15,391	8,543	8,709	0.35	1.77

32. Segment information

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

For management purposes, the Group is organised into business units based on its services and have four reportable segments as follows:

- 1) Broadband internet and IPTV
- 2) Telecommunications network and service provider
- 3) Provision, design and installation of telecommunications systems
- 4) Other segments

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and on a basis consistent with that used to measure operating profit or loss in the financial statements.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

Inter-segment revenues are eliminated on consolidation.

The following table presents revenue and profit (loss) information regarding the Group's operating segments.

(Unit: Million Baht)

	Broadband internet and IPTV		Telecommunications network and service provider		Provision, design and installation of telecommunications systems		Other segments		Eliminations of inter-segment transactions		Consolidated	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
Sales and service income												
Revenues from external customers	17,587	17,139	871	850	86	43	118	143	-	-	18,662	18,175
Inter-segment revenues	108	1,296	552	614	174	9,557	154	165	(988)	(11,632)	-	-
Total revenues	17,695	18,435	1,423	1,464	260	9,600	272	308	(988)	(11,632)	18,662	18,175
Segment operating profit (loss)	4,878	5,856	309	239	53	15	(15)	(3)			5,225	6,107
Unallocated income and expenses:												
Gain on sales assets to the fund											-	13,975
Gain on sales of investments in associates											-	1,732
Other income											543	394
Gains (losses) on exchange											(83)	532
Selling and servicing expenses											(1,301)	(1,296)
Administrative expenses											(3,983)	(3,756)
Loss on litigation from reversal of judgement by the Supreme Court											(10)	(831)
Share of profit from investments in associates											1,100	772
Finance income											32	32
Finance cost											(4,156)	(1,128)
Expected credit losses											(300)	(247)
Income tax											(181)	(9,013)
Non-controlling interests of subsidiaries											(12)	(8)
Profit (loss) attributable to equity holders of the Company											(3,126)	7,265

Geographic information

The Group operates in Thailand only. As a result, all the revenues and assets as reflected in these financial statements pertain exclusively to this geographical reportable segment.

Major customers

For the year 2020 and 2019, the Group has no major customer with revenue of 10 percent or more of the Group's revenues.

33. Provident fund

The Group and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Group contribute to the fund monthly at rates of 3 percent to 8 percent of basic salary. The fund, which is managed by BBL Asset Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. The Group's contributions for the year 2020 amounting to Baht 91 million (2019: Baht 92 million), and of the Company amounting to Baht 5 million (2019: Baht 7 million), were recognised as expenses.

34. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht)
Interim dividends for operation result of 2019	Board of Directors meeting on 9 April 2020	12,306	1.48
Interim dividends from retained earnings as of 31 March 2020	Board of Directors meeting on 8 May 2020	416	0.05
Interim dividends from retained earnings as of 30 September 2020	Board of Directors meeting on 20 November 2020	1,718	0.20
Total dividends for the year 2020		14,440	1.73
Final dividend for 2018	Annual General Meeting of shareholders on 24 April 2019	2,279	0.28
Interim dividends from retained earnings as of 30 September 2019	Board of Directors meeting on 28 November 2019	2,449	0.30
Total dividends for the year 2019		4,728	0.58

35. Commitments and contingent liabilities

35.1 Capital commitments

As at 31 December 2020, the subsidiaries had capital commitments of USD 22 million and Baht 64 million (2019: USD 8 million and Baht 42 million), relating to the acquisition of equipment and computer software.

35.2 Lease and service commitments

As at 31 December 2020, the Group had outstanding payment commitments in respect of short-term leases, leases of low-value assets, service agreements and royalties from rights to broadcast content, totaling Baht 1,077 million and USD 59 million (the Company only: Baht 5 million). The terms of the agreements were generally between 1 and 8 years.

35.3 Long-term service commitments

TTTBB is committed to pay rental fees and provide services to JASIF in accordance with certain conditions as described in Note 30 to the consolidated financial statements.

35.4 Guarantees

- a) As at 31 December 2020, the Group had outstanding commitments of Baht 376 million (2019: Baht 391 million) in respect of bid bonds and performance bonds issued by banks on behalf of the Group, with those of the Company only amounting to Baht 3 million (2019: Baht 3 million).
- b) As at 31 December 2020, the Company had obligations in respect of its guarantee of letters of guarantee that have been issued by banks on behalf of the subsidiary totaling Baht 3 million (2019: Baht 3 million).
- c) As at 31 December 2020, the subsidiaries had outstanding commitments under letters of credit with local and overseas suppliers totaling USD 7 million (2019: Baht 8 million and USD 5 million).
- d) As at 31 December 2020, the Group had outstanding guarantees in respect of a lease agreement that a subsidiary made with a leasing company. The outstanding amount payable under the lease for which the Group provided a guarantee was Baht 106 million (2019: Nil).
- e) As at 31 December 2020, a subsidiary had an outstanding guarantee of credit facilities of another subsidiary from a commercial bank, amounting to Baht 60 million (2019: Nil).

35.5 T.J.P. Engineering Company Limited (“TJP”) has entered into a turn-key agreement with a counterparty, whereby TJP is obliged to deliver work within the period stipulated in the agreement, which is within 29 December 2006. Up to the present, TJP has been unable to make delivery within the stipulated period because of delays in the delivery of areas by related agencies, and the counterparty is therefore entitled to charge a penalty to TJP at the rate of 0.2 percent of the contract value (Baht 31 million) per each day of delay. However, the management of TJP is in the process of negotiating with the counterparty to reduce the scope of work. The management of TJP believe that TJP will successfully negotiate with the counterparty to reduce the scope of work and will close the project with an immaterial amount of penalty.

35.6 In 2013, Jasmine Telecom Systems Public Company Limited (“JTS”) entered into agreements with two government agencies to sell tablet personal computers for total contract values of Baht 749 million. Under a condition in the agreements, JTS was to deliver all of the tablets to the government agency counterparties within December 2013 and March 2014, respectively. However, in 2014, the counterparties submitted letters to JTS to request the termination of the sale and purchase of tablet agreements with JTS, as they considered that JTS was unable to deliver the tablets as scheduled under the agreements and to request

that JTS pay penalties at daily rates of 0.2 percent of the price of the unshipped tablets from the dates of delivery stipulated in the agreements to the dates of termination of the agreements. In November 2014 and March 2015, the two counterparties filed lawsuits with the Central Administrative Court, requesting JTS to pay penalties for its inability to deliver tablets as stipulated in the agreements and to make payment under the performance bonds, together with interest at a rate of 7.5 percent per annum, totaling Baht 195 million. JTS submitted a notice of breach of agreements to a local company, claiming that it had failed to deliver tablets in accordance with the agreement, and JTS exercised its right to terminate the agreement with this company. JTS received Baht 38 million from a bank which had issued a bank guarantee as a performance bond on behalf of that company and to which JTS had retained the legal right to seize as compensation for losses caused by this company or incurred as a result of a breach of agreement by this company, with JTS having recorded this amount as a liability under the caption of trade and other payables in the consolidated statement of financial position since 2014 and treated as a provision for any penalties and losses that might be incurred. Moreover, in accordance with a condition stipulated in the sale and purchase of tablet agreements in the event that JTS is required to pay penalties and compensation to the government agencies, JTS is able to reclaim all losses from this local company, which was to sell the tablets to JTS. However, in 2018, the Central Administrative Court issued judgements, requesting JTS to pay penalties, totaling Baht 10 million, plus interest at a rate of 7.5 percent per annum from the case filing dates until full payments are made, while the issuer of a bank guarantee paid Baht 2 million in accordance with a judgement rendered to the bank. Therefore, the balance of penalties amounted to Baht 8 million. The provision recorded by JTS for penalties and compensation that might be incurred is sufficient based on the amount of the penalties under the judgements of the Central Administrative Court. However, JTS and the two government agencies filed appeals with the Supreme Administrative Court and JTS filed petitions to suspend execution with the Central Administrative Court. At present, the cases are under consideration by the Court. The ultimate outcome of these lawsuits cannot be determined at this time. JTS's management and its legal advisor are confident that no significant losses will be incurred as a result of these lawsuits, and the recorded provision for penalties and compensation is sufficient based on the judgements of the Central Administrative Court.

35.7 Litigation and disputes with TT&T and TOT

On 15 March 2016, the Central Bankruptcy Court issued an absolute receivership order on TT&T. As a result of this order, the Official Receiver is legally required to become involved in any civil case being considered by the court that relates to the assets of the debtor under the absolute receivership order. Furthermore, when petitioned by the Official Receiver, the court has authority to suspend such civil case or to issue any orders considered appropriate. Therefore, with respect to civil cases related to the assets of TT&T, the court may decide to confer with the Official Receiver on how to proceed with the cases, and take this into account in reaching their decisions in each case.

1. Cloud Computing Solutions Company Limited (“CCS”) has disputed outstanding balances of USD 5 million receivable from TT&T pursuant to the contract for the supply of the Customer Care and Billing system. In June 2015, an arbitration award was made by the arbitration tribunal revoking

TT&T's dispute proposal submitted to the Arbitration Institute in 2011 that CCS breached the contract, asking CCS to pay a total of Baht 1,780 million, together with interest at a rate of 7.5 percent per annum from the date of the submission of the dispute, and ordering TT&T to pay the outstanding balance of installments due together with interest to CCS, totaling Baht 204 million. With respect to the Central Bankruptcy Court's absolute receivership order against TT&T, CCS submitted an application for repayment of debt, together with interest, to the Official Receiver. The settlement of this debt will therefore be made in accordance with the process prescribed by bankruptcy laws. Currently, TT&T is in the process of following legal procedures with respect to bankruptcy laws, implemented by the Official Receiver.

2. In 2010, TTTBB received a notice from the Official Receiver, the Business Reorganisation Department, informing TTTBB that TT&T had requested TTTBB to pay outstanding debts of Baht 834 million which are subject to an interest rate of 7.5 percent per annum until full payment is made. However, in August 2016, the Official Receiver relevant to the bankruptcy case submitted a letter dated 9 August 2016 notifying TTTBB that it had to pay outstanding debt of Baht 1,157 million arising from the same obligation for which the notice from the Official Receiver was sent to TTTBB in 2010 regarding the business reorganisation of TT&T. The Official Receiver explained that the investigation under the business reorganisation was superseded when the debtor was in receivership and the investigation would be reconsidered under bankruptcy laws, with nearly 90 percent of the claim being the lease line service payable that TTTBB paid to TT&T through the offset of debt payable and the assignment of promissory notes in 2009, as described in Note 11 to the consolidated financial statements. However, the rehabilitation planner disputed that the payment did not constitute a complete and legitimate debt settlement transaction and the remaining balance is not equal to the liabilities that TTTBB recorded in the accounts. The case is currently under investigation by the Official Receiver in the TT&T bankruptcy case.

On 12 January 2011, TTTBB received a notice from the Thai Arbitration Institute, Alternative Dispute Resolution Office, Office of the Judiciary, stating that on 27 December 2010 TT&T had filed a statement of claim demanding TTTBB settle leased line payable totaling Baht 1,447 million, plus interest accrued at a rate of 7.5 percent per annum until the amount is settled. TT&T later amended the claim to Baht 1,496 million. On 29 June 2011, TTTBB filed an objection and a counterclaim for damages suffered as a result of TTTBB's inability to use the leased line service, amounting to Baht 3,477 million, with the Thai Arbitration Institute. On 29 July 2014, the arbitration tribunal unanimously agreed that TT&T was in breach of the agreement, and the Chairman of the arbitration tribunal rendered the award stating that the compensation and penalty, which TT&T shall be liable to TTTBB, and the outstanding network rental service fee to be paid by TTTBB, shall be set off against each other and extinguished, while the other claims shall be lifted. On 12 November 2014, TT&T filed a petition with the Civil Court seeking to reverse Thai Arbitration Institute's order. On 29 November 2016, the Official Receiver relevant to the bankruptcy case of TT&T filed an appeal with the Civil Court requesting not to conduct the case and dispose of the case from the directory, and the Civil Court ordered to dispose of the case.

The ultimate outcome of the lawsuit cannot be determined at this time. TTTBB's management is confident that no significant losses will be incurred as a result of the lawsuit and therefore no provision for contingent liabilities has been recorded in the accounts.

3. On 25 September 2014, Acumen filed a lawsuit against TT&T, and 13 related individuals and juristic persons with the Nonthaburi Provincial Court, claiming damages in the amount of Baht 6,350 million on the grounds that the 13 defendants jointly committed a wrongful act against Acumen by using the Memorandum of Understanding between Acumen and TT&T which allowed the shareholders of TT&T to purchase the newly issued shares and/or existing shares of TTTBB held by Acumen, which all defendants were well aware had been null and void for a long time, in order to file a lawsuit against Acumen. They intentionally filed the lawsuit and the petition for an interlocutory injunction order while TTTBB was in the process of applying to establish an infrastructure fund, despite the fact that they would not receive any benefit from the complaint. The lawsuit and the petition for an interlocutory injunction were filed in order to obstruct TTTBB's establishment of the infrastructure fund, and this constituted a bad faith act before the court, which had caused damage to Acumen. At present, the case is being considered by the Nonthaburi District Court.

On 7 August 2019, four individuals who are shareholders of TT&T, filed a lawsuit against Acumen with the Nonthaburi Provincial Court. They claimed that Acumen had not complied with a Memorandum of Understanding regarding the exercise of a right to purchase ordinary shares of TTTBB and requested Acumen to return the 5,868,073 newly issued registered ordinary shares of TTTBB to four plaintiffs. If Acumen is unable to return the shares to four plaintiffs, Acumen should pay compensation together with interest, as well as the previous dividend that the plaintiffs should have received, together totaling Baht 29 million. Subsequently, on 3 December 2019, Acumen filed a lawsuit against four individuals with the Civil Court, claiming damages in the amount of Baht 305 million on the grounds that the four defendants jointly committed a wrongful act by filing a lawsuit against Acumen in bad faith. At present, the case is being considered by the Court.

The ultimate outcomes of the lawsuits that are not finalised cannot be determined at this time. The management of Acumen is confident that no significant losses will be incurred as a result of these lawsuits and therefore no provision for contingent liabilities has been recorded in the accounts.

35.8 Telecommunications licenses and Broadcasting licenses

Seven subsidiaries received Telecommunications licenses and Broadcasting licenses from the National Broadcasting and Telecommunications Commission (“NBTC”), which are summarised as follows:

Company	Type of license	Authorised service	Period
Acumen Co., Ltd.	Type-two Telecom without a telecommunications network	Very Small Aperture Terminal (VSAT) service	22 June 2020 - 22 June 2025
	Type-one Telecom	Internet service	22 June 2020 - 22 June 2025
Triple T Broadband Plc.	Type-three Telecom	Telecommunications services	23 February 2006 - 29 January 2032
	Type-one Telecom	Resale of mobile phone and voice over internet phone services	15 July 2020 - 15 July 2025
Jasmine Internet Co., Ltd.	Type-one Telecom	Resale of telecommunications service and internet service	22 June 2020 - 22 June 2025
Jastel Network Co., Ltd.	Type-one Telecom	Internet service	22 June 2020 - 22 June 2025
	Type-two Telecom	Domestic and international leased circuit service and international internet gateway service	15 June 2020 - 15 June 2025
	Type-three Telecom	International private leased circuit service	30 June 2020 - 17 November 2024
Triple T Internet Co., Ltd.	Type-one Telecom	Internet service, resale of fixed line service, resale of leased circuit service and resale of mobile phone service	24 August 2020 - 24 August 2025
	Non-National Spectrum Broadcast Network	Non-national spectrum broadcast network service	28 January 2013 - 27 January 2028
Jasmine Telecom Systems Plc.	Type-one Telecom	Mobile telephone network service	22 June 2020 - 22 June 2025
THREE BB TV Co., Ltd.	Non-National Spectrum Broadcast Network	Non-national spectrum broadcast network service	29 July 2020 - 28 July 2035

The subsidiaries are required to comply with certain conditions stated in the licenses, and to pay annual license fees, as well as fees for the Universal Service Obligation (“USO”) and the Broadcasting and Telecommunications Research and Development Fund for Public Interest (“BTFP”) in accordance with conditions and requirements stipulated by the NBTC.

36. Financial instruments

36.1 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and bank deposits, trade and other receivables, loans and borrowings, trade and other payables, lease liabilities and deposits received from customers. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade receivables and other financial instruments. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, outstanding trade receivables and other financial instruments are regularly monitored, and the Group does not have high concentrations of credit risk since it has a large customer base in various industries.

At each reporting date, the Group determines expected credit losses on the basis of an aging profile of outstanding debts for customer groups with similar credit risks, or on the basis of the cash flows that the Group expects to receive, discounted at the effective interest rate.

Market risk

Interest rate risk

The Group's exposure to interest rate risk relates primarily to its loans, trade and other payables, and borrowings. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate. The Group's interest rate risk is therefore considered to be low. Interest rates of significant financial assets and liabilities are presented in the related notes to the financial statements.

Foreign currency risk

The Group's exposure to the foreign currency risk relates primarily to its purchases of equipment and payments of accounts payable that are denominated in foreign currencies.

The balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements				Average exchange rate	
	Financial assets		Financial liabilities			
	2020	2019	2020	2019	2020	2019
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	7	4	69	123	30.0371	30.1540
Yen (100 Yen)	-	-	1,948	3,408	29.0680	27.5940

Foreign currency	Separate financial statements				Average exchange rate	
	Financial assets		Financial liabilities			
	2020	2019	2020	2019	2020	2019
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	-	-	36	63	30.0371	30.1540
Yen (100 Yen)	-	-	1,948	3,408	29.0680	27.5940

The Group's exposure to foreign currency changes is not material.

Liquidity risk

The Group manages its liquidity risk through the use of loans and lease contracts. The Group can access a sufficient variety of funding sources and is able to roll over debt maturing within 12 months.

The table below summarises the maturity profile of the Group's financial liabilities as at 31 December 2020 based on contractual undiscounted cash flows.

	Consolidated financial statements				(Unit: Million Baht)
	Less than 1 year	1 to 5 years	Over 5 years	Total	
Short-term loans from banks	1,800	-	-	1,800	
Trade and other payables	3,274	-	-	3,274	
Long-term loans from banks	1,452	2,274	-	3,726	
Accounts payable from compromise agreements	449	1,292	-	1,741	
Lease liabilities	5,666	30,688	41,965	78,319	
Accounts payable for equipment	739	-	-	739	
Total	13,380	34,254	41,965	89,599	

	Separate financial statements				(Unit: Million Baht)
	Less than 1 year	1 to 5 years	Over 5 years	Total	
Trade and other payables	88	-	-	88	
Long-term loans from banks	1,452	2,274	-	3,726	
Accounts payable from compromise agreements	449	1,292	-	1,741	
Lease liabilities	1	2	-	3	
Accounts payable for equipment	360	-	-	360	
Total	2,350	3,568	-	5,918	

As at 31 December 2020, the Group had short-term loans of Baht 300 million (the Company only: Baht 5,449 million) payable on demand.

36.2 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

37. Capital management

The primary objective of the Group's capital management is to ensure that it has appropriate financial structure and preserves the ability to continue its business as a going concern. As at 31 December 2020, the Group's debt to equity ratio was 19.13:1 (2019: 2.30:1) and the Company's was 0.71:1 (2019: 0.47:1).

38. Events after the reporting period

On 1 March 2021, the Company's Board of Directors meeting passed the following significant resolutions.

- 1) Approving JSTC's sale of all ordinary shares of Jastel Network Company Limited to JTS, at a price to be mutually agreed by both companies, in accordance with the conditions stipulated in the share purchase and sale agreements.
- 2) Approving to propose to a general meeting of shareholders for consideration a decrease of Baht 558 million in the Company's registered share capital, from Baht 4,854 million (9,709 million ordinary shares with a par value of Baht 0.5 each) to Baht 4,296 million (8,593 million ordinary shares with a par value of Baht 0.5 each) by cancelling 1,116 million unissued ordinary shares with a par value of Baht 0.5 each to accommodate the exercise of warrants (JAS-W3) which expired on 3 July 2020.

39. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 1 March 2021.



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